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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation STAR BRIGHT FDN		A Employer identification number 35-2048031
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - 1919 Douglas St 2nd FL MAC N8000-027		Room/suite
City or town, state, and ZIP code Omaha NE 68102-1317		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 474,027	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	14,116	13,932		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	25,363			
b Gross sales price for all assets on line 6a	228,726			
7 Capital gain net income (from Part IV, line 2)		25,363		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total Add lines 1 through 11	39,479	39,295	0	
13 Compensation of officers, directors, trustees, etc	6,742	5,056		1,686
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	1,089	0	0	1,089
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	380	157	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	0	0	0	0
24 Total operating and administrative expenses.	8,211	5,213	0	2,775
Add lines 13 through 23				
25 Contributions, gifts, grants paid	24,200			24,200
26 Total expenses and disbursements Add lines 24 and 25	32,411	5,213	0	26,975
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	7,068			
b Net investment income (if negative, enter -0-)		34,082		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form 990-PF (2011)

8

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash—non-interest-bearing	603	234	234
	2	Savings and temporary cash investments	50,259	18,285	18,285
Assets	3	Accounts receivable ►	0	0	0
		Less allowance for doubtful accounts ►	0	0	0
	4	Pledges receivable ►	0	0	0
		Less allowance for doubtful accounts ►	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0
	7	Other notes and loans receivable (attach schedule) ►	0		
		Less allowance for doubtful accounts ►	0	0	0
	8	Inventories for sale or use		0	0
	9	Prepaid expenses and deferred charges			0
	10	a Investments—U S and state government obligations (attach schedule)	0	0	0
		b Investments—corporate stock (attach schedule)	0	0	0
		c Investments—corporate bonds (attach schedule)	25,172	25,172	25,729
	11	Investments—land, buildings and equipment basis ►	0		
		Less accumulated depreciation (attach schedule) ►	0	0	0
Liabilities	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	364,880	403,408	430,013
	14	Land, buildings, and equipment basis ►	0		
		Less accumulated depreciation (attach schedule) ►	0	0	0
	15	Other assets (describe ►)	0	0	0
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	440,914	447,099	474,261
	17	Accounts payable and accrued expenses	0	0	
	18	Grants payable			
	19	Deferred revenue	0	0	
	20	Loans from officers directors trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ►)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	440,914	447,099	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	440,914	447,099	
	31	Total liabilities and net assets/fund balances (see instructions)	440,914	447,099	

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	440,914
2	Enter amount from Part I, line 27a	2	7,068
3	Other increases not included in line 2 (itemize) ► Mutual Fund & CTF Income Additions	3	111
4	Add lines 1, 2, and 3	4	448,093
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	994
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	447,099

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 Attached Statement				
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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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	25,363
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	23,733	475,847	0 049875
2009	24,378	445,782	0 054686
2008	30,458	533,035	0 057141
2007	47,886	585,335	0 081810
2006	29,423	551,785	0 053323

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

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

2	0 296835
3	0 059367
4	490,646
5	29,128
6	341
7	29,469
8	26,975

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)1 a Exempt operating foundations described in section 4940(d)(2), check here ► 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 ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (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 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 Credits/Payments

a 2011 estimated tax payments 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 8868)

d Backup withholding erroneously withheld

6a	192
6b	
6c	0
6d	

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 total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2012 estimated tax ►

0 Refunded ►

7	192
8	0
9	490
10	0
11	0

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

	Yes	No
1a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

	Yes	No
1b	X	

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

	Yes	No
1c	X	

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

	Yes	No
1d		

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

	Yes	No
1e		

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

	Yes	No
2	X	

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

	Yes	No
3	X	

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

	Yes	No
4a	X	

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

	Yes	No
5	X	

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

	Yes	No
6	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*

	Yes	No
7	X	

8 a Enter the states to which the foundation reports or with which it is registered ►

IN

	Yes	No
8a	X	

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*

	Yes	No
8b	X	

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

	Yes	No
9	X	

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
10	X	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14	WELLS FARGO BANK N.A.	Telephone no ► 888-730-4933
	Located at ► 1919 Douglas St 2nd FL MAC N8000-027 Omaha NE	ZIP+4 ► 68102-1317
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 ► <input type="checkbox"/> 15 N/A	
16	Yes	No
	X	
See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a	<p>During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p>	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> 1b X	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? ► <input type="checkbox"/> 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	<p>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</p> <p>If "Yes," list the years ► 20_____ , 20_____ , 20_____ , 20_____</p>	
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"/> 2b N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_____ , 20_____ , 20_____ , 20_____	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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"/> 3b N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ► <input type="checkbox"/> 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? ► <input type="checkbox"/> 4b X	

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes No
 Yes No
 Yes No
 Yes No
 Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?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

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

Yes No

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

Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870

Yes No

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?

Yes No

5b N/A**6b** X**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1919 Douglas St 2nd FL MAC N8000-027 Omaha	Trustee	4 00	6,742	0
		00	0	0
		00	0	0
		00	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000				0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0

Total number of others receiving over \$50,000 for professional services ►**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3 ►	0

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	478,656
b	Average of monthly cash balances	1b	19,462
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	498,118
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	498,118
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	7,472
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	490,646
6	Minimum investment return Enter 5% of line 5	6	24,532

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	24,532
2a	Tax on investment income for 2011 from Part VI, line 5	2a	682
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	682
3	Distributable amount before adjustments Subtract line 2c from line 1	3	23,850
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	23,850
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	23,850

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	26,975
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	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	26,975
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	26,975

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				23,850
2 Undistributed income, if any, as of the end of 2011			18,585	
a Enter amount for 2010 only		0		
b Total for prior years 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XIII, line 4 ► \$ 26,975			18,585	
a Applied to 2010, but not more than line 2a		0		
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				8,390
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))	0			0
6 Enter the net total of each column as indicated below	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				15,460
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9	0			
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			► 3a	24,200
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513 or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities				14	14,116
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	25,363
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	a				
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		39,479	0
13 Total Add line 12, columns (b), (d), and (e)				13	39,479
(See worksheet in line 13 instructions to verify calculations)					

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of	1a(1)	X
	(1) Cash	1a(2)	X
	(2) Other assets		
b	Other transactions	1b(1)	X
	(1) Sales of assets to a noncharitable exempt organization	1b(2)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(3)	X
	(3) Rental of facilities, equipment, or other assets	1b(4)	X
	(4) Reimbursement arrangements	1b(5)	X
	(5) Loans or loan guarantees	1b(6)	X
	(6) Performance of services or membership or fundraising solicitations		
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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

Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign
Here

John Sulente

3/28/2012

► VP AND TAX DIRECTOR

Signature of officer or trustee

Da

Tutti

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Signature of officer or trustee		Date	File			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN	
	JOSEPH J CASTRIANO		3/28/2012		P01251603	
	Firm's name ► PricewaterhouseCoopers, LLP			Firm's EIN ►	13-4008324	
Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no	412-355-6000		

STAR BRIGHT FDN

35-2048031 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

SEE ATTACHED

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	24,200

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount
	0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	1,089			1,089
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	31			
2	ESTIMATED EXCISE TAX PAID	192			
3	FOREIGN TAX WITHHELD	157	157		
4					
5					
6					
7					
8					
9					
10					

380 157 0 0

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1				25,172	25,172	0	25,729
2				25,172	25,172		
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			364,880	403,408	430,013
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Mutual Fund & CTF Income Additions	1	111
2	Total	2	111

Line 5 - Decreases not included in Part III, Line 2

1	Cost Basis Adjustment	1	444
2	Mutual Fund & CTF Income Subtraction	2	550
3	Total	3	994

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount	Long Term CG Distributions 0	Short Term CG Distributions 0	1,030	Totals 0	227,696	0	203,363	24,333	0	Excess of FMV Over Adjusted Basis or Losses 0	24,333
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	F.M.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis 0	Gains Minus Excess of FMV Over Adjusted Basis or Losses 0
1	CREDIT SUISSE COMM RT ST-CO #215622544R305		1/18/2011	2/2/2011		335	0	328	7		0	7
2	CREDIT SUISSE COMM RT ST-CO #215622544R305		1/18/2011	4/2/2011		605	0	562	43		0	43
3	CREDIT SUISSE COMM RT ST-CO #215622544R305		1/18/2011	6/8/2011		870	0	842	28		0	28
4	DREYFUS EMG MKT DEBT LOC C-1 #608	261980494	1/18/2011	4/26/2011		152	0	145	7		0	7
5	DREYFUS EMG MKT DEBT LOC C-1 #608	261980494	1/18/2011	6/8/2011		605	0	581	24		0	24
6	HUSSMAN STRATEGIC GROWTH FUND	448108100		4/8/2006	1/14/2011	1,588	0	2,121	-533		0	-533
7	HUSSMAN STRATEGIC GROWTH FUND	448108100		6/8/2006	8/9/2011	809	0	1,045	-236		0	-236
8	HUSSMAN STRATEGIC GROWTH FUND	448108100		6/8/2006	10/2/2011	1,843	0	2,346	-503		0	-503
9	ISHARES iBOXX \$ INV GR CORP BD FD	464287242		7/6/2009	2/2/2011	17,771	0	16,490	1,281		0	1,281
10	ISHARES MSCI EAFE	464287465		5/6/2008	2/2/2011	912	0	1,156	-244		0	-244
11	ISHARES MSCI EAFE	464287465		5/6/2008	6/8/2011	2,403	0	3,082	-679		0	-679
12	ISHARES MSCI EAFE	464287465		5/6/2008	8/9/2011	515	0	770	-255		0	-255
13	ISHARES MSCI EAFE	464287465		2/15/2007	8/9/2011	4,841	0	7,179	-2,338		0	-2,338
14	ISHARES S&P MIDCAP 400 GROWTH	464287606		12/29/2009	1/14/2011	2,567	0	1,972	595		0	595
15	ISHARES S&P MIDCAP 400 GROWTH	464287606		12/29/2009	2/2/2011	1,554	0	1,183	371		0	371
16	ISHARES S&P MIDCAP 400 GROWTH	464287606		12/29/2009	4/26/2011	560	0	394	166		0	166
17	ISHARES S&P MIDCAP 400 VALUE	464287705		12/29/2009	1/14/2011	2,122	0	1,746	376		0	376
18	ISHARES S&P MIDCAP 400 VALUE	464287705		12/29/2011	6/8/2011	409	0	413	-4		0	-4
19	ISHARES S&P MIDCAP 400 VALUE	464287705		12/29/2009	6/8/2011	245	0	201	44		0	44
20	ISHARES TR SMALLCAP 600 INDEX FD	464287804		12/29/2009	1/14/2011	4,899	0	3,901	998		0	998
21	ISHARES TR SMALLCAP 600 INDEX FD	464287804		12/29/2009	2/2/2011	700	0	557	143		0	143
22	ISHARES TR SMALLCAP 600 INDEX FD	464287804		12/29/2009	4/26/2011	885	0	669	216		0	216
23	ISHARES TR SMALLCAP 600 INDEX FD	464287804		12/29/2009	6/8/2011	842	0	669	173		0	173
24	LAUDUS MONDRAN INTL FI-INST #294051885Q635		4/24/2011	6/8/2011		1,798	0	1,700	98		0	98
25	AMEX MATERIALS SPDR	81369Y100		7/6/2009	8/9/2011	454	0	348	106		0	106
26	AMEX HEALTH CARE SPDR	81369Y209		7/6/2009	1/14/2011	1,123	0	906	217		0	217
27	AMEX HEALTH CARE SPDR	81369Y209		7/6/2009	2/2/2011	481	0	388	93		0	93
28	AMEX HEALTH CARE SPDR	81369Y209		4/26/2011	6/8/2011	386	0	379	7		0	7
29	AMEX HEALTH CARE SPDR	81369Y209		7/6/2009	6/8/2011	140	0	104	36		0	36
30	AMEX HEALTH CARE SPDR	81369Y209		7/6/2009	10/21/2011	1,054	0	829	225		0	225
31	CONSUMER STAPLES SECTOR SPDR	T81369Y308		7/6/2009	1/14/2011	1,084	0	863	221		0	221
32	CONSUMER STAPLES SECTOR SPDR	T81369Y308		7/6/2009	2/2/2011	290	0	233	57		0	57
33	CONSUMER STAPLES SECTOR SPDR	T81369Y308		7/6/2009	4/26/2011	678	0	513	165		0	165
34	CONSUMER STAPLES SECTOR SPDR	T81369Y308		7/6/2009	6/8/2011	311	0	233	78		0	78
35	AMEX CONSUMER DISCR SPDR	81369Y407		7/6/2009	1/14/2011	2,576	0	1,521	1,055		0	1,055
36	AMEX CONSUMER DISCR SPDR	81369Y407		7/6/2009	4/26/2011	280	0	157	123		0	123
37	AMEX CONSUMER DISCR SPDR	81369Y407		7/6/2009	6/8/2011	383	0	224	159		0	159
38	AMEX ENERGY SELECT SPDR	81369Y506		7/6/2009	1/14/2011	3,658	0	2,357	1,301		0	1,301
39	AMEX ENERGY SELECT SPDR	81369Y506		7/6/2009	8/9/2011	951	0	680	271		0	271
40	AMEX FINANCIAL SELECT SPDR	81369Y605		7/6/2009	2/2/2011	1,412	0	970	442		0	442
41	AMEX FINANCIAL SELECT SPDR	81369Y605		4/26/2011	6/8/2011	370	0	404	-34		0	-34
42	AMEX INDUSTRIAL SPDR	81369Y704		7/6/2009	1/14/2011	2,975	0	1,764	1,211		0	1,211
43	AMEX INDUSTRIAL SPDR	81369Y704		7/6/2009	2/2/2011	549	0	445	182		0	182
44	AMEX INDUSTRIAL SPDR	81369Y704		7/6/2009	6/8/2011	742	0	570	172		0	172
45	AMEX TECHNOLOGY SELECT SPDR	81369Y803		7/6/2009	2/2/2011	319	0	275	44		0	44
46	AMEX TECHNOLOGY SELECT SPDR	81369Y803		2/19/2008	1/14/2011	16,937	0	14,712	2,225		0	2,225
47	AMEX TECHNOLOGY SELECT SPDR	81369Y803		8/20/2008	1/14/2011	11,865	0	10,000	1,865		0	1,865
48	AMEX TECHNOLOGY SELECT SPDR	81369Y803		7/6/2009	1/14/2011	7,458	0	6,945	513		0	513
49	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/26/2011	6/8/2011	1,104	0	1,079	25		0	25
50	AMEX UTILITIES SPDR	81369Y886		7/6/2009	8/9/2011	285	0	170	115		0	115
51	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		2/19/2008	1/14/2011	3,809	0	2,599	1,210		0	1,210
52	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		8/20/2008	1/14/2011	132	0	89	43		0	43
53	VANGUARD INTERMEDIATE TERM B	921937819		7/6/2009	4/26/2011	211	0	142	69		0	69
54	VANGUARD INTERMEDIATE TERM B	921937819		4/26/2011	6/8/2011	627	0	445	182		0	182
55	VANGUARD INTERMEDIATE TERM B	921937819		2/2/2011	6/8/2011	1,019	0	988	31		0	31
56	VANGUARD INTERMEDIATE TERM B	921937819		2/2/2011	8/9/2011	2,952	0	2,800	152		0	152
57	VANGUARD INTERMEDIATE TERM B	921937819		2/2/2011	10/24/2011	3,556	0	3,377	179		0	179
58	VANGUARD BD INDEX FD INC	921937827		12/29/2009	1/14/2011	19,801	0	19,598	203		0	203

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	18,585
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	18,585

STAR BRIGHT FDN
70383500

Security Category	Account #	Cusip	Asset Name	Fed Cost	FMV
Cash	70383500			233.59	233.59
			Total Cash	233.59	233.59
Savings & Temp Inv	70383500	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	13826.21	13826.21
Savings & Temp Inv	70383500	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	4225.46	4225.46
			Total Savings & Temp Inv	18051.67	18051.67
Invest - Corp Bonds	70383500	31359MPF4	FED NATL MTG ASSN 4 375% 9/15/12	25172.07	25728.75
			Total Investment- Corp Bonds	25172.07	25728.75
Invest - Other	70383500	589509108	MERGER FD SH BEN INT #260	9183.55	9021.53
Invest - Other	70383500	693390882	PIMCO FOREIGN BD FD USD H-INST #103	23873.4	23783.48
Invest - Other	70383500	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	5291.68	7115.31
Invest - Other	70383500	81369Y605	AMEX FINANCIAL SELECT SPDR	7421.06	8359
Invest - Other	70383500	81369Y100	AMEX MATERIALS SPDR	919.01	1239.5
Invest - Other	70383500	81369Y803	AMEX TECHNOLOGY SELECT SPDR	8008.04	11096.2
Invest - Other	70383500	81369Y506	AMEX ENERGY SELECT SPDR	5868.73	8226.47
Invest - Other	70383500	81369Y886	AMEX UTILITIES SPDR	686.75	899.5
Invest - Other	70383500	464287804	ISHARES TR SMALLCAP 600 INDEX FD	15678.45	21241.3
Invest - Other	70383500	464287705	ISHARES S&P MIDCAP 400 VALUE	9393.19	10485.24
Invest - Other	70383500	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	22630.69	22456.16
Invest - Other	70383500	464287606	ISHARES S&P MIDCAP 400 GROWTH	8280.87	9873
Invest - Other	70383500	464287465	ISHARES MSCI EAFE	26986.29	28232.1
Invest - Other	70383500	81369Y704	AMEX INDUSTRIAL SPDR	4122.38	6547.5
Invest - Other	70383500	81369Y209	AMEX HEALTH CARE SPDR	4506.29	6036.06
Invest - Other	70383500	81369Y407	AMEX CONSUMER DISCR SPDR	3131.45	5462.8
Invest - Other	70383500	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	14149.46	12731.06
Invest - Other	70383500	262028855	DRIEHAUS ACTIVE INCOME FUND	9102.02	8644.33
Invest - Other	70383500	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	15853.68	12341.96
Invest - Other	70383500	922908553	VANGUARD REIT VIPER	8344.08	14732
Invest - Other	70383500	922042858	VANGUARD MSCI EMERGING MARKETS ETF	14408	15551.47
Invest - Other	70383500	921937827	VANGUARD SHORT TERM BOND ETF	90709.35	92400.12
Invest - Other	70383500	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	13069.43	12700.17
Invest - Other	70383500	921937819	VANGUARD INTERMEDIATE TERM B	31303.2	34179.21
Invest - Other	70383500	76628T645	RIDGEWORTH SEIX HY BD-I #5855	31181.3	29624.04
Invest - Other	70383500	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	19305.48	17033.87
			Total Investments - Other	403407.8	430013.4