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Form 990-PF

Return of Private Foundation

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

2011

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

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

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

Name of foundation
CONSOLIDATED ANTI-AGING FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) 2390 TAMAMI TRAIL NORTH
ROOM/SUITE 204

City or town, state, and ZIP code
NAPLES, FL 34103

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) **\$ 7,508,213**

J Accounting method Cash Accrual
 Other (specify) (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 page 11 of the 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	30,965	30,965		
4	Dividends and interest from securities.	125,056	125,056		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	344,772			
b	Gross sales price for all assets on line 6a <u>2,688,767</u>				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	2,689	2,689		
12	Total. Add lines 1 through 11	503,482	158,710		

Revenue	13 Compensation of officers, directors, trustees, etc			
	14 Other employee salaries and wages			
15	Pension plans, employee benefits			
16a	Legal fees (attach schedule)	7,777	7,777	
b	Accounting fees (attach schedule)			
c	Other professional fees (attach schedule)	286,414	151,414	135,000
17	Interest			
18	Taxes (attach schedule) (see page 14 of the instructions)	1,639	1,639	
19	Depreciation (attach schedule) and depletion			
20	Occupancy			
21	Travel, conferences, and meetings			
22	Printing and publications			
23	Other expenses (attach schedule)	477	477	
24	Total operating and administrative expenses.			
	Add lines 13 through 23	296,307	161,307	135,000
25	Contributions, gifts, grants paid	210,000		210,000
26	Total expenses and disbursements. Add lines 24 and 25	506,307	161,307	345,000
27	Subtract line 26 from line 12			
a	Excess of revenue over expenses and disbursements	-2,825		
b	Net investment income (if negative, enter -0-)		0	
c	Adjusted net income (if negative, enter -0-)			

	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	100	100	100	
	2 Savings and temporary cash investments	1,772,328	1,657,437	1,657,437	
	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 page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	4,947,606	5,209,672	5,850,676	
	c Investments—corporate bonds (attach schedule)	150,000			
	11 Investments—land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►					
12 Investments—mortgage loans					
13 Investments—other (attach schedule)					
14 Land, buildings, and equipment basis ►					
Less accumulated depreciation (attach schedule) ►					
15 Other assets (describe ►)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,870,034	6,867,209	7,508,213		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)			0	
	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	9,610,690			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	-2,740,656	6,867,209		
	30 Total net assets or fund balances (see page 17 of the instructions)	6,870,034	6,867,209		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,870,034	6,867,209			
Net Assets or Fund Balances					

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	6,870,034
2	Enter amount from Part I, line 27a		2	-2,825
3	Other increases not included in line 2 (itemize) ►		3	
4	Add lines 1, 2, and 3		4	6,867,209
5	Decreases not included in line 2 (itemize) ►		5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30		6	6,867,209

Part IV Capital Gains and Losses for Tax on Investment Income

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 page 18 of 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	467,525	7,780,568	0 060089
2009	5,342	7,282,305	0 000734
2008	579,216	8,445,562	0 068582
2007	485,885	10,181,220	0 047724
2006	546,988	10,480,713	0 052190
2	Total of line 1, column (d).	2	0 229319
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 045864
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	7,684,032
5	Multiply line 4 by line 3.	5	352,420
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	352,420
8	Enter qualifying distributions from Part XII, line 4.	8	345,000

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	0
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	
3	Add lines 1 and 2.	3	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	6,000
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 <input type="checkbox"/>	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	10	6,000
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 3,000 Refunded <input type="checkbox"/>	11	3,000

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?	1a	No
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)?	1b	No
<i>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.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	
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? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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? <i>If "No," attach explanation.</i>	8b	Yes
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 on page 27)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►WWW.GUIDESTAR.ORG	13	Yes	
14	The books are in care of ►CHARLES KELLY JR Located at ►2390 TAMiami TRAIL NORTH 204 NAPLES FL	Telephone no ►(239) 261-3453 ZIP+4 ►34103		
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► 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). ► 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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? ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2b	
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 page 20 of the instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <input checked="" type="checkbox"/> No	3b	
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).		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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	No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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 page 22 of the instructions). . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>5b</p>
<p>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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p>	
<p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i></p>	
<p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p>	<p>6b</p> <p>No</p>
<p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	
<p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p>7b</p>

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 page 22 of the instructions)

List all officials, directors, trustees, foundation managers and their compensation (see page 22 of the 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
ROBIN ROSS 	CO-TRUSTEE 20 00	0	0	
1796 A BALD EAGLE DR NAPLES, FL 34103				
CHERYL ROSS 	CO-TRUSTEE 20 00	0	0	
1796 A BALD EAGLE DR NAPLES, FL 34103				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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				

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 page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 23 of the 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 page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities.	1a	7,776,048
b Average of monthly cash balances.	1b	25,000
c Fair market value of all other assets (see page 24 of the instructions).	1c	0
d Total (add lines 1a, b, and c).	1d	7,801,048
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	7,801,048
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	117,016
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,684,032
6 Minimum investment return. Enter 5% of line 5.	6	384,202

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1 Minimum investment return from Part X, line 6.	1	384,202
2a Tax on investment income for 2011 from Part VI, line 5.	2a	
b Income tax for 2011 (This does not include the tax from Part VI).	2b	
c Add lines 2a and 2b.	2c	
3 Distributable amount before adjustments Subtract line 2c from line 1.	3	384,202
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4.	5	384,202
6 Deduction from distributable amount (see page 25 of the instructions).	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	384,202

Part XII Qualifying Distributions (see page 25 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	345,000
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	345,000
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 page 26 of the instructions).	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4.	6	345,000

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				384,202
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			49,961	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 345,000				
a Applied to 2010, but not more than line 2a			49,961	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2011 distributable amount.				295,039
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				89,163
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.				
c Excess from 2009.				
d Excess from 2010.				
e Excess from 2011.				

Part XIV Private Operating Foundations (see page 27 of the 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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	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				
MCLEAN HOSPITAL MCLEAN HOSPITAL 115 MILL STREET 115 MILL STREET BELMONT, MA 02478	NONE		CONTRIBUTION	120,000
MICHAEL J FOX FOUNDATION MICHAEL J FOX FOUNDATION P O BOX 780 P O BOX 780 NEW YORK, NY 10008	NONE		CONTRIBUTION	90,000
Total			► 3a	210,000
b Approved for future payment				
Total			► 3b	

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 page 28 of the instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1	Program service revenue				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
2	Membership dues and assessments.				
3	Interest on savings and temporary cash investments				30,965
4	Dividends and interest from securities.				125,056
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				344,772
9	Net income or (loss) from special events				
10	Gross profit or (loss) from sales of inventory.				
11	Other revenue a PLAINS ALL AMERICAN K-1				1,418
b	PLAINS ALL AMERICAN OTHER				1,271
c					
d					
e					
12	Subtotal Add columns (b), (d), and (e).				503,482
13	Total. Add line 12, columns (b), (d), and (e).				503,482

(See worksheet in line 13 instructions on page 28 to verify calculations)

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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
3	THE FOUNDATION RELIES SOLELY ON INVESTMENT INCOME TO
4	THE FOUNDATION RELIES SOLELY ON INVESTMENT INCOME TO
8	THE FOUNDATION RELIES SOLELY ON INVESTMENT INCOME TO
11B	THE FOUNDATION RELIES SOLELY ON INVESTMENT INCOME TO
11C	THE FOUNDATION RELIES SOLELY ON INVESTMENT INCOME TO

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?

a Transfers from the reporting foundation to a noncharitable exempt organization or

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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	
<p>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 or fiduciary) is based on all information of which preparer has any knowledge.</p> <p>*****</p> <p>Signature of officer or trustee</p>				
		2012-03-09	*****	
		Date	Title	
<p>Sign Here</p> <p>Paid Preparer's Use Only</p>	<p>Preparer's Signature</p> <p>CHARLES M KELLY JR</p>		Date	
			2012-03-21	Check if self-employed <input type="checkbox"/>
	<p>Firm's name</p> <p>KELLY PASSIDOMO & ALBA LLP</p> <p>2390 TAMiami TRAIL NORTH SUITE 204</p>		Firm's EIN <input type="checkbox"/>	
	<p>Firm's address</p> <p>NAPLES, FL 34103</p>		Phone no (239) 261-3453	

May the IRS discuss this return with the preparer shown above? See instructions Yes No

Additional Data

Software ID:

Software Version:

EIN: 65-6222748

Name: CONSOLIDATED ANTI-AGING FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

TY 2011 Compensation Explanation

Name: CONSOLIDATED ANTI-AGING FOUNDATION

EIN: 65-6222748

Person Name	Explanation
ROBIN ROSS	
CHERYL ROSS	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Gain/Loss from Sale of Other Assets Schedule

Name: CONSOLIDATED ANTI-AGING FOUNDATION

EIN: 65-6222748

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ISHARES TR RUSSELL 1000 189SH	2011-07	PURCHASE	2011-12		11,567	12,540			-973	
BARCLAYS BK PLC 58SH	2010-03	PURCHASE	2011-02		2,837	2,312			525	
BARCLAYS BK PLC 146SH	2010-03	PURCHASE	2011-12		5,977	5,820			157	
ISHARES MSCI EAFE INDEX 639SH	2007-03	PURCHASE	2011-12		34,948	46,988			-12,040	
ISHARES TR S&P INDEX 2355SH	2003-11	PURCHASE	2011-12		302,745	248,207			54,538	
SPDR S&P SMALL CAP 162SH	2007-12	PURCHASE	2011-02		5,108	5,458			-350	
VANGUARD MID CAP ET 637SH	2009-07	PURCHASE	2011-12		47,405	29,927			17,478	
VANGUARD REIT 426SH	2009-07	PURCHASE	2011-12		24,201	13,051			11,150	
VANGUARD SMALL CAP ET 675SH	2009-07	PURCHASE	2011-12		48,887	31,056			17,831	
VANGUARD TOT BD ET 170SH	2009-07	PURCHASE	2011-12		14,304	13,151			1,153	
		PURCHASE								
		PURCHASE								
		PURCHASE								
BANK OF AMERICA CD	2011-05	PURCHASE	2011-06		10,000	10,008			-8	
BANK OF AMERICA STEP UP CPN	2011-05	PURCHASE	2011-06		20,000	20,014			-14	
EASTERN SVGS BK CD	2006-01	PURCHASE	2011-02		80,000	80,000				
FLUSHING SAVINGS BANK CD	2006-03	PURCHASE	2011-04		35,000	35,000				
NATIONAL RP BK CD	2006-02	PURCHASE	2011-03		95,000	95,000				
SOUTHSIDE BAND CD	2010-04	PURCHASE	2011-05		75,000	75,000				
		PURCHASE								
AKAMAL TECH 11SH	2010-08	PURCHASE	2011-06		353	420			-67	
ANNALY CAPTL MGM 40SH	2011-07	PURCHASE	2011-10		598	718			-120	
APACHE CORP 1SH	2010-11	PURCHASE	2011-01		112	108			4	
BANK OF AMERICA 9SH	2011-06	PURCHASE	2011-08		62	98			-36	
BANK NEW YORK MELLON 4SH	2010-08	PURCHASE	2011-03		116	98			18	
BANK OF NEW YORK MELLON 42SH	2010-08	PURCHASE	2011-03		1,212	1,035			177	
CITIGROUP INC 10SH	2011-05	PURCHASE	2011-11		257	442			-185	
WALT DISNEY 10SH	2011-06	PURCHASE	2011-08		320	394			-74	
FIRST SOLAR 1SH	2010-11	PURCHASE	2011-02		158	122			36	
HUNTINGTON INGALLS INDUST	2010-04	PURCHASE	2011-03		1	1				
MASC CORP 13SH	2011-07	PURCHASE	2011-09		138	213			-75	
NVIDIA CORP 24SH	2010-11	PURCHASE	2011-06		505	373			132	
PEPSICO 5SH	2011-03	PURCHASE	2011-08		323	317			6	
TOLL BROS 167	2011-08	PURCHASE	2011-09		167	191			-24	
CORE LABS 4SH	2001-04	PURCHASE	2011-07		458	40			418	
AT & T 3SH	2009-06	PURCHASE	2011-10		88	75			13	
AMGEN 14SH	2004-07	PURCHASE	2011-11		780	757			23	
BAKER HUGHES 11SH	2009-01	PURCHASE	2011-08		801	357			444	
BANK OF AMERICA 55SH	2010-03	PURCHASE	2011-08		379	756			-377	
BED BATH BEYOND 5 SH	2010-03	PURCHASE	2011-06		261	215			46	
BIOGEN IDEC 6SH	2008-09	PURCHASE	2011-08		533	348			185	
CVS CAREMARK 4SH	2009-11	PURCHASE	2011-08		137	126			11	
COCACOLA 10SH	2004-09	PURCHASE	2011-11		677	500			177	
EBAY 26SH	2008-02	PURCHASE	2011-09		771	751			20	
ERICSSON LM TEL 10SH	2008-09	PURCHASE	2011-07		143	98			45	
EXPEDIA INC 35SH	2009-01	PURCHASE	2011-02		716	332			384	
FIRST SOLAR 7SH	2010-03	PURCHASE	2011-04		1,014	789			225	
GENERAL ELECTRIC 24SH	2007-07	PURCHASE	2011-10		343	954			-611	
GENZYME 18SH	2009-10	PURCHASE	2011-02		1,356	1,142			214	
HALLIBURTON CO 24SH	2009-12	PURCHASE	2011-11		1,448	1,066			382	
HUNTINGTON INGALLS IND 3SH	2009-07	PURCHASE	2011-03		122	85			37	
INTEL CORP 18SH	2008-01	PURCHASE	2011-01		372	360			12	
LAWSON SOFTWARE 50SH	2008-12	PURCHASE	2011-04		555	269			286	
LIBERTY GLOBAL 2SH	2006-10	PURCHASE	2011-03		84	53			31	
LIBERTY MEDIA 3SH	2008-03	PURCHASE	2011-02		209	71			138	
MADISON SQ GARDEN 7SH	2002-08	PURCHASE	2011-03		190	8			182	
MICROSOFT 9SH	2005-03	PURCHASE	2011-10		241	222			19	
NASDAQ OMX GRP 20SH	2008-06	PURCHASE	2011-10		481	794			-313	
NVIDIA CORP 49SH	2009-01	PURCHASE	2011-08		700	461			239	
PARKER HANNIFIN 10SH	2010-03	PURCHASE	2011-06		855	446			409	
PROCTER GAMBLE 2SH	2004-02	PURCHASE	2011-08		121	77			44	
SCHLUMBERGER 3SH	2009-06	PURCHASE	2011-01		254	165			89	
VISA 2SH	2010-05	PURCHASE	2011-07		171	174			-3	
YAHOO 45SH	2009-03	PURCHASE	2011-07		628	650			-22	
		PURCHASE								
BANK OF AMER INTERNOTES	2001-03	PURCHASE	2011-03		50,000	50,000				
CAROLINA FIRST BK NC CD	2007-02	PURCHASE	2011-02		95,000	95,000				
PROVIDENT NATL BANK CD	2001-03	PURCHASE	2011-03		50,000	50,000				
		PURCHASE								
AMERICAN CENTURY EQ 1137SH	2008-11	PURCHASE	2011-10		8,391	6,707			1,684	
		PURCHASE								
EATON VANCE LARG CAP 2325SH	2008-11	PURCHASE	2011-12		39,566	33,573			5,993	
FT FRANKLUIN RISING DIV 1300SH	2008-11	PURCHASE	2011-12		44,962	31,031			13,931	
MFS MASS INV 2420SH	2008-11	PURCHASE	2011-12		44,862	33,300			11,562	
PIONEER EQ INC FD 1710SH	2008-11	PURCHASE	2011-12		44,865	33,909			10,956	
		PURCHASE								
AMERICAN EXPRESS 635SH	2011-11	PURCHASE	2011-11		31,978	32,192			-214	
BED BATH BEYOND 628SH	2011-01	PURCHASE	2011-12		37,725	30,526			7,199	
ELECTRONIC ARTS 1879SH	2011-01	PURCHASE	2011-10		44,263	30,528			13,735	
HARSCO 1399SH	2011-11	PURCHASE	2011-12		29,253	32,269			-3,016	
HESS CORP 393SH	2011-01	PURCHASE	2011-11		23,760	30,426			-6,666	
MOLES INC 1537SH	2011-02	PURCHASE	2011-09		33,174	41,465</				

**TY 2011 Investments Corporate
Bonds Schedule****Name:** CONSOLIDATED ANTI-AGING FOUNDATION**EIN:** 65-6222748

Name of Bond	End of Year Book Value	End of Year Fair Market Value
UBS ACCOUNT 9552		

TY 2011 Investments Corporate Stock Schedule

Name: CONSOLIDATED ANTI-AGING FOUNDATION

EIN: 65-6222748

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS ACCOUNT 2177-6011	1,597,738	1,691,966
WELLS ACCOUNT 2166-6020	176,788	176,788
MORGAN STANLEY ACCOUNT 315-14471	129,137	129,137
UBS ACCOUNT 9552	651,837	633,607
UBS ACCOUNT 11240	1,152,043	1,529,940
UBS ACCOUNT 11241	400,672	500,102
UBS ACCOUNT 13530	581,077	636,026
UBS ACCOUNT 13529	520,380	553,110

TY 2011 Legal Fees Schedule

Name: CONSOLIDATED ANTI-AGING FOUNDATION

EIN: 65-6222748

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	7,612			
OTHER FEES	165			

TY 2011 Other Expenses Schedule

Name: CONSOLIDATED ANTI-AGING FOUNDATION

EIN: 65-6222748

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MISCELLANEOUS	477	477		

TY 2011 Other Income Schedule

Name: CONSOLIDATED ANTI-AGING FOUNDATION**EIN:** 65-6222748

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PLAINS ALL AMERICAN K-1	1,418	1,418	
PLAINS ALL AMERICAN OTHER	1,271	1,271	

TY 2011 Other Professional Fees Schedule

Name: CONSOLIDATED ANTI-AGING FOUNDATION**EIN:** 65-6222748

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL ADMINISTRATION	220,000	85,000		135,000
INVESTMENT ADVISORY FEES	44,374	44,374		
INVESTMENT ADVISORY FEES	22,040	22,040		

TY 2011 Taxes Schedule

Name: CONSOLIDATED ANTI-AGING FOUNDATION**EIN:** 65-6222748

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	1,639	1,639		