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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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
FASH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 54855

City or town, state, and ZIP code
HURST, TX 760544855

A Employer identification number
75-2327856

B Telephone number (see page 10 of the instructions)
(817) 545-1847

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 ☐

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)
\$ 5,127,906

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)
Revenue	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	37,805	37,805		
	4 Dividends and interest from securities.	106,353	106,353		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-238,254			
	b Gross sales price for all assets on line 6a <u>7,720</u>				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	174	174		
	12 Total. Add lines 1 through 11	-93,922	144,332		
	13 Compensation of officers, directors, trustees, etc	68,750	0		68,750
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	1,621	1,621		0
	b Accounting fees (attach schedule).	58,000	58,000		0
	c Other professional fees (attach schedule)	39,027	34,027		3,940
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	7,022	1,763		5,259
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	12,643	0		12,643
	21 Travel, conferences, and meetings	1,845	0		0
	22 Printing and publications	1,733	0		0
	23 Other expenses (attach schedule).	8,249	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	198,890	95,411		90,592
	25 Contributions, gifts, grants paid	133,800			133,800
	26 Total expenses and disbursements. Add lines 24 and 25	332,690	95,411		224,392
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-426,612			
	b Net investment income (if negative, enter -0-)		48,921		
	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			
	2	Savings and temporary cash investments	1,577,373	151,581	151,581
	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)	5,042,400	5,992,625	4,976,325
	c	Investments—corporate bonds (attach schedule).			
	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)	6,619,773	6,144,206	5,127,906

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 ▶ _____)	40,000	0	
	23	Total liabilities (add lines 17 through 22)	40,000	0	

Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,409,938	2,409,938	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	4,169,835	3,734,268	
	30	Total net assets or fund balances (see page 17 of the instructions)	6,579,773	6,144,206	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,619,773	6,144,206	

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	6,579,773
2	Enter amount from Part I, line 27a	2	-426,612
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	6,153,161
5	Decreases not included in line 2 (itemize) ▶ _____	5	8,955
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,144,206

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 Additional Data Table			
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 See Additional Data Table			
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 See Additional Data Table			
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	-238,254
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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	195,252	4,771,970	0 040916
2009	227,971	3,931,824	0 057981
2008	284,661	4,619,987	0 061615
2007	279,037	5,892,313	0 047356
2006	260,711	5,693,930	0 045788

2	Total of line 1, column (d).	2	0 253656
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 050731
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	5,333,167
5	Multiply line 4 by line 3.	5	270,557
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	489
7	Add lines 5 and 6.	7	271,046
8	Enter qualifying distributions from Part XII, line 4.	8	224,392

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 VIExcise 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			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	978
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	978
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	978
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,200	
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	3,200
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	24
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	2,198
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 2,198	Refunded	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		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)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	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? If "Yes," attach a conformed copy of the changes	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? If "Yes," attach the statement required by General Instruction T.	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? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) TX			
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 .	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)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	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 FASHFOUNDATION.COM	13	Yes	
14	The books are in care of WILLIAM A PODSEDNIK JR Telephone no (817) 545-1847 Located at 350 WESTPARK WAY SUITE 205 EULESS TX ZIP +4 76040			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20____, 20____, 20____, 20____			
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).	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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b		
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

5a	<p>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>			
b	<p>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)?</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/></p>	5b		
c	<p>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>			
6a	<p>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>			
b	<p>Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p>	6b	No	
7a	<p>At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
b	<p>If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	7b		

1 List all officers, 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
LINDA E BUSH	PRESIDENT -	79,009	0	0
236 LOUELLA DR WEST HURST, TX 76054	DIRECTOR 30 00			
WILLIAM A PODSEDNIK JR	TREASURER -	58,000	0	0
350 WESTPARK WAY SUITE 205 EULESS, TX 76040	DIRECTOR 6 00			
KIRK MANNING	SECRETARY -	0	0	0
300 CANTEY HANGER PLAZA 600 WEST 6TH STREET FORT WORTH, TX 761023685	DIRECTOR 0 00			
JAMES L KAISER	DIRECTOR	0	0	0
9215 CORDOBA LANE CRESTWOOD, MO 63126	0 00			

[illegible]

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

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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	5,047,095
b	Average of monthly cash balances.	1b	367,288
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	5,414,383
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	5,414,383
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	81,216
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,333,167
6	Minimum investment return. Enter 5% of line 5.	6	266,658

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	266,658
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	978
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	978
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	265,680
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	265,680
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	265,680

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	224,392
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	224,392
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	224,392
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			
2	Undistributed income, if any, as of the end of 2011			
a	Enter amount for 2010 only. 224,392			
b	Total for prior years 20____, 20____, 20____ 0			
3	Excess distributions carryover, if any, to 2011			
a	From 2006.			
b	From 2007.			
c	From 2008.			
d	From 2009.			
e	From 2010.			
f	Total of lines 3a through e. 0			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 224,392			
a	Applied to 2010, but not more than line 2a 224,392			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . 0			
d	Applied to 2011 distributable amount. 0			
e	Remaining amount distributed out of corpus 0			
5	Excess distributions carryover applied to 2011 0			
(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 0			
b	Prior years' undistributed income Subtract line 4b from line 2b. 0			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. 0			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . . 0			
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions 0			
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. 265,680			
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). 0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). 0			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a. 0			
10	Analysis of line 9			
a	Excess from 2007.			
b	Excess from 2008.			
c	Excess from 2009.			
d	Excess from 2010.			
e	Excess from 2011.			

Part XIVPrivate 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.

b

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

☐ 4942(j)(3) or ☐ 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.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary 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))

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

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 See Additional Data Table				
Total			3a	133,800
b Approved for future payment				
Total			3b	0

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			14	37,805	
4 Dividends and interest from securities. . . .			14	106,353	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	174	
8 Gain or (loss) from sales of assets other than inventory			18	-238,254	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). .		0		-93,922	0
13 Total. Add line 12, columns (b), (d), and (e).			13		-93,922

[illegible]

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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

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

Additional Data

Software ID:
Software Version:
EIN: 75-2327856
Name: FASH FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MERRILL LYNCH(4040)			
MERRILL LYNCH(4041)			
MERRILL LYNCH(4041)			
SANFORD BERNSTEIN			
SANFORD BERNSTEIN			
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			-98,244
			-62,194
			-108,825
			1,415
			21,874
7,720			7,720


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-98,244
			-62,194
			-108,825
			1,415
			21,874
			7,720

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
AZLEWAY INC1201 W NORTH CARRIER PARKWAY GRAND PRAIRIE, TX 75050	NONE	501 (C) 3	SUPPORT SERVICES FOR CHILDREN'S PROGRAMS	10,000
BOTANICAL RESEARCH INSTITUTE OF TEXAS500 E 4TH ST FORT WORTH, TX 76102	NONE	501 (C) 3	SUPPORT PROGRAMS AND CHILDRENS LIBRARY	5,000
BOYS & GIRLS CLUB OF FT WORTH 3218 E BELKNAP ST FORT WORTH, TX 76111	NONE	501 (C) 3	SUPPORT EDUCATION & CAREER DEVELOPMENT	2,500
CASSATA LEARNING CENTER 1400 HEMPHILL ST FORT WORTH, TX 76104	NONE	501 (C) 3	SUPPORT HIGH SCHOOL DROPOUT PREVENTION	10,000
CHILD STUDY CENTER1300 W LANCASTER AVENUE FORT WORTH, TX 76102	NONE	501 (C) 3	SUPPORT SERVICES PROVIDED TO CHILDREN	5,000
CHRIST'S HAVEN FOR CHILDREN P O BOX 467 KELLER, TX 76248	NONE	501 (C) 3	PROVIDE CARE FOR NEEDY CHILDREN	2,500
COOK CHILDREN'S MEDICAL CENTER801 SEVENTH AVE FORT WORTH, TX 76104	NONE	501 (C) 3	SUPPORT PEDIATRIC MEDICAL CARE	5,000
FORT WORTH MUSEUM OF SCIENCE & HISTORY1600 GENDY ST FORT WORTH, TX 76107	NONE	501 (C) 3	SUPPORT SCHOOL FIELD TRIP PROGRAM	2,500
FORT WORTH SYMPHONY ORCHESTRA ASSN330 E 4TH ST STE 200 FORT WORTH, TX 76102	NONE	501 (C) 3	SUPPORT ADVENTURES IN MUSIC PROGRAM	1,000
FOSTER'S HOME P O BOX 978 STEPHENVILLE, TX 76401	NONE	501 (C) 3	PROVIDE RESIDENTIAL CARE AND ADOPTIONS	5,000
FUNDING INFORMATION CENTER 327 S HENDERSON STREET FORT WORTH, TX 76104	NONE	501 (C) 3	SUPPORT SERVICES FOR NOT FOR PROFIT COMMUNITY NEEDS	10,000
GOODFELLOW FUNDP O BOX 1870 FORT WORTH, TX 76101	NONE	501 (C) 3	PROVIDE CLOTHING & SHOES FOR NEEDY SCHOOL CHILDREN	1,000
GOODRICH CENTER FOR DEAF 2500 LIPSCOMB ST FORT WORTH, TX 76110	NONE	501 (C) 3	SUPPORT THE DEAF SENIOR CITIZENS PROGRAM	2,500
HOLY HIGHWAY MINISTRIES P O BOX 160 PICKTON, TX 75471	NONE	501 (C) 3	PROVIDE A CHRISTIAN HOME FOR GIRLS	5,000
ILLINOIS INSTITUTE OF TECHNOLOGY10 W 35TH ST STE 1700 CHICAGO, IL 60616	NONE	501 (C) 3	RESEARCH AND EDUCATION	2,500
INTERNATIONAL HOUSE500 RIVERSIDE DR NEW YORK, NY 10027	NONE	501 (C) 3	SUPPORT RESEARCH AND EDUCATION PROGRAM	2,500
KEY SCHOOL INC P O BOX 100668 FORT WORTH, TX 76185	NONE	501 (C) 3	PROVIDE AN ACADEMIC PROGRAM FOR STUDENTS WITH UNIQUE	2,500
KIMBELL ART MUSEUM3333 CAMP BOWIE BLVD FORT WORTH, TX 76107	NONE	501 (C) 3	SUPPORT THE MUSEUM VISIT GRANTS PROGRAM	1,000
LENA POPE HOME3131 SANGUINET ST FORT WORTH, TX 76107	NONE	501 (C) 3	SUPPORT FAMILY PRESERVATION, COUNSELING & ALTERNATIV	2,500
MCDONALD OBSERVATORY1 UNIVERSITY STATION C1402 AUSTIN, TX 78712	NONE	501 (C) 3	SUPPORT STUDENT FIELD TRIPS	2,500
NATIONAL COWGIRL MUSEUM 1720 GENDY ST FORT WORTH, TX 76107	NONE	501 (C) 3	SUPPORT MUSEUM OF WOMEN WHO SHAPED THE WEST	1,000
PERFORMING ARTS OF FT WORTH 330 E 4TH ST STE 300 FORT WORTH, TX 76102	NONE	501 (C) 3	SUPPORT CHILDRENS EDUCATION	1,000
PREVENT BLINDNESS-FT WORTH 329 S HENDERSON FORT WORTH, TX 76104	NONE	501 (C) 3	CHILDREN'S VISION PROGRAM	2,500
RIVER LEGACY LIVING SCIENCE 703 NW GREEN OAKS BLVD ARLINGTON, TX 76006	NONE	501 (C) 3	SUPPORT THE LIVING SCIENCE CENTER PROGRAM	1,000
ROTARY CLUB ENDOWMENT FUND 306 W 7TH ST STE 715 FORT WORTH, TX 76102	NONE	501 (C) 3	PROVIDE LUNCHES FOR STUDENT PARTICIPANTS	1,000
TEXAS TECH UNIVERSITY10 AKRON MAIL STOP 1023 LUBBOCK, TX 79409	NONE	501 (C) 3	SUPPORT WIND SCIENCE & ENGINEERING RESEARCH PROGRAM	2,500
TRINITY SHAKESPEARE FESTIVAL TCU BOX 297044 FORT WORTH, TX 76129	NONE	501 (C) 3	PRODUCTION OF SHAKESPEAREAN PLAYS	1,000
VISITING NURSE ASSOCIATION 6300 RIDGLEA PLACE SUITE 801 FORT WORTH, TX 76116	NONE	501 (C) 3	PROVIDE SUPPORT OF VISTING NURSES	2,500
YMCA FORT WORTH512 LAMAR ST FORT WORTH, TX 76102	NONE	501 (C) 3	SUPPORT CHILD CARE PROGRAM	1,000
CAMP FIRE USA2700 MEACHAM BLVD FORT WORTH, TX 76137	NONE	501 (C) 3	CAMP WELCOME & OUTDOOR EDUCATION CENTER	10,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CATHOLIC CHARITIES OF FORT WORTH P O BOX 15610 FORT WORTH, TX 76119	NONE	501 (C) 3	SCHOOL BASED SERVICES PROGRAM	2,500
FRIENDS OF TANDY HILLS NATURAL AREA INCP P O BOX 47004 FORT WORTH, TX 76147	NONE	501 (C) 3	FWISD FIELD TRIPS TO TANDY HILLS PROGRAM	5,000
FRIENDS OF THE FORT WORTH LIBRARY 500 WEST 3RD ST FORT WORTH, TX 76102	NONE	501 (C) 3	LITERACY PROGRAMS	2,300
GLADNEY CENTER FOR ADOPTION 6300 JOHN RYAN DR FORT WORTH, TX 76132	NONE	501 (C) 3	NEW BEGINNINGS PROGRAM	5,000
JAMES L WEST ALZHEIMER CENTER 1111 SUMMIT AVE FORT WORTH, TX 76102	NONE	501 (C) 3	ALZHEIMER'S SPECIFIC NURSING CENTER	10,000
LIGHTHOUSE FOR THE BLIND 912 WEST BROADWAY FORT WORTH, TX 76104	NONE	501 (C) 3	COMMUNITY AWARENESS PROGRAM	2,500
N FT WORTH HISTORICAL SOCIETY & STOCKYARDS MUSEUM 131 E EXCHANGE AVE STE 110 FORT WORTH, TX 76164	NONE	501 (C) 3	UPGRADES TO MUSEUM & DISPLAY CASES	2,500
Total  3a				133,800

TY 2011 Accounting Fees Schedule

Name: FASH FOUNDATION

EIN: 75-2327856

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PODSEDNIK & COMPANY	17,900	58,000		0
WILLIAM A PODSEDNIK, JR PC	40,100	0		0

**TY 2011 Investments Corporate
Stock Schedule****Name:** FASH FOUNDATION**EIN:** 75-2327856

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3200 GENERAL ELECTRIC	112,517	57,312
7800 GENERAL ELECTRIC	275,891	139,698
60,000 GENERAL ELECTRIC	1,864,751	1,074,600
BERNSTEIN WEALTH MANAGEMENT-PUBLICLY TRADED SECURITIES	1,385,528	1,359,530
MERRILL LYNCH (4040)	1,166,206	1,116,653
MERRILL LYNCH (4041)	1,187,732	1,228,532

TY 2011 Legal Fees Schedule

Name: FASH FOUNDATION

EIN: 75-2327856

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CANTEY & HANGER	1,621	1,621		0

TY 2011 Other Decreases Schedule

Name: FASH FOUNDATION

EIN: 75-2327856

Description	Amount
PRIOR YEAR FEDERAL INCOME TAX	8,955

TY 2011 Other Expenses Schedule

Name: FASH FOUNDATION

EIN: 75-2327856

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LIABILITY INSURANCE	650	0		0
LICENSES & FEES	15	0		0
SAFE DEPOSIT BOX RENTAL & BANK FEES	140	0		0
SUPPLIES	7,444	0		0

TY 2011 Other Income Schedule

Name: FASH FOUNDATION

EIN: 75-2327856

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	174	174	174

TY 2011 Other Liabilities Schedule

Name: FASH FOUNDATION

EIN: 75-2327856

Description	Beginning of Year - Book Value	End of Year - Book Value
DISTRIBUTIONS WRITTEN - NOT CLEARED	40,000	0

TY 2011 Other Professional Fees Schedule**Name:** FASH FOUNDATION**EIN:** 75-2327856

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MERRILL LYNCH	20,476	20,476		0
SANFORD BERNSTEIN	12,111	12,111		0
WHITNEY SMITH COMPANY	1,440	1,440		0
CONSULTING FEES - BUSH	5,000	0		3,940

TY 2011 Taxes Schedule**Name:** FASH FOUNDATION**EIN:** 75-2327856

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON DIVIDEND INCOME	1,763	1,763		0
PAYROLL TAXES	5,259	0		5,259