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Form **990-PF**

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

OMB No 1545 0052

2011

Department of the Treasury Internal Revenue Service

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

F Or Cal	endar year 2011, or tax year beginning	, 2011	, and ending			_
	on Foundation Lake Forest Drive #220			Α	Employer identification num 31-1533046	nber
	innati, OH 45242			В	Telephone number (see the 513-762-5150	instructions)
				С	If exemption application is	pending, check here 🕨 🗌
G Che	eck all that apply Initial return Final return	Initial Return of a for Amended return	mer public charity		1 Foreign organizations, chec	
H C	Address change Name change H Check type of organization X Section 501(c)(3) exempt private foundation				2 Foreign organizations meet here and attach computation	ting the 85% test, check
	Section 4947(a)(1) nonexempt charitable t	rust Other taxable p	orivate foundation	Ε	If private foundation status under section 507(b)(1)(A)	
	from Part II, column (c), line 16)	ounting method X C other (specify) column (d) must be or		F	If the foundation is in a 60 under section 507(b)(1)(B)	-month termination
Part I		Column (a) mast be of	(Casii Dasis)	1	under section 30/(0)(1)(b)	, check here.
1 4111	Expenses (The total of amounts in	(a) Revenue and	(b) Net investmer	nt	(c) Adjusted net	(d) Disbursements
	columns (b), (c), and (d) may not neces-	expenses per books	income		ıncome	for charitable
	sarıly equal the amounts ın column (a) (see ınstructions))					purposes (cash basıs only)
	1 Contributions, gifts, grants, etc, received (att sch)			_		
	2 Ck ► X if the foundn is not req to att Sch B				······································	·
	3 Interest on savings and temporary					
	cash investments	13,119.	13,11	9.		
	4 Dividends and interest from securities	582,421.	582,42	1.		
	5a Gross rents b Net rental income	:			***************************************	
	or (loss)	313,461.			DENE	7717
R E	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all	313,401.				TACA -
V			313,46	1	8	(3) (9)
E N	7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain		313,40		MAY I	र रहार <i>विं</i>
U	9 Income modifications				<u> </u>	
E	10a Gross sales less returns and allowances				2000	
	allowances					
	b Less Cost of goods sold					-1
	c Gross profit/(loss) (att sch)					
	11 Other income (attach schedule)					
	See Statement 1	-175,204.	-175,20			
	12 Total. Add lines 1 through 11	733,797.	733,79	7.	0.	
	13 Compensation of officers, directors, trustees, etc	2,700. 5,683.	85	-		2,700.
	14 Other employee salaries and wages 15 Pension plans, employee benefits	3,003.		۷٠		4,831.
	15 Pension plans, employee benefits 16a Legal fees (attach schedule)			\dashv		
A D	b Accounting fees (attach sch) See St 2	7,310.	2,01	Q		5,292.
M	c Other prof fees (attach sch) See St 3	276, 999.	261,15			15,842.
O I	17 Interest	11,395.	11,39	5		13,042.
P S E T R R	18 Taxes (attach schedule)(see mstrs) See Stm 4	52,701.	15,80		-,,	950.
OPERAT	19 Depreciation (attach	02,1021				, , , , , , , , , , , , , , , , , , , ,
- 1 i i	sch) and depletion			_		
N V G E	20 Occupancy	36,211.	3,62	1.		32,590.
	21 Travel, conferences, and meetings22 Printing and publications					
A E X P	23 Other expenses (attach schedule)			\dashv	-	
	See Statement 5	9,595.	1,17	ا. ٥		4,765.
E 2 8 E 8	24 Total operating and administrative		<u> </u>			
Š	expenses. Add lines 13 through 23	402,594.	296,01	6.		66,970.
	25 Contributions, gifts, grants paid Part XV	1,571,948.				1,571,948.
	26 Total expenses and disbursements. Add lines 24 and 25	1,974,542.	296,01	<u>6</u> .	0.	1,638,918.
	27 Subtract line 26 from line 12:					
	a Excess of revenue over expenses and disbursements	-1,240,745.				
	b Net investment income (if negative, enter 0)	1,240,743.	437,78	1		
	C Adjusted net income (if negative, enter 0)		431,10	╧┼	0.	
	- :- j (i negative, citer 0)	<u></u>				

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Page 2

Par	H	Balance Sheets Attached schedules and amounts in the description column should be for end of year amounts only	Beginning of year		End o	of year
	1	(See instructions)	(a) Book Value	(b) Book Val	ue	(c) Fair Market Value
,	1	Cash — non-interest-bearing	567,250.	817,	799 <u>.</u>	817,799.
	2	Savings and temporary cash investments				
	3	Accounts receivable	_			
		Less. allowance for doubtful accounts		····		
	4	Pledges receivable	_			
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
Α.	7	Other notes and loans receivable (attach sch)				
Ŝ		Less allowance for doubtful accounts				
Ş	8	Inventories for sale or use				
A S E T S	9	Prepaid expenses and deferred charges				
S	10:	a Investments — U.S. and state government obligations (attach schedule)				
	1	b Investments — corporate stock (attach schedule)	14,157,316.	12,553,	704.	12,553,704.
	•	c Investments — corporate bonds (attach schedule)	4,951,262.	5,065,	706.	5,065,706.
	11	Investments — land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule)				
	12	Investments - mortgage loans				
	13	Investments — other (attach schedule)	6,679,958.	5,797,8	344.	5,797,844.
	14	Land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule)				
		Other assets (describe)			
		Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	26,355,786.	24,235,0)53.	24,235,053.
Ì	17	Accounts payable and accrued expenses	500 000			1
A	18	Grants payable	500,000.	100,0	000.	
В	19	Deferred revenue				•
Ļ	20	Loans from officers, directors, trustees, & other disqualified persons				: •
1	21	Mortgages and other notes payable (attach schedule)				
E	22	Other liabilities (describe	·			:
Š	23	Total liabilities (add lines 17 through 22)	500,000.	100,0	00.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				:
ŊF	24	Unrestricted				
Ë U T N	25	Temporarily restricted				
ום	26	Permanently restricted				:
A B A L A		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	(
EL	27	Capital stock, trust principal, or current funds	25,855,786.	24,135,0	153.	
2 M	28	Paid-in or capital surplus, or land, building, and equipment fund	.,,			
o E	29	Retained earnings, accumulated income, endowment, or other funds				
ŘĪ	30	Total net assets or fund balances (see instructions)	25, 855, 786.	24,135,0	53.	
	31	Total liabilities and net assets/fund balances (see instructions)	26, 355, 786.	24,235,0	\neg	
<u>Part</u>	111	Analysis of Changes in Net Assets or Fund Balan	ces			
1	Total end-	net assets or fund balances at beginning of year -Part II, colu of-year figure reported on prior year's return)	umn (a), line 30 (must agre	ee with	1	25,855,786.
		r amount from Part I, line 27a			2	-1,240,745.
		increases not included in line 2 (Ilemize) See Statement	6		3	400,000.
		lines 1, 2, and 3			4	25,015,041.
5	Decrea	ases not included in line 2 (itemize) See Statement	7		5	879,988.
6	Total	net assets or fund balances at end of year (line 4 minus line 5	5) -Part II, column (b), line	30	6	24,135,053.

Par		osses for Tax on investmen		(b) How acqu	ured	(c) Date acquired	(d) Date sold
(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company) (b) How aα P - Purct Dona						(month, day, year)	(month, day, year)
1a Publicly Traded Securities P						Various	Various
	Pass Through from P			P		Various	Various
С	Capital gain divide	nds					
d	<u> </u>						
е		(0.5	(200-1	- 1		420	(1)
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other bas plus expense of sale	e		(h) Gain or (e) plus (f) m	
a			10,307	,400.			133,061.
b							115,242.
<u>c</u>							
<u>u</u>	***						
	***	ng gain in column (h) and owned by	the foundation on 12/31/69			(I) Gains (Colu	ımn (h)
•	(i) Fair Market Value as of 12/31/69 (j) Adjusted basis (k) Excess of column (i) over column (j), if any				th	gain minus column (l nan -0-) or Losses (fi	<), but not less
a	ŧ						133,061.
b	l						115,242.
							65,158.
d							
e			anter in Port Line 7				
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							313,461.
3	Net short-term capital gain or (le	oss) as defined in sections 1222(5) a	and (6)				
		8, column (c) (see instructions). If (loss), enter -0-		_		
Par	in Part I, line 8	Section 4940(e) for Reduce	d Tax on Nat Invactors	nt Incom	3		0.
		on 4942 tax on the distributable amo fy under section 4940(e) Do not con	• •	period?		Yes	X No
_1	Enter the appropriate amount in	each column for each year, see the	instructions before making a	any entries			
	(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use ass	ets	(col	(d) Distribution umn (b) divided	
	2010	959,158.	23,898	,384.	•		0.040135
	2009	1,283,232.	21,358				0.060080
	2008	1,485,320.	24,787	·			0.059923
	2007	1,578,335.	29,810 32,086				0.052946
	2006	1,301,034.	32,000	, 323.		 	0.040548
2	Total of line 1, column (d)				2		0.253632
3		e 5-year base period -divide the tota	on line 2 by 5, or by the				
J		has been in existence if less than 5		-	3		0.050726
4	Enter the net value of noncharit	able-use assets for 2011 from Part >	K, line 5	-	4	25	,917,008.
5	Multiply line 4 by line 3				5	1	,314,666.
6	Enter 1% of net investment inco	ome (1% of Part I, line 27b)			6		4,378.
7	Add lines 5 and 6				7	1	,319,044.
8	Enter qualifying distributions fro	m Part XII, line 4			8	1	,238,918.
	If line 8 is equal to or greater the	an line 7, check the box in Part VI, I	ine 1b, and complete that pa	rt using a	1% t	ax rate See the	

Part VI Excise Tax Based on Investment Income (Section 49400), 494(b), 494(b), 494(b), or 4948 -see instructions)	Form	990-PF (2011) Hatton Foundation 31-153304		F	Page 4
Domestic foundations that meet the section 4940(e) requirements in Part V, check here	سننسسن		ns)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here \	1 a				
check here	•				
c All eller demestic foundations enter 2% of the 27b Exempt foreign organizations enter 4% of Part I, lime 12, column (b) 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 Add lines 1 and 2 4 0 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-) 6 Backup withholding erroneously withheld at source 6 Tax paid with application for extension of time to file (Form 868) 6 C	b	Domestic foundations that meet the section 4940(e) requirements in Part V,		8,	<i>1</i> 56.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable oundations only. Others enter -0.) 3 Add lines I and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0.) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0. 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0. 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0. 5 Tax based tax parts and 2010 everpayment or effect to 2011 b Exempt foreign organizations — tax withheld at source. 6 Tax paid with application for extension of time to file (Form 8868) 6 C		check here ► and enter 1% of Part I, line 27b			
toundations only, Other's enter -0-) 3 Add here 3 and 2 3 Add Ness 1 and 2 3 Add Ness 1 and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Cradits/Payments a 201 lestinated tax pints and 2010 overpayment credited to 2011 b Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8568) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for undergrayment of estimated tax. Check here fold for 10 overpayment II line? is more than the blaid of lines 5 and 8, either the amount overpaid 10 overpayment. II line? is more than the blaid of lines 5 and 8, either the amount overpaid 11 Gate the amound of line (10 be Credited to 2012 estimated tax. 11, 244. Refunded 11 Total transport of the strength of the control of the strength of the str	c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
toundations only, Other's enter -0-) 3 Add here 3 and 2 3 Add Ness 1 and 2 3 Add Ness 1 and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Cradits/Payments a 201 lestinated tax pints and 2010 overpayment credited to 2011 b Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8568) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for undergrayment of estimated tax. Check here fold for 10 overpayment II line? is more than the blaid of lines 5 and 8, either the amount overpaid 10 overpayment. II line? is more than the blaid of lines 5 and 8, either the amount overpaid 11 Gate the amound of line (10 be Credited to 2012 estimated tax. 11, 244. Refunded 11 Total transport of the strength of the control of the strength of the str	2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable			
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 5 Tax based on investment income. Subtract fine 4 from line 3. If zero or less, enter -0- 5 Textis/Payments a 2011 stimated tax mits and 2010 overpayment credited to 2011 b Exempt foreign organizations — tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Exempt foreign organizations — tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Exempt foreign organizations — tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Exempt foreign organizations — tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Exempt foreign organizations — tax paid the foreign foreign tax paid to the fole of the foreign foreign tax paid to the fole of the		foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Credist/Payments 6 Credist/Payments 7 Credist/Payments 8 2011 estimated tax pmts and 2010 overpayment credited to 2011 6 Exempt foreign organizations — tax withheld at source 6 C Tax pand with application for extension of time to file (Form 8968) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6 althrough 6d 6 B Enter any penalty for underpayment of estimated tax. Check here for form 2220 is attached 8 Enter any penalty for underpayment of estimated tax. Check here for form 2220 is attached 9 Tax due, if the total of lines 5 and 8 is more than line 7, enter amount ower and form 11, 244. Refunded 10 Overpayment life in 2 is more than line 17, either amount overpaid 11 Enter the amount of line 10 to be Credited to 2012 estimated tax. 11 Enter the amount of line 10 to be Credited to 2012 estimated tax. 11 244. Refunded 11 0. Part VIII-A Statements Regarding Activities 12 During the tax year, did the foundation at Influence any national, stale, or local legislation or did it at X 12 During the tax year, did the foundation at Influence any national, stale, or local legislation or did it 3 X 15 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? 16 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 on connection with the activities 1 Did the foundation file Form 1120-POL for this year? 1 Enter the removuli (fany) of tax on political expenditures (section 4955) imposed during the year of political expenditure tax imposed on foundation managers 1 S at 1 A 2 X 2 Last the foundation managers 1 S Q C S A 2 X 3 Last the foundation managery of tax may be a subject to the liRS? 2 Last the foundation directly of the activities 3 Has the foundation have unrelated business gross income of \$1,000 or more during the ye	3	Add lines 1 and 2		8,	<u> 156.</u>
6 Credits/Payments a 2011 estimated tax pmts and 2010 overpayment credited to 2011 be Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld d Backup withholding erroneously withheld d Backup withholding erroneously withheld d Gd 7 Total credits and payments Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax Check here If Form 2220 is attached 9 Tax due, if the bital of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment If line 7 is more than the 10st of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to the Credited to 2012 estimated tax 11, 244. Refunded 11 0. Part VIII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interview in any political campaign? b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? If the answer is "See 10 1a or 1h, attach a detailed description of the activities and copies of any materials published or distributed by the foundation with the activities c Did the foundation file Form 1128-POL for this, year? If the trial removal (if any) of tax on political expenditures (see then amount) (if any) of tax on political expenditures (see then amount) (if any) of tax on political expenditures (see then amount) (if any) of tax on political expenditures (see then services) c Did the foundation managers C Did the foundation managers O, (2) On foundation managers O, (3) On the condition managers O, (4) On the invincion of the activities at the condition organization of the activities of incorporation, or bylasking, or other similar instruments? If "res," aftach a canonime dopy of the changes 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4 b If "res," att	4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
a 2011 estimated tax perits and 2010 overspirement cretited fo 2011 b Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8968) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here	5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		8,	<u> 156.</u>
b Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here	6				
c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached 9 Tax due. If the Istal of lines 5 and 8 is more than the buil of lines 5 and 8 is more than the buil of lines 5 and 8 enter than line 7; neter amount owed 10 Overpayment If line? Is more than the buil of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 is be. Credited to 2012 estimated tax. 11 Enter the amount of line 10 is be. Credited to 2012 estimated tax. 11 Enter the amount of line 10 is be. Credited to 2012 estimated tax. 11 Enter the amount of line 10 is be. Credited to 2012 estimated tax. 11 Enter the amount of line 10 is be. Credited to 2012 estimated tax. 12 Enter the amount of line 10 is a company? 13 If the answer is "Yes" to 100 Guring the year (either directly or indirectly) for political purposes (see the instructions for definition). 13 If the answer is "Yes" to 10 of Int. 3 tatch a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. 14 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. 15 C Enter the remiturisement (if any) paid by the foundation managers. 16 C Enter the remiturisement (if any) and by the foundation during the year of political expenditure tax imposed on toundation managers. 16 Enter the remiturisement (if any) paid by the foundation and uning the year of political expenditure tax imposed on toundation managers. 17 Enter the remiturisement (if any) paid by the foundation and any changes, and previously been reported to the IRS? 17 Enter the remiturisement (if any) paid by the foundation during the year for political expenditure tax imposed on incorporation, or bylaws, or other similar instruments? If "Yes," attach a governing instrument, or By stange and address t	а	2011 estimated tax pmts and 2010 overpayment credited to 2011 6a 20,000.			
d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here of Form 2220 is attached 9 Tax due, if the lotal of lines 5 and 8 is more than line 7, eiter amount overal 10 Overpayment if line 7 is more than the lotal of lines 5 and 8, eiter the amount overpaid 11 Enter the amount of line 10 to be Credited to 2012 estimated tax. In 1,244. Refunded 11 0. Part VIII-A Statements Regarding Activities 1a During line tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or infervene in any political campaign? In During line tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or infervene in any political campaign? In During line tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or infervene in any political campaign? In During line tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or infervene in any political campaign? In During line tax year, did the foundation attempt to influence any national, state, or local legislation or did it Yes No participate or infervene in any political campaign? In During line tax year, did the foundation of the activities and copies of any materials published or distributed by the foundation in connection with the activities or distributed by the foundation in connection with the activities or distributed by the foundation with the activities or distributed by the foundation of the mitter of the activities of the foundation managers S	b				
7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 9 Tax due, if the batal of lines 5 and 8 is more than line 7, eiter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpard 11 Enter the amount of line 10 to be Credited to 2012 estimated tax. 11 Enter the amount of line 10 to be Credited to 2012 estimated tax. 11 Enter the amount of line 10 to be Credited to 2012 estimated tax. 11 Enter the amount of line 10 to be Credited to 2012 estimated tax. 11 Enter the amount of line 10 to be Credited to 2012 estimated tax. 11 Enter the amount of any Endored than 5100 during the year (either directly) for political purposes (See the instructions for definition)? 12 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 of the activities and copies of any materials published or distributed by the foundation in connection with the activities of the activities and copies of any materials published or distributed by the foundation in connection with the activities of the activities and copies of any materials published or distributed by the foundation of the activities and copies of any materials published or distributed by the foundation of the activities of the activities and copies of any materials published or distributed by the foundation during the year for political expenditure tax imposed on foundation managers. 12 Enter the amount (if any) and by the foundation during the year for political expenditure tax imposed on foundation managers. 2	С	The parameter of the control of the			
8 Enter any penalty for underpayment of estimated tax. Check here	d	Backup withholding erroneously withheld 6d 6d			
9 Tax due. If the botal of lines 5 and 8 is more than line 7, either amount owed 10 Overpayment If line 7 is more than but botal of lines 5 and 8, either the amount overpaid 11 Ealist the amount of line 10 to be Credited to 2012 estimated tax 11 Ealist the amount of line 10 to be Credited to 2012 estimated tax 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it particular or any opticitical campaign? 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it particular or any opticitical campaign? 13 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it particular or any opticities or distributed by the foundation in connection with the activities and copies of any materials published or distributed by the foundation on connection with the activities or distributed by the foundation or form 1102-POL for this year? 14 Earlier the amount (if any) of tax on political expenditures (section 4955) imposed during the year of political expenditures (section 4955) imposed during the year of political expenditure tax imposed on foundation managers 2 O. (2) On foundation fave appropriation of the activities of incorporation, or bylaws, or other similar instruments? If Yes, attach a conformed copy of the changes 3 X 4a Did 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 4b IN Yes, that if the a tax return on Form 990-T for this year? 4b Did the foundation have unrelated business gross income of \$1,000 or more during the year? 5 Are the requirements of sect	7	Total credits and payments Add lines 6a through 6d		20,0	<u>)00.</u>
10 Overpayment. If line? is more than the total of lines \$ and 8, enter the amount overpaid 11 Eiter the amount of line 10 to be. Credited to 2012 estimated tax. 11	8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			
Part VII-A Statements Regarding Activities 1,244 Refunded 11 0.	9	Tax due, If the total of lines 5 and 8 is more than line 7, enter amount owed			
Part VII-A Statements Regarding Activities	10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		11, 2	<u> </u>
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? b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the 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 and copies of any materials published or distributed by the foundation on connection with the activities and copies of any materials published or distributed by the foundation on connection with the activities of 10, 10, 10, 10, 10, 10, 10, 10, 10, 10,	_11_	Enter the amount of line 10 to be Credited to 2012 estimated tax			0.
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? 1b 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 1c Did the foundation file Form 1120-POL for this year? 2d 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 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 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4b If "Yes," attach the statement required by General instruction T 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? OH bif 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 6" If No, "attach explanation of Part XIV)? If "Yes," complete Part II, volumi (o), and Part XV 8a Enter the states to which the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction 6" If No, "attach explanation of Part XIV)? If "	Par	t VII-A Statements Regarding Activities			
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(1) On the foundation			10		
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2 X If 'Yes,' attach a detailed description of the activities 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4b 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? 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either 8 By language in the governing instrument, or 8 By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV 8a Enter the states to which the foundation reports or with which it is registered (see instructions) OH 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 6' If 'No,' attach explanation 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) or calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV and addresses 10 X	е		7 1		
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DH b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i> 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i> 10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	X	<u> </u>
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10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses 10 X	9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? 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			
	BAA			0-PF	

BAA

charitable purposes?

the tax year beginning in 2011?

Х

4a

4a Did the foundation invest during the year any amount in a manner that would jeopardize its

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

Form 990-PF (2011) Hatton Foundation			31-15	33046	Page 6
Part VII-B Statements Regarding Activit		n 4720 May Be Red	uired (continued)		
5a During the year did the foundation pay or incu	•				
(1) Carry on propaganda, or otherwise attempt	pt to influence legislation	on (section 4945(e))?	∐ Yes [X]	No	
(2) Influence the outcome of any specific pub on, directly or indirectly, any voter registra	ation drive?	•		No	
(3) Provide a grant to an individual for travel,	study, or other similar	purposes?	∐ Yes X	No	
(4) Provide a grant to an organization other to in section 509(a)(1), (2), or (3), or section			Yes X	No	
(5) Provide for any purpose other than religion educational purposes, or for the prevention			Yes X	No	
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53 4945 or in (see instructions)?				5Ь	N/A
Organizations relying on a current notice rega	irding disaster, assistand	ce check here	▶ [
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon	the foundation claim ex sibility for the grant?	emption from the	N/A Yes	No	
If 'Yes,' attach the statement required by Reg	ulations section 53 494	5-5(d)			
6a Did the foundation, during the year, receive as on a personal benefit contract?			Yes X	No	
b Did the foundation, during the year, pay prem If 'Yes' to 6b, file Form 8870.	iums, directly or indired	tly, on a personal benef	fit contract?	6b	X
7a At any time during the tax year, was the found	dation a party to a prob	uhited tav shelter transa	ction? Yes X	No	
b If 'Yes,' did the foundation receive any procee				N/A 7b	1
Part VIII Information About Officers, D					,
and Contractors					
1 List all officers, directors, trustees, foundation	1			1	
(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 other allo	
See Statement 8					
		0.	0.		2,700.
2 Compensation of five highest-paid employee	s (other than those inc	luded on line 1see inst	ructions). If none, ente	r '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 other allo	
None					
Total number of other employees paid over \$50,000	<u> </u>				
BAA	TEEA0306L 1	2/05/11		Form 990	-PF (2011)

31-1533046

Page 7

Form 990-PF (2011) Hatton Foundation

Page 8

	um Investment Return (All domestic founda structions.)	ations mus	st complete this part. F	oreign	foundations,
1 Fair market va a Average mont	lue of assets not used (or held for use) directly in carry	ying out cha	iritable, etc, purposes.	1a	25,246,311.
b Average of mo	nthly cash balances			1 b	1,065,372.
c Fair market va	lue of all other assets (see instructions)			1 c	<u> </u>
d Total (add line	s la, b, and c)			1 d	26,311,683.
e Reduction clai	med for blockage or other factors reported on lines 1a	and 1c			<u> </u>
(attach detaile	d explanation)		1e 0.	1 1	
2 Acquisition inc	ebtedness applicable to line 1 assets			2	0.
3 Subtract line 2	from line 1d			3	26,311,683.
	held for charitable activities Enter 1-1/2% of line 3 nount, see instructions)			4	394,675.
5 Net value of n	oncharitable-use assets. Subtract line 4 from line 3 Er	nter here an	id on Part V, line 4	5	25,917,008.
6 Minimum inve	stment return Enter 5% of line 5			6	1,295,850.
	outable Amount (see instructions) (Section ortain foreign organizations check here ►		and (j)(5) private oper ot complete this part.)	ating	foundations
1 Minimum inve	stment return from Part X, line 6	•		1	1,295,850.
2a Tax on investi	nent income for 2011 from Part VI, line 5		2a 8,756.		
b Income tax for	2011 (This does not include the tax from Part VI)		2b]	
c Add lines 2a a	nd 2b			2c	8,756.
3 Distributable a	mount before adjustments Subtract line 2c from line 1			3	1,287,094.
4 Recoveries of	amounts treated as qualifying distributions			4	46,368.
5 Add lines 3 ar	d 4			5	1,333,462.
6 Deduction from	n distributable amount (see instructions)			6	
7 Distributable	mount as adjusted. Subtract line 6 from line 5. Enter h	here and on	Part XIII, line 1	7	1,333,462.
Part XII Qualif	ying Distributions (see instructions)			·	
 Amounts paid a Expenses, cor 	(including administrative expenses) to accomplish char tributions, gifts, etc —total from Part I, column (d), line	ritable, etc, e 26	purposes	1 a	1,638,918.
b Program-relat	ed investments — total from Part IX-B			1ь	
2 Amounts paid	to acquire assets used (or held for use) directly in carry	ying out cha	aritable, etc, purposes	2	
3 Amounts set a a Suitability test	side for specific charitable projects that satisfy the (prior IRS approval required)			3a	-400,000.
b Cash distribut	on test (attach the required schedule).			3ь	
4 Qualifying dis	tributions. Add lines 1a through 3b Enter here and on	Part V, line	8, and Part XIII, line 4	4	1,238,918.
	at qualify under section 4940(e) for the reduced rate of art I, line 27b (see instructions)	f tax on net	investment income	5	
6 Adjusted qual	fying distributions. Subtract line 5 from line 4			6	1,238,918.
Note. The am qualifie	ount on line 6 will be used in Part V, column (b), in sub for the section 4940(e) reduction of tax in those years	bsequent ye	ars when calculating whethe	r the fo	
BAA					Form 990-PF (2011)

Part XIII Undistributed Income (see instructions)

1. Distributable amount for 2011 from Part XI, Inter 7 2. Undestributed income, if any, as of the end at 2011. 3. Enter amount for 2010 only b Total for prer years 20 70 70 70 3. Excest detailutions carging, if any, is 2011 3. From 2006 6. From 2007 6. From 2009 6. From 2009 7. Fro	•		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
2. Indexibulidin come, if any, and the end of 2011. a Enter amount for 2010 only b Total for pre years 20 _ 20 _ 20 _ 0. 3. Excess distributions carryover, if any, to 2011 a From 2006 b From 2007 c From 2008 d From 2009 d From 2009 f Total of lines 3 at through e 4. Qualifying distributions for 2011 from Part XI), line 4 * \$ 1, 238, 918. a Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2010 that notice of prior years (Election required — see instructions) 0. c Treated as distributions out of corpus (Election required — see instructions) 0. d Applied to 2011 distributiable amount R Remaining amount distributed out of corpus 5. Excess distributions carryover applied to 2011 (if an amount appears on column (a), the same amount miss to show in column (a)) 5. Excess distributions carryover applied to 2011 (if an amount of prior years' undistribution of the shown in column (a)) 6. Enter the net total of each column as indicated below: a Carpax Add line 31, 4, and 49 Subtract line 5 b Prior years' undistributed moments Subtract line 40 from line 20. c Enter the amount of prior years' undistribution of which a notice of efficiency of 494(c) but has been previously assessed d Subtract line 6c from line 6b subtract line 4s from line 6 and 5 from line 17 his amount must be distribution of the company of the subtract line 4s from line 2 and 5 from line 17 his amount must be distribution and company of 2011. Subtract lines 4d from line 2 is a facility in a see instructions 0. Individual amount of prior years' undistribution of 2012. 3. Amounts frested as distributions out of corpus to safety requirements imposed by section 170(b)(1)(r) or 4942(c)(d) 0. 2. Excess from 2007 0. Excess from 2008 0. Excess from 2009 0. Excess from 2001						1 333 462
a Enter amount for 2010 only b Iolatife prory pass 3020						1,333,402.
b Total for prior years 20		• • •			1,168,926.	
3 Exest detributions carryover, if any, is 2011 a From 2006 b From 2007 c From 2008 d From 2009 e From 2009 d From 2009 e From 2009 e From 2011 from Part XIII, line 4 P S 1, 238, 918. a Applied to 1010, but not more than line 2a b Applied to 2010, but not more than line 2a c 1, 168, 926. 2 Treated as distributions out of corpus (Election required – see instructions) 0. d Cletton required – see instructions) 0. d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Exest detributions carryover applied to 2011 (if an amount appears in column (g), the same amount mast be shown in column (g). 5 Enter the net total of each column as indicated below: a corpus 40 lites 31 d, and 4e Subtract line 5 D C. 6 Enter the net total of each column as indicated below: a corpus 40 lites 31 d, and 4e Subtract line 5 D C. 6 Enter the amount of prior years' undistributed income Subtract line 4b from line 2b C C. 6 Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 494/2(c) tax has been previously assessed 0. 6 Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 1, 263, 470. 7 Amounts treated as distributions carryover to 2012 subtract lines 7 and 8 from line 6 and 4 and 5 from line 1 This amount must be distributed in 2012 1, 263, 470. 8 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6 and 10 Analysis of line 9 a Excess from 2009 Excess from	b	Total for prior years 20 , 20 , 20		0.		
b From 2009 c From 2009 d From 2009 e From 2010 1 Total of lines 3a through e 4. Qualifying distributions for 2011 from Part XIII, line 4 ► \$ 1,238,918. a Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a Cliection required — see instructions cliection required — see instructions cliection required — see instructions d Applied to 2011 distributed encome of prior years (Election required — see instructions) 0. Clarated as distributions out of corpus (Election required — see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus E Exess distributions carpoint and the see instructions (If an amount appears in column (a), the same amount mask be shown in column (a)) 6 Enter the net total of each column as indicated below a Cupus Add lines 3i, 4c, and 4e Subtract line 5 D Pror 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 3 Subtract line 6c from line 6 Taxable amount — see instructions 4 Undistributed income for 2011 Subtract lines Ad and 5 from line 1 This amount must be distributed income for 2011 Subtract lines Ad and 5 from line 1 This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to safety requirements imposed (See instructions) 9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess from 2008 6 Excess from 2009 6 Excess from 2009 6 Excess from 2009 6 Excess from 2009 6 Excess from 2000						
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corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) 0. 8						1,263,470.
(see instructions) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see 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	(corpus to satisfy requirements imposed			‡	
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see 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	1	by section 170(b)(1)(F) or 4942(g)(3)	n		1	
applied on line 5 or line 7 (see 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		,				
Subtract lines 7 and 8 from line 6a 0. 10 Analysis of line 9 a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	8 1	excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
10 Analysis of line 9 a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	9 [Excess distributions carryover to 2012.	0		1	
a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010			0.			
b Excess from 2008 c Excess from 2009 d Excess from 2010		1			1	
c Excess from 2009 d Excess from 2010		- · · · · · · · · · · · · · - · - · - · - · - · - · - · - · · - · · - · · - · · - ·		,	I	
d Excess from 2010		· · · · · · · · · · · · · · · · · · ·			1	
					1	
					1	

Form 99	90-PF	(2011) Hatton Foundatio	n_			31-153304	6 Page 10
Part)		Private Operating Founda		•			N/A
'ıs	effect	undation has received a ruling or over the date of the	ruling			_	
		ox to indicate whether the foundat		erating foundation d		4942(j)(3) or	4942(j)(5)
		e lesser of the adjusted net from Part I or the minimum	Tax year	(h) 2010	Prior 3 years	(-1) 2000	(a) T a4 a I
		ent return from Part X for ar listed	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
	5% of	···- 					
lın	ne 4 fo	ng distributions from Part XII, r each year listed					
for	ractive	ncluded in line 2c not used directly conduct of exempt activities					
fo Sı	r activ ubtract	ng distributions made directly e conduct of exempt activities. line 2d from line 2c					
al	ternati	e 3a, b, or c for the ve test relied upon			,		
		alternative test — enter					
•	•	e of all assets					
	sect	e of assets qualifying under ion 4942(j)(3)(B)(i)					
ım	nımum	nt' alternative test— enter 2/3 of nvestment return shown in Part X, ach year listed					
c 'S	uppor	' alternative test — enter					
(1)	inve divid on s	I support other than gross stment income (interest, lends, rents, payments ecurities loans (section (a)(5)), or royalties)	:				
(2	more	ort from general public and 5 or exempt organizations as provided tion 4942(j)(3)(B)(III)					
(3		est amount of support from xempt organization					
		s investment income	(0 1 1 11 1		<u> </u>	1.65.000	
Part	V a	supplementary Information ssets at any time during the	(Complete this e vear — see in	part only if the	organization na	a \$5,000 or moi	e in
		tion Regarding Foundation Manag					
a Lis cle	st any	managers of the foundation who hand tax year (but only if they have	nave contributed me	ore than 2% of the than \$5,000) (See	total contributions re section 507(d)(2))	eceived by the found	dation before the
а	st any partne lone	managers of the foundation who crship or other entity) of which the	own 10% or more o foundation has a 1	f the stock of a corp 0% or greater intere	poration (or an equa est	ally large portion of	the ownership of
Ch re co	heck h quests mplet	tion Regarding Contribution, Granere ► ☐ If the foundation only not for funds. If the foundation make tenters 2a, b, c, and d	nakes contributions s gifts, grants, etc,	to preselected cha (see instructions) to	ritable organizations o individuals or orga	anizations under oth	
a Th	ne nan	e, address, and telephone numbe	er of the person to v	whom applications s	should be addressed	d	
S	ee S	tatement 9					
		ı ın which applications should be s	submitted and infor	mation and materia	ls they should inclu	de	
S	ee S	tatement for Line 2a					
		mission deadlines.					
ç	ee 9	tatement for Line 2a					
		rictions or limitations on awards, s	such as by geograp	hical areas, charital	ble fields, kinds of i	nstitutions, or other	factors
S	ee S	tatement for Line 2a					
BAA	*		 TF:	FA0310 07/14/11			orm 990-PF (2011)

Part XV Supplementary Information	(continued)			33040 Page 11
3 Grants and Contributions Paid During the		ure Pavment		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient		
a Paid during the year		ŀ		
See Statement 10				
		<u> </u>		
		[
		-		
				1
Total			► 3a	1,571,948.
b Approved for future payment		<u> </u>	Ja	1,3/1,340.
b Approved for lattire payment				
		1		
		1		
		1		
				1
]		

Total

• 3ь

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated	business income	Excluded b	y section 512, 513, or 514	(e)	
Program service revenue:	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income (See instructions)	
a						
b					-	
с					-	
d					<u> </u>	
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	13,119.	, , ,	
4 Dividends and interest from securities			14	582,421.		
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			14	-175,204.		
8 Gain or (loss) from sales of assets other than inventory			18	313,461.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a						
b						
С			<u> </u>			
d						
e						
12 Subtotal Add columns (b), (d), and (e)				733,797.		
13 Total. Add line 12, columns (b), (d), and (e)				13 _	733,797.	
(See worksheet in line 13 instructions to verify calculated	ns)					

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

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

Form 990-PF (2011) Hatton Foundation 31-1533046 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

									Yes	No
describe	organization directly ed in section 501(c) o to political organizati	of the Code (ot	ngage in any her than sect	of the following ion 501(c)(3) org	with any o janizations	other organizations s) or in section !	on 527,			
_	s from the reporting		a noncharitat	ole exempt organ	nzation of.					
(1) Cast	h							1 a (1)		_X_
(2) Othe	(2) Other assets									X
b Other tra	ansactions.									
(1) Sale	es of assets to a none	charitable exei	mpt organizal	tion				1 b (1)		X
• •	chases of assets from							1 b (2)		Х
• •	tal of facilities, equip		•					1 b (3)		X
• •	nbursement arranger	•						1 b (4)		X
• •	ns or loan quarantee:							1 b (5)		X
` ,	formance of services		p or fundraisi	ing solicitations				1 b (6)		Х
c Sharing	of facilities, equipme	ent, mailing lis	ts. other asse	ets, or paid empl	oyees			1 c		Х
	, , ,	, ,	•		•					
the good	iswer to any of the al ds, other assets, or s isaction or sharing ar	ervices given	by the reporti	ng foundation It	the found	lation received l	less than fair ma	irket value in	ue of	
(a) Line no	(b) Amount involved			xempt organization			nsfers, transactions,		ngemen	ts
N/A		, ,								
									•	
describe	oundation directly or red in section 501(c) of complete the following	of the Code (ot					zations	Yes	X	No
) Name of organizati	on	(b) T	ype of organizat	on	(0) Description of	relationship		
N/A							··-			
						ļ				
	<u> </u>					l				
Sign Here	penalties of perjury, I declare and complete Declare ion	e that thave exami of peparer (other the Www.	ned this return, in than taxpayer) is t	iduding accompanying based on all information	schedules are on of which pr	nd statements, and to reparer has any know RESIO	o the best of my knowledge	May the this return preparer (see insti	RS disc n with th shown b	uss ne pelow
Signa	ature of officer of thustee	0 7		Date	ī	itle		X	Yes	No
	Print Type preparer's nam	ne	Prepare	r's signature	· 1/	Date /	Check	of PTIN		
Paid	Mark R. Dick	ey, CPA	/	lank D.	relay.	14/27/1	self employed	P00183	<u> 3368</u>	
Preparer			ckey & C	o., CPAs	\mathcal{I}	· · · - /-	Firm's EIN > 31	-1478351		
Use Only	. —	251 Nille								
USE OINY	· —	aırfield,					Phone no (5	13) 829-	<u>45</u> 00	
BAA								Form 99		
										•

2011 F	ederal Statements	Page 1
Client HATTON	Hatton Foundation	31-1533046
4/27/12		02 15PM
Statement 1 Form 990-PF, Part I, Line 11 Other Income		
	(a) (b) Net Revenue Investment per Books Income	(c) Adjusted Net Income
Other Investment Income	Total \$ -175,204.\$ -175,204. \$ -175,204.\$ -175,204.	\$ 0.
Statement 2 Form 990-PF, Part I, Line 16b Accounting Fees		
Accounting Fees Tota	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income \$ 7,310. \$ 2,018. \$ 7,310. \$ 2,018.	\$ 5,292.
Statement 3 Form 990-PF, Part I, Line 16c Other Professional Fees		
Asset Management Fees Investment Fees Payroll Service Fees Philanthropic Consulting Fees	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income \$ 42,191. \$ 42,191. 218,856. 218,856. 736. 110. 15,216.	\$ 626. 15,216.
	al \$ 276,999. \$ 261,157. \$ 0.	\$ 15,842.
Statement 4 Form 990-PF, Part I, Line 18 Taxes		
Federal Taxes	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income \$ 35,948.	(d) Charitable Purposes
Foreign Taxes Withheld on Investr Payroll Taxes	nents 15,635. \$ 15,635. 1,118.	\$ 950. \$ 950.

2011	Federa	al Staten	nents				Page
Client HATTON	Hatto	on Foundation	on				31-153304
4/27/12		•					02.15F
Statement 5 Form 990-PF, Part I, Line 23 Other Expenses							
		(a) xpenses r Books	(b) i Investi Inco	nent	(c) Adjuste et Inco	ed ((d) Charitable Purposes
Bank Charges & Wire Fees Board Meetings Directors Insurance Postage Promotion/Goodwill	\$	194. 3,439. 2,250. 52. 3,660.		45. 125.		\$	149. 3,439. 1,125. 52.
Tromocron, Goodwill	Total \$		\$ 1,	170. \$		0. \$	4,765.
Statement 6 Form 990-PF, Part III, Line 3 Other Increases							
Set-Aside Payable - Cash Pa	yment				Tota	1 \$	400,000.
	ment				Tota	\$	
Statement 7 Form 990-PF, Part III, Line 5 Other Decreases Unrealized Loss Statement 8 Form 990-PF, Part VIII, Line 1 List of Officers, Directors, Trustees	s, and Key Emp T Ave	itle and rage Hour		ompen-	Tota	l \$ tri-	879,988. 879,988. Expense Account/
Statement 7 Form 990-PF, Part III, Line 5 Other Decreases Unrealized Loss Statement 8 Form 990-PF, Part VIII, Line 1	s, and Key Em T Ave <u>Per V</u> Execu	itle and	ceds	sation	Tota	\$	879,988. 879,988. 879,988. Expense Account/ Other
Statement 7 Form 990-PF, Part III, Line 5 Other Decreases Unrealized Loss Statement 8 Form 990-PF, Part VIII, Line 1 List of Officers, Directors, Trustees Name and Address Walter Lunsford 4755 Lake Forest Dr, Suite 25	and Key Emp T Ave Per V Execu 20 5.00	itle and rage Hour Week Devot	<u>:ed </u>	sation (Tota Cont butic EBP	tri- on to & DC	879,988. 879,988. 879,988. Expense Account/ Other

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Z	u	ı	

4/27/12

Federal Statements

Page 3

31-1533046

Client HATTON

Hatton Foundation

02:15PM

Statement 8 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours <u>Per Week Devoted</u>	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Margaret Lunsford 4755 Lake Forest Dr,Suite 220 Cincinnati, OH 45242	Treasurer 1.00	\$ 0.	\$ 0.	\$ 600.
Robert Robinson 4755 Lake Forest Dr,Suite 220 Cincinnati, OH 45242	Secretary 1.00	0.	0.	600.
Kim Beach 4755 Lake Forest Dr,Suite 220 Cincinnati, OH 45242	Trustee 1.00	0.	0.	500.
	Total	\$ 0.	<u>\$ 0.</u>	\$ 2,700.

Statement 9 Form 990-PF, Part XV, Line 2a-d **Application Submission Information**

Name of Grant Program:

Name:

Care Of:

Street Address: City, State, Zip Code:

Telephone:

Form and Content:

Submission Deadlines: Restrictions on Awards: Linda Ackerman

4755 Lake Forest Dr., Suite 220 Cincinnati, OH 45242

513-762-5150

Please contact the Foundation

Foundation's focus is on medical organizations, mentoring programs and programs for underpivileged and disabled children and their families.

Statement 10 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year

Name and Address	Donee <u>Relationship</u>	Found- ation <u>Status</u>	Purpose of <u>Grant</u>	 Amount
Freedom Alliance Dulles, VA	None	Exempt	Construction Project	\$ 170,000.
Big Brothers Big Sisters Cincinnati, OH 45202	None	Exempt	Adopt-a-School Program	20,000.

2011	Federal Statements				Page 4
Client HATTON	Hatton Foun	dation			31-1533046
4/27/12					02.15PM
Statement 10 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year					
Name_and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of Grant	. <u></u>	Amount
Continuum of Care for the Homeless Cincinnati, OH	Common Board Members	Exempt	Operating Support	\$	5,000.
Greater Cinti Film Commission Cincinnati, OH	None	Exempt	2011 Gala Support		5,000.
Mariemont School Foundation Mariemont, OH	None	Exempt	Programs Support		30,000.
Marvin Lewis Community Fund Cincinnati, OH	None	Exempt	Programs & Scholarships		38,080.
Pillar of Fire Cincinnati, OH	None	Exempt	Operating Support		5,000.
Drop Inn Center 217 W. 12th St. Cincinnati, OH 45202	None	Exempt	Development Assistance & Food Budget		90,000.
Mercy Health Partners Foundation Cincinnati, OH	None	Exempt	Music Therapy Program		46,368.
Safe Haven Farms Butler County, OH	None	Exempt	Furnishings & Equipment		20,000.
Sweeten Life Systems Cincinnati, OH	None	Exempt	Operating Support		20,000.
Greater Cinti Foundation Cincinnati, OH	None	Exempt	Kids to Camp Program		200,000.
OH Youth Education & Sports Cincinnati, OH	None	Exempt	Basketball Program for At-risk Youth		35,000.
United Way Cincinnati, OH	None	Exempt	Vesta System Support		5,000.
Campus Crusade for Christ Cincinnati, OH	None	Exempt	Student Venture Program & Salary Support		55,000.
OneCity Foundation Cincinnati, OH	None	Exempt	Support CityLink		7,500.
ProKids Cincinnati, OH	None	Exempt	Unrestricted Support		10,000.

2011	Federal Statements			Federal Statements			Page 5
Client HATTON	Hatton Foun	dation		31-1533046			
4/27/12	· · · · · · · · · · · · · · · · · · ·			02 15PM			
Statement 10 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year							
Name and Address	Donee <u>Relationship</u>	Found- ation <u>Status</u>	Purpose of Grant	 Amount			
Society of St. Vincent de Paul Cincinnati OH,	None	Exempt	Fundraiser Support	\$ 10,000.			
Alzheimer's Association Cincinnati, OH	None	Exempt	Walk Sponsorship	15,000.			
Healthy Beginnings Cincinnati, OH	None	Exempt	Centering Program Support	30,000.			
Ronald McDonald House Cincinnati, OH	None	Exempt	Gala Sponsor	2,500.			
4 Paw for Ability Cincinnati, OH	None	Exempt	Service Dogs Training & Placement	100,000.			
Fairfield Community Foundation Fairfield, OH	None	Exempt	Joe Nuxhall Miracle League Fields	25,000.			
Fernside Cincinnati, OH	None	Exempt	Reaching Special Populations Project	5,000.			
Hamilton County Special Olympics Cincinnati, OH	None	Exempt	2012 Summer Games Support	20,000.			
Melodic Connections Cincinnati, OH	None	Exempt	Music Therapy in Schools Program	12,000.			
People Working Cooperatively Cincinnati, OH	None	Exempt	Modifications for Mobility Program	25,000.			
Resident Home Corporation Cincinnati, OH	None	Exempt	Community Integrated Training Program	52,000.			
St. Joseph Home Cincinnati, OH	None	Exempt	Technology Upgrades	36,000.			
Starfire Council of Greater Cincinnati Cincinnati, OH	None	Exempt	Neighborhood Connectors Program	10,000.			
Sycamore Alumni Assoc. Cincinnati, OH	None	Exempt	Scholarship Fund	7,500.			

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2011	Federal Sta	tements			Page 6
Client HATTON	Hatton Foun	ıdation			31-1533046
4/27/12				-	02 15PM
Statement 10 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year					
Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of Grant		Amount
United Service Organization Cincinnati, OH	_	Exempt	Event Sponsorship & Support	\$	10,000.
United Way of Greater Cincinnati Cincinnati, OH	None	Exempt	Veterans' Transition Services Center		50,000.
Joe Nuxhall Miracle League Fields Fairfield, OH 45014	None	Exempt	Construction & Operating Support		400,000
			Total	\$ 1	<u>,571,948.</u>
		·			