



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

For calendar year 2011 or tax year beginning , and ending

Name of foundation: **Campbell Foundation**

Room/suite: **#126**

Number and street (or P O box number if mail is not delivered to street address): **5975 North Federal Highway**

City or town, state, and ZIP code: **Ft. Lauderdale FL 33308**

A Employer identification number: **58-6205065**

B Telephone number (see instructions): **954-493-8822**

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 7,812,403**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	23,648			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	94,462	94,462		
	4 Dividends and interest from securities	315,184	315,184		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	252,224			
	b Gross sales price for all assets on line 6a	2,278,557			
	7 Capital gain net income (from Part IV, line 2)		252,224		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) Stmt 1	-73,704				
12 Total. Add lines 1 through 11	611,814	661,870	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	75,833	28,817		47,016
	14 Other employee salaries and wages	80,698	30,665		50,033
	15 Pension plans, employee benefits	16,560	6,293		10,267
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 2	7,363	2,945		4,418
	c Other professional fees (attach schedule) Stmt 3	48,275	48,275		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 4	5,901	5,901		
	19 Depreciation (attach schedule) and depletion Stmt 5	206			
	20 Occupancy	32,328	12,285		20,043
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 6	31,332	6,625		24,707
	24 Total operating and administrative expenses. Add lines 13 through 23	298,496	141,806	0	156,484
	25 Contributions, gifts, grants paid	479,969			479,969
26 Total expenses and disbursements. Add lines 24 and 25	778,465	141,806	0	636,453	
27 Subtract line 26 from line 12	-166,651				
a Excess of revenue over expenses and disbursements		520,064			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			0		

SCANNED NOV 28 2012

Operating and Administrative Expenses



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	391	691	691
	2 Savings and temporary cash investments	184,486	191,917	191,917
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	6,032	2,712	2,712
	10a Investments—U S and state government obligations (attach schedule) Stmt 7	396,677	396,677	422,484
	b Investments—corporate stock (attach schedule) See Stmt 8	6,957,409	6,963,481	7,194,599
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) See Statement 9	34,664	-69,503	
	14 Land, buildings, and equipment basis ▶ 12,500 Less accumulated depreciation (attach sch) ▶ Stmt 10 12,198	328	302	
15 Other assets (describe ▶ See Statement 11)	3,340	3,340		
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,583,327	7,489,617	7,812,403	
Liabilities	17 Accounts payable and accrued expenses	166	4,838	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	166	4,838	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	55,800	55,800	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	7,527,361	7,428,979		
30 Total net assets or fund balances (see instructions)	7,583,161	7,484,779		
31 Total liabilities and net assets/fund balances (see instructions)	7,583,327	7,489,617		

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	7,583,161
2 Enter amount from Part I, line 27a	2	-166,651
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	7,416,510
5 Decreases not included in line 2 (itemize) ▶ See Statement 12	5	-68,269
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,484,779

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 Worksheet				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]		2 252,224
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 -6,592

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	583,668	8,179,502	0.071357
2009	435,564	6,877,013	0.063336
2008	590,201	8,577,391	0.068809
2007	776,286	10,767,361	0.072096
2006	784,666	10,460,918	0.075009

2 Total of line 1, column (d)	2	0.350607
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.070121
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	8,484,287
5 Multiply line 4 by line 3	5	594,927
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,201
7 Add lines 5 and 6	7	600,128
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	8	636,453

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	5,201
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3 Add lines 1 and 2	3	5,201
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	5,201
6 Credits/Payments		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,711
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	2,261
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	4,972
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	229
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► campbellfoundation.net	13	X	
14	The books are in care of ► William Venuti 5975 North Federal Highway #126 Located at ► Fort Lauderdale	Telephone no ► 954-493-8822 FL ZIP+4 ► 33308		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 13				

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
Kenneth M. Rapkin 5975 N. Fed Hwy Ft. Lauderdale FL 33308	Prog. Office 40.00	80,698	2,200	0

Total number of other employees paid over \$50,000 **0**

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	

Total. Add lines 1 through 3 ▶

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	8,326,801
b	Average of monthly cash balances	1b	286,688
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	8,613,489
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	8,613,489
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	129,202
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,484,287
6	Minimum investment return. Enter 5% of line 5	6	424,214

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	424,214
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,201
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,201
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	419,013
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	419,013
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	419,013

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	636,453
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	636,453
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	5,201
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	631,252

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				419,013
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				275,894
b From 2007				202,514
c From 2008				161,349
d From 2009				97,700
e From 2010				176,134
f Total of lines 3a through e	913,591			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 636,453				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				419,013
e Remaining amount distributed out of corpus	217,440			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,131,031			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	275,894			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	855,137			
10 Analysis of line 9				
a Excess from 2007				202,514
b Excess from 2008				161,349
c Excess from 2009				97,700
d Excess from 2010				176,134
e Excess from 2011				217,440

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed
William Venuti 954-493-8822
5975 N. Federal Highway #126 Ft. Lauderdale FL 33308

b The form in which applications should be submitted and information and materials they should include
See Statement 14

c Any submission deadlines
None

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
See Statement 15

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 list	None Operational	support and	research	479,919
Total				▶ 3a 479,919
b Approved for future payment N/A				
Total				▶ 3b

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

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

OMB No. 1545-0047

2011

Name of the organization

Campbell Foundation

Employer identification number

58-6205065

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

Name of organization Campbell Foundation	Employer identification number 58-6205065
---	--

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Estate of Thomas Todd 5975 N. Federal Hwy Fort Lauderdale FL 33308	\$ 22,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Form **4562**

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2011

Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions. ▶ Attach to your tax return.

Attachment Sequence No **179**

Name(s) shown on return

Campbell Foundation

Identifying number
58-6205065

Business or activity to which this form relates

Indirect Depreciation

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	▶ 13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	55

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	151
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	206
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2011)

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2011**

For calendar year 2011, or tax year beginning

, and ending

Name

Employer Identification Number

Campbell Foundation**58-6205065**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) DFA Emerging Mkts Port	P	Various	01/19/11
(2) DFA One Year Fixed	P	Various	Various
(3) DFA US Large Cap Value	P	12/26/03	10/11/11
(4) DFA US Large Co Inst	P	12/26/03	Various
(5) DFA US Small Cap Value	P	12/26/03	01/19/11
(6) Blackrock Build America Bond Trust	P	05/13/11	05/19/11
(7) Nuveen Build America Bond Fund	P	07/09/10	05/19/11
(8) Gabelli Global Gold Nat Res & Income	P	04/29/10	05/19/11
(9) ING Infrastructure Industrials & Mat	P	01/26/10	02/23/11
(10) Eaton Vance Risk-Managed Diversified	P	03/08/10	01/25/11
(11) Eaton Vance Risk-Managed Diversified	P	11/10/10	01/26/11
(12) Linn Energy LLC Common Units	P	03/08/10	01/25/11
(13) Western Asset Global Corp	P	02/03/10	01/25/11
(14) Western Asset Global Corp	P	02/03/10	01/26/11
(15) AGIC Convertible & Incm Fd II	P	01/08/09	01/25/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 24,975		10,318	14,657
(2) 269,925		270,388	-463
(3) 59,975		56,184	3,791
(4) 104,950		94,152	10,798
(5) 49,975		44,472	5,503
(6) 3		3	
(7) 17		18	-1
(8) 6		6	
(9) 147,177		135,520	11,657
(10) 28,435		33,032	-4,597
(11) 8		8	
(12) 12,240		8,763	3,477
(13) 612		642	-30
(14) 7		8	-1
(15) 63,845		34,129	29,716

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

(i) FMV 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))
(1)			14,657
(2)			-463
(3)			3,791
(4)			10,798
(5)			5,503
(6)			
(7)			-1
(8)			
(9)			11,657
(10)			-4,597
(11)			
(12)			3,477
(13)			-30
(14)			-1
(15)			29,716

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2011**

For calendar year 2011, or tax year beginning

, and ending

Name

Employer Identification Number

Campbell Foundation**58-6205065**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) AGIC Convertible & Incm Fd II	P	02/09/09	01/26/11
(2) Barclays Bank PLC 8.125%	P	01/08/09	01/25/11
(3) CBS Corp 6.75% PFD	P	01/08/09	01/25/11
(4) Calamos Convertible Opportunities	P	01/08/09	01/25/11
(5) Corts Tr 1 For AIG 6.7%	P	01/08/09	01/25/11
(6) Deutsche Bank Contingent 7.6%	P	01/08/09	01/25/11
(7) Energy Transfer Partners LP	P	01/08/09	01/25/11
(8) Enerplus Corporation	P	01/08/09	01/25/11
(9) Fannie Mae 8.25%	P	11/05/09	02/09/11
(10) Fannie Mae 8.25%	P	11/06/09	02/09/11
(11) General Elec Cap Corp 6.625%	P	01/08/09	01/25/11
(12) Hatteras Financial Corp	P	01/08/09	01/25/11
(13) ING GNMA Income Fund Cl I	P	01/08/09	01/25/11
(14) ING Risk Managed Natural Resource Fd	P	01/08/09	01/25/11
(15) JP Morgan Chase & Co. 8.625%	P	01/08/09	01/25/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 5		2	3
(2) 9,454		6,908	2,546
(3) 47,761		30,400	17,361
(4) 42,746		28,915	13,831
(5) 49,720		25,200	24,520
(6) 8,705		6,297	2,408
(7) 11,633		8,140	3,493
(8) 10,151		7,008	3,143
(9) 5,490		3,276	2,214
(10) 9,151		5,456	3,695
(11) 1,409		1,329	80
(12) 44,701		42,588	2,113
(13) 30,552		30,000	552
(14) 18,392		13,571	4,821
(15) 33,069		29,929	3,140

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

(i) FMV 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))
(1)			3
(2)			2,546
(3)			17,361
(4)			13,831
(5)			24,520
(6)			2,408
(7)			3,493
(8)			3,143
(9)			2,214
(10)			3,695
(11)			80
(12)			2,113
(13)			552
(14)			4,821
(15)			3,140

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2011**

For calendar year 2011, or tax year beginning

, and ending

Name

Employer Identification Number

Campbell Foundation**58-6205065**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) LMP Real Estate Income Fd	P	01/08/09	01/25/11
(2) Linn Energy LLC	P	01/08/09	01/25/11
(3) Lord Abbett Bond Debenture Fd	P	01/08/09	01/25/11
(4) Magellan Midstream Partners LP	P	01/08/09	01/25/11
(5) Powershares Exch-Traded Fd	P	04/02/09	01/25/11
(6) Suburban Propane Partners LP	P	01/08/09	01/25/11
(7) Wachovia Cap Tr IX 6.375%	P	01/08/09	01/25/11
(8) Wells Fargo Advantage Income Oppor	P	01/08/09	01/25/11
(9) Wells Fargo Advantage Income Oppor	P	02/09/09	01/25/11
(10) Wells Fargo Advantage Income Oppor	P	02/09/09	01/26/11
(11) Western Asset Global Corp Defined	P	11/23/09	01/25/11
(12) Axis Capital Holdings PFD	P	01/25/11	06/13/11
(13) Chorus Ltd Shs ADR	P	01/25/11	12/13/11
(14) HSBC Hldgs PLC	P	01/25/11	07/14/11
(15) Solar Capital Ltd	P	01/25/11	05/24/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 50,064		22,532	27,532
(2) 73,248		29,778	43,470
(3) 19,000		15,190	3,810
(4) 28,696		17,160	11,536
(5) 22,645		13,005	9,640
(6) 21,049		12,967	8,082
(7) 37,991		30,086	7,905
(8) 46,398		30,883	15,515
(9) 718		514	204
(10) 3		2	1
(11) 90,005		100,000	-9,995
(12) 31,867		31,087	780
(13) 8,123		7,325	798
(14) 31,032		30,991	41
(15) 37,117		36,843	274

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

(i) FMV 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))
(1)			27,532
(2)			43,470
(3)			3,810
(4)			11,536
(5)			9,640
(6)			8,082
(7)			7,905
(8)			15,515
(9)			204
(10)			1
(11)			-9,995
(12)			780
(13)			798
(14)			41
(15)			274

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2011**

For calendar year 2011, or tax year beginning

, and ending

Name

Employer Identification Number

Campbell Foundation**58-6205065**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) Ishares MSCI Australia	P	01/25/11	05/24/11
(2) Ishares MSCI CDA Indx Fd	P	01/25/11	05/24/11
(3) Powershares Global Agriculture	P	01/25/11	05/24/11
(4) Barclays Bk PLC	P	01/25/11	05/24/11
(5) Nuveen Energy MLP	P	02/23/11	07/05/11
(6) Lord Abbett Floating Rate Fund Cl F	P	01/26/11	05/24/11
(7) Williams Comm Grp Escrow Bonds	P	01/31/01	08/16/11
(8) Dominion Resources Series A Jr Sub	P	06/10/09	06/06/11
(9) Powershares Fin PDF	P	03/04/09	10/12/11
(10) Powershares Global Exchange Traded	P	03/31/10	10/12/11
(11) Hatteras Finl Corp	P	01/08/09	10/12/11
(12) Lincoln National Cor Cld Capital	P	04/12/06	07/07/11
(13) Renaissancere Hldgs Ltd.	P	03/16/04	11/11/11
(14) Visa Inc Cl A	P	03/18/08	06/01/11
(15) Leucadia Natl Corp (Cash in Lieu)	P	08/16/11	10/12/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 19,492		18,509	983
(2) 19,470		18,548	922
(3) 18,403		18,446	-43
(4) 19,196		18,583	613
(5) 140,061		150,000	-9,939
(6) 14,936		15,000	-64
(7) 15		95,508	-95,493
(8) 145,497		125,000	20,497
(9) 68,055		39,278	28,777
(10) 56,092		56,733	-641
(11) 28,510		31,903	-3,393
(12) 50,000		50,000	
(13) 73,499		75,000	-1,501
(14) 16,000		8,800	7,200
(15) 658			658

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

(i) FMV 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))
(1)			983
(2)			922
(3)			-43
(4)			613
(5)			-9,939
(6)			-64
(7)			-95,493
(8)			20,497
(9)			28,777
(10)			-641
(11)			-3,393
(12)			
(13)			-1,501
(14)			7,200
(15)			658

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2011

For calendar year 2011, or tax year beginning

, and ending

Name **Campbell Foundation**

Employer Identification Number

58-6205065

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 25,628			25,628
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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

(i) FMV 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))
(1)			25,628
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

CAMPBELL FOUNDATION 2011 FUNDING REPORT

<u>DATE</u>	<u>GRANTEE/ADDRESS</u>	<u>AMOUNT</u>	<u>GRANT PURPOSE</u>
05/11	University of Miami School of Medicine Miami, FL 33160 Dr. Micheline McCarthy, Principal Investigator	\$32,919	Research Grant Public Charity
05/11	AIDS Alabama Birmingham, AL 35222 Ms. Kathie Hiers, Executive Director	\$25,000	Operational Support Public Charity
07/11	Pennsylvania State University University Park, PA 16802 Dr. K. Sandeep Prabhu, Principal Investigator	\$60,000	Research Grant Public Charity
08/11	University of California, Davis Davis, CA 95161 Dr. Byeonwoon Song, Principal Investigator	\$77,000	Research Grant Public Charity
09/11	Popcorn Park Zoo Forked River, NJ 08731	\$50	Operational Support Public Charity
10/11	UCLA School of Medicine Los Angeles, CA 90035 Dr. Jordan Lake, Principal Investigator	\$85,000	Research Grant Public Charity
11/11	UCLA School of Medicine Los Angeles, CA 90035 Dr. Kara Chew, Principal Investigator	\$20,000	Research Grant Public Charity
12/11	AMFAR New York, NY 10013 Mr. Eric Muscatell, Director of Philanthropy	\$50,000	Operational Support Public Charity
12/11	Aid for AIDS New York, NY 10013 Mr. Jesus Aguais, Executive Director	\$5,000	Operational Support Public Charity
12/11	Aids Help Key West Key West, FL 33040 Mr. Joe Pais, Deputy Director	\$5,000	Operational Support Public Charity
12/11	American Academy of HIV Medicine Washington, DC 20036 Mr. Jim Friedman, Executive Director	\$5,000	Operational Support Public Charity
12/11	Broward House Fort Lauderdale, FL 33316 Mr. Angelo Castillo, President	\$5,000	Operational Support Public Charity

<u>DATE</u>	<u>GRANTEE/ADDRESS</u>	<u>AMOUNT</u>	<u>GRANT PURPOSE</u>
12/11	CAP of Palm Beach West Palm Beach, FL 33406 Ms. Yolette Bonnet, Executive Director	\$15,000	Operational Support Public Charity
12/11	Caracole Cincinnati, OH 45237 Ms. Linda Seiter, Executive Director	\$5,000	Operational Support Public Charity
12/11	Care Resource Miami Miami, FL 33137 Mr. Rick Siclari, Executive Director	\$15,000	Operational Support Public Charity
12/11	Children's Diagnostic & Treatment Center Fort Lauderdale, FL 33316 Dr. Susan Widmayer, Administrator	\$5,000	Operational Support Public Charity
12/11	Clinical Directors Network New York, NY 10018 Dr. Jonathan Tobin, President	\$5,000	Operational Support Public Charity
12/11	Comprehensive Care Center, NBHD Fort Lauderdale, FL 33311 Ms. Claudette Grant, Executive Director	\$5,000	Operational Support Public Charity
12/11	Frannie Peabody Center Portland, ME 04101 Mr. Ed Corley, Executive Director	\$5,000	Operational Support Public Charity
12/11	Hispanic Unity of Florida Hollywood, FL 33021 Mr. Corey Lewis, Chief Development Officer	\$5,000	Operational Support Public Charity
12/11	Island Coast AIDS Network Fort Myers, FL 33901 Ms. Carolyn Moore, Executive Director	\$5,000	Operational Support Public Charity
12/11	Jerusalem House Atlanta, GA 30318 Mr. Charles Frew, Executive Director	\$5,000	Operational Support Public Charity
12/11	McGregor Clinic Fort Myers, FL 33901 Ms. Sharon Murphy, Executive Director	\$5,000	Operational Support Public Charity
12/11	Open Hand - Atlanta Atlanta, GA 30324 Mr. Stephen Woods, Executive Director	\$5,000	Operational Support Public Charity
12/11	Poverello Center, Inc. Wilton Manors, FL 33305 Father William Collins, Director	\$5,000	Operational Support Public Charity

<u>DATE</u>	<u>GRANTEE/ADDRESS</u>	<u>AMOUNT</u>	<u>GRANT PURPOSE</u>
12/11	South Beach AIDS Project Miami Beach, FL 33139 Mr. Charles Marten, Executive Director	\$5,000	Operational Support Public Charity
12/11	Tuesday's Angels, Inc. Fort Lauderdale, FL 33304 Mr. Mike Ross, Vice President	\$15,000	Operational Support Public Charity
12/11	Wellness Center of South Florida Fort Lauderdale, FL 33334 Ms. Heidi Andrus, Executive Director	\$5,000	Operational Support Public Charity

2011 TOTAL FUNDING: \$479,969

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Misc Inc-Merrill Lynch	\$ 319	\$	\$
Partnership Income-Calumet	4		
Partnership Loss-Magellan	-14,587		
Partnership Loss-Plains All	-185		
Partnership Loss-Suburban	-12,227		
Partnership Loss-Kinder Morga	-4,802		
Partnership Loss-Energy Trnsf	-9,055		
Partnership Loss-Merrill Lync	-10,276		
Partnership Loss-Linn Energy	-22,895		
Total	\$ -73,704	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting	\$ 7,363	\$ 2,945	\$	\$ 4,418
Total	\$ 7,363	\$ 2,945	\$ 0	\$ 4,418

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Investment management fees	\$ 48,275	\$ 48,275	\$	\$
Total	\$ 48,275	\$ 48,275	\$ 0	\$ 0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Tax based on investment income	\$ 2,710	\$ 2,710	\$	
Foreign tax paid	3,191	3,191		
Total	\$ 5,901	\$ 5,901	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation

Description	Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Desks (2)	2/01/97	\$ 50	\$ 50	200DB	7	\$	\$	\$
Chairs (4)	2/01/97	40	40	200DB	7			
Filing Cabinets (4)	2/01/97	40	40	200DB	7			
Bookcases	2/01/97	75	75	200DB	7			
Typewriter	2/01/97	25	25	200DB	7			
Macintosh Computers (2)	2/01/97	1,400	1,400	200DB	5			
Desk Chair	10/02/98	374	374	200DB	7			
Mackintosh Computer	3/08/00	1,779	1,779	200DB	5			
MITA 1810F Copier	5/22/00	4,912	4,912	S/L	7			
Alarm for Security System	8/01/05	300	288	S/L	7			12
Imax Computer	8/15/05	1,770	1,770	S/L	5			
Epson Stylus Scanner	5/16/05	132	132	S/L	5			

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
12/13/07	Computer	\$ 1,277	\$ 1,015	200DB	5	\$ 140	\$	\$
1/12/07	Office F&F	126	92	200DB	7	11		
4/15/11	2 Filing cabinets	200		200DB	7	43		
Total		\$ 12,500	\$ 11,992			\$ 206	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	
Bank charges	73			
Dues and subscriptions	2,288	869		1,419
Equipment lease	889	338		551
Board of Directors Expense	9,216	3,502		5,714
Insurance	10,586			10,586
Office expense and supplies	1,455	553		902
Postage	785			785
Repairs and maintenance	3,396	1,290		2,106
Stationary and printing	2,644			2,644
Total	\$ 31,332	\$ 6,625	\$ 0	\$ 24,707

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Federal Hm Ln Bank 4.875%	\$ 199,535	199,535	Cost	\$ 216,654
Federal Natl Mtg Assn 4.375%	197,142	197,142	Cost	205,830
Total	\$ 396,677	396,677		\$ 422,484

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AGIC Convertible & Incm Fd II	\$ 34,132		Cost	\$ 51,062
Allianz SE 8.375%	50,000	50,000	Cost	36,504
American Cap Agy Corp		37,203	Cost	28,728
Annaly Capital Management Inc.	31,179	31,179	Cost	28,888
Anworth Mtg Asset Co	35,699	35,699	Cost	10,048
Anworth Mtg Asset Co	11,330	11,330	Cost	16,100
Apollo Investment Corp		27,473	Cost	14,168
Apollo Investment Corp		17,487	Cost	1,932
Apollo Investment Corp		2,385	Cost	78,749
AQR Diversified	50,000	80,000	Cost	19,656
AT&T Inc.		18,608	Cost	53,500
AT&T, Inc. 6.375% 2/15/12	50,000	50,000	Cost	25,452
BAC Capital Trust XII		30,992	Cost	26,959
Barclays Bank PLC 8.125%	29,499	22,591	Cost	55,894
Blackrock Build America Bond Trust	50,593	52,109	Cost	25,806
Blackrock Ecosolutions Investment Tr		37,202	Cost	31,052
Blackrock Energy and Resrc Trust		37,059	Cost	44,750
Blackrock Intl Growth & Income Tr		106,424	Cost	21,370
BP PLC Spon ADR	113,518	18,995	Cost	12,822
BP PLC Spon ADR		10,917	Cost	8,548
BP PLC Spon ADR		7,278	Cost	25,197
Bristol-Myers Squibb Co.		18,524	Cost	28,150
Calamos Conv & Hi Inc Fd	29,384	28,034	Cost	29,200
Calamos Conv Opp Inc Fd		29,699	Cost	26,208
Calamos GLB Dynmc Incm Fd		31,038	Cost	
Calumet Specialty Products Inc.				

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CBRE Clarion Global Real Estate Inc	\$	\$	Cost	\$
CBS Corp 6.75% PFD	50,000	38,479	Cost	34,200
CBS Corp 6.75% PFD	30,400	50,000	Cost	50,820
Cellcom Israel Ltd-USD	22,750	22,750	Cost	13,182
Cellcom Israel Ltd-USD		5,796	Cost	3,042
Citigroup Cap XII Trups 8.5%	62,500	62,500	Cost	62,900
Comcast Corp 6.625%	47,500	47,500	Cost	52,180
Constellation Energy GRP 8.625%	62,500	62,500	Cost	67,850
Corts for Unumprovident	100,000	100,000	Cost	103,720
Corts Tr for US West Comm Debs	34,662	34,662	Cost	37,696
Corts Tr I for AIG 6.7%	25,200		Cost	
CRH PLC ADR		39,436	Cost	39,640
CRH PLC ADR		26,685	Cost	29,730
DB Cont Cap Trust III		22,409	Cost	26,172
Deutsche Bank Cap Fndg		28,354	Cost	28,125
Duetsche Bank Contingent 7.6%		29,889	Cost	25,956
Deutsche Bank 7.6%	29,889		Cost	
DFA Emerging Markets	28,706	137,112	Cost	130,438
DFA Emerging Mkts Small Cap	69,639	82,283	Cost	123,067
DFA Emerging Mkts Value	79,566	61,342	Cost	112,861
DFA Global Real Estate	59,308	226,773	Cost	344,894
DFA Intl Core	226,773	383,082	Cost	500,118
DFA Intl Vector Eqty	333,082	151,585	Cost	210,277
DFA US Large Cap Value	151,585	657,697	Cost	714,773
DFA US Large Co Portfolio	702,866	612,722	Cost	711,606
DFA US Micro Cap Portfolio	698,040	303,747	Cost	294,348
DFA One Year Fixed	294,892	29,612	Cost	29,519
DFA US Small Cap Value Portfolio	200,000	354,854	Cost	337,411
DFA US Small Cap Value Portfolio	390,327		Cost	
Dominion Res 8.375%	125,000		Cost	
Duff & Phelps Util&Corp		11,316	Cost	12,040
Eaton Vance Risk-Managed Diversified	35,647		Cost	
Eaton Vance Strategic Income Fund		14,998	Cost	14,431
Eaton Vance Tax-Managed Global Diver		38,950	Cost	33,000
Energý Transfer Partners LP	20,178	21,645	Cost	26,822
Enerplus Resources Fund	28,361	21,353	Cost	24,687
Fannie Mae 8.25%	8,732		Cost	
Gabelli Global Gold Nat Res & Income	99,098	99,092	Cost	74,543

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GE Capital 6%	\$ 50,000	50,000	Cost	\$ 51,740
GE Cap Corp 6.625%	24,653	23,324	Cost	25,418
Genworth Financial Inc 7.7%		48,375	Cost	47,525
Hatteras Financial Corp	78,440	3,949	Cost	3,692
Hatteras Financial Corp	34,209	34,209	Cost	35,863
Ing Global Equity Div & Prem Op Fd	109,234	135,344	Cost	82,987
Ing Global Equity Div & Prem Op Fd	24,308		Cost	
Ing GNMA Income Fd	30,000		Cost	
Ing Groep NV		62,608	Cost	49,290
Ing Groep NV		7,130	Cost	6,572
Ing Groep NV		28,576	Cost	26,288
Ing Infrastructure Industrials & Mat	148,000		Cost	
Ing Risk Managed Natural Res Fnd	46,032	27,635	Cost	27,360
Ishares S&P Global Infrastructure		18,538	Cost	17,099
Jones Grp/App Grp Hldg		49,476	Cost	45,000
JP Morgan Chase & Co.	39,310	39,310	Cost	33,250
JP Morgan Chase & Co 8.625%	29,929		Cost	
Kinder Morgan Energy Partners LP		24,700	Cost	28,883
Koninkl Phil E NY SH		17,836	Cost	20,950
Lincoln Natl Corp Ind. 6.75%	50,000		Cost	
Linn Energy LLC	72,194	22,182	Cost	30,707
Linn Energy LLC		33,648	Cost	49,283
LMP Real Estate Inc Fnd	24,715		Cost	
Lord Abbett Bond Deb Fund	30,000	14,809	Cost	17,822
Magellan Midstream Partners, LP	24,578	11,055	Cost	23,075
Merrill Lynch Capital 6.45%	50,000	50,000	Cost	37,200
Merrill Lynch Capital Tr I		26,634	Cost	27,900
MGM Mirage Inc		49,230	Cost	47,625
Morgan Stanley Cap Tr. 6.45%	125,000	125,000	Cost	108,800
Nokia Corp 5.375%		48,372	Cost	50,457
Nuveen Build America Bond Fund	60,731	60,713	Cost	62,329
Nuveen Equity Prem Opp Fnd	24,741	27,373	Cost	33,575
Pengrowth Energy Corp Co		24,650	Cost	20,428
Petroleo Bras SA ADR		14,770	Cost	11,745
Petroleo Bras SA ADR		12,115	Cost	11,745
Pfizer Inc		9,990	Cost	10,820
Pfizer Inc		8,708	Cost	10,820

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Pimco Commodity Real Ret Strat Fd	\$ 324,962	395,550	Cost	\$ 254,424
Pimco High Yield Fund	258,403	258,678	Cost	242,559
Plains All American Pipeline	31,274	34,218	Cost	44,070
Powershares CEF Income Composite		37,203	Cost	34,560
Powershares Exchg-Traded FD	73,770		Cost	
Powershares Exchg-Traded FD	30,920	31,005	Cost	31,214
Powershares Exchg-Traded FD	112,583		Cost	
Powershares Fin PFD		52,081	Cost	
Powershares Global Exchange Traded		55,757	Cost	48,360
Protective Life Corp Capital		31,261	Cost	54,760
Renaissance Hldgs 6.08%	75,000		Cost	31,676
Seadrill Ltd.		30,680	Cost	31,853
Southern Copper Corp		15,375	Cost	15,090
Southern Copper Corp		13,935	Cost	15,090
SPDR Gold Tr Gold Shrs	21,789	13,073	Cost	22,799
Suburban Propane Partners, LP	50,871	51,377	Cost	55,942
Suntrust Capital IX		30,909	Cost	30,360
Teekay Offshore Partners LP		24,724	Cost	23,541
Telecom C NW Zlnd SPN ADR		23,564	Cost	28,245
Telephone & Data Sys 6.875%	100,000	100,000	Cost	106,560
Viacom Inc. 6.85%		31,129	Cost	30,371
Visa, Inc. Com	17,600	8,800	Cost	20,306
Vodafone Gropec PLC SP ADR		18,569	Cost	18,220
Wachovia Cap Trust IX 6.375%	30,086		Cost	
Wells Fargo & Co New	23,985	23,985	Cost	27,560
Wells Fargo Advantage Income Opp Fd	31,399		Cost	
Western Asset Global Corp	100,650		Cost	
Williams Comm Group Inc Escrow 10.70	95,508		Cost	
Total	\$ 6,957,409	\$ 6,963,481		\$ 7,194,599

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Miscellaneous securities adjustments	\$ 34,664		Cost	\$
Partnership cost basis adjustments		-69,503	Cost	
Total	\$ 34,664	\$ -69,503		\$ 0

Statement 10 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Buildings & Equipment	\$ 328	\$ 12,500	\$ 12,198	\$
Total	\$ 328	\$ 12,500	\$ 12,198	\$ 0

Federal Statements**Statement 11 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
Utility and Rent Deposits	\$ 3,340	\$ 3,340	\$
Total	\$ 3,340	\$ 3,340	\$ 0

Statement 12 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
Cumulative reconciliation of partnership activity	\$ -57,326
2011 nondeductible items from partnership entities	-10,943
Total	\$ -68,269

Federal Statements

Statement 13 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Frederick R. MacLean 5975 N. Federal Hwy Ft. Lauderdale FL 33308	Director	2.00	0	0	0
Robert H. Samuels 5975 N. Federal Hwy Ft. Lauderdale FL 33308	Director	2.00	0	0	0
Corklin R. Steinhart, MD 5975 N. Federal Hwy Ft. Lauderdale FL 33308	Director	2.00	0	0	0
Patricia M. Whetstone-Folz 5975 N. Federal Hwy Ft. Lauderdale FL 33308	Director	2.00	0	0	0
George B. Miller 5975 N. Federal Hwy Ft. Lauderdale FL 33308	Director	2.00	0	0	0
William Venuti 5975 N. Federal Hwy Ft. Lauderdale FL 33308	Director	40.00	63,333	13,500	0
Thomas Todd 5975 N. Federal Highway Fort Lauderdale FL 33308	Trustee	40.00	12,500	500	0

Statement 14 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

Typewritten request with brief outline of purpose of request.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

None

Statement 15 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

Requests are generally limited to non-profit medical research in HIV/AIDS immunology and related conditions.

Federal Statements**Statement 16 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue**

<u>Description</u>	<u>Business Code</u>	<u>Unrelated Amount</u>	<u>Exclusion Code</u>	<u>Exclusion Amount</u>	<u>Related Income</u>
Misc Inc-Merrill Lynch		\$	18	\$ 319	\$
Partnership Income-Calumet			15	4	
Partnership Loss-Magellan			15	-14,587	
Partnership Loss-Plains All			15	-185	
Partnership Loss-Suburban			15	-12,227	
Partnership Loss-Kinder Mor			15	-4,802	
Partnership Loss-Energy Trn			15	-9,055	
Partnership Loss-Merrill Ly			15	-10,276	
Partnership Loss-Linn Energ			15	-22,895	
Total		\$ <u>0</u>		\$ <u>-73,704</u>	\$ <u>0</u>