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 , 2011, and ending , 20

Name of foundation THE HARRINGTON FAMILY FOUNDATION
C/O RONALD G. HARRINGTON

A Employer identification number 83-0343509

Number and street (or P O box number if mail is not delivered to street address) 13 SAIL POINT ROAD | Room/suite

B Telephone number (see instructions) (305) 367-8980

City or town, state, and ZIP code
KEY LARGO, FL 33037

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 [X] Name change

H Check type of organization: [X] 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)* ▶ $ 29,045,184.

J Accounting method [X] 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 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)	70,105.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	583.	583.		ATCH 1
	4 Dividends and interest from securities	463,988.	418,905.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-342,751.			
	b Gross sales price for all assets on line 6a 40,351,308.				
	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)	-8,736.	-8,736.		ATCH 3
	12 Total. Add lines 1 through 11	183,189.	410,752.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 4	8,500.	8,500.		
	c Other professional fees (attach schedule) *	111,281.	96,208.		
	17 Interest. ATTACHMENT 6	40.	40.		
	18 Taxes (attach schedule) (see instructions) **	46,720.	11,720.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	166,541.	116,468.		
	25 Contributions, gifts, grants paid	2,989,399.			2,989,399.
	26 Total expenses and disbursements. Add lines 24 and 25	3,155,940.	116,468.	0	2,989,399.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,972,751.			
	b Net investment income (if negative, enter -0-)		294,284.		
	c Adjusted net income (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	10,783,892.	9,519,056.	9,519,056.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	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			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 8	9,910,509.	11,561,075.	12,882,751.
	c Investments - corporate bonds (attach schedule) ATCH 9	7,328,473.	4,041,498.	4,450,638.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 10	2,219,665.	2,150,219.	2,192,739.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 11)	2,146.		
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	30,244,685.	27,271,848.	29,045,184.
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	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	30,244,685.	27,271,848.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	30,244,685.	27,271,848.	
	31 Total liabilities and net assets/fund balances (see instructions)	30,244,685.	27,271,848.	

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	30,244,685.
2	Enter amount from Part I, line 27a	2	-2,972,751.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	27,271,934.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 12	5	86.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	27,271,848.

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 PART IV SCHEDULE			
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) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
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	-341,376.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	2,332,450.	21,955,601.	0.106235
2009	2,072,800.	17,302,885.	0.119795
2008	2,397,100.	18,700,097.	0.128187
2007	2,358,935.	17,912,999.	0.131688
2006	837,632.	2,297,667.	0.364558

2	**Total** of line 1, column (d)	2	0.850463
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	0.170093
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	30,065,261.
5	Multiply line 4 by line 3	5	5,113,890.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,943.
7	Add lines 5 and 6	7	5,116,833.
8	Enter qualifying distributions from Part XII, line 4	8	2,989,399.

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.

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 ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	5,886.
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	5,886.
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	5,886.
6	Credits/Payments.		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 30,539.		
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	30,539.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	24,653.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 24,653. **Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* ATTACHMENT 13	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RONALD G. HARRINGTON Telephone no ▶ 330-367-8980

Located at ▶ 13 SAIL POINT ROAD KEY LARGO, FL ZIP + 4 ▶ 33037

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

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	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 ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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 ☒ 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 ☒ 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	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 ☒ No			
	If "Yes," list the years ▶ ________, ________, ________, ________			
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)	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 ▶ ________, ________, ________, ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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)*	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)*

		Yes	No
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)? **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? ☐ 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**		X
	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? **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
ATTACHMENT 14		0	0	0

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

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

Total number of other employees paid over $50,000 ▶

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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	23,343,871.
b	Average of monthly cash balances	1b	7,179,237.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	30,523,108.
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	30,523,108.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	457,847.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,065,261.
6	**Minimum investment return.** Enter 5% of line 5	6	1,503,263.

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	1,503,263.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,886.		
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,886.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,497,377.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,497,377.
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	1,497,377.

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	2,989,399.
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	2,989,399.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,989,399.

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					1,497,377.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only					
b Total for prior years 20 09 ,20 08 ,20 07					
3 Excess distributions carryover, if any, to 2011					
a From 2006	726,881.				
b From 2007	1,482,584.				
c From 2008	1,469,745.				
d From 2009	1,214,278.				
e From 2010	1,264,789.				
f Total of lines 3a through e		6,158,277.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 2,989,399.					
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					1,497,377.
e Remaining amount distributed out of corpus		1,492,022.			
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		7,650,299.			
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					
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)		726,881.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		6,923,418.			
10 Analysis of line 9					
a Excess from 2007	1,482,584.				
b Excess from 2008	1,469,745.				
c Excess from 2009	1,214,278.				
d Excess from 2010	1,264,789.				
e Excess from 2011	1,492,022.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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).)

ATTACHMENT 15

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:

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 Name and address (home or business)	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
a *Paid during the year*				
ATTACHMENT 16				
Total . . . . ▶ **3a**				2,989,399.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
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	583.	
4 Dividends and interest from securities			14	463,988.	
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			18	-8,736.	
8 Gain or (loss) from sales of assets other than inventory			18	-342,751.	
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)				113,084.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 113,084.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

Sign Here

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

Ronald G Harrington

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Chris M Essig	11/9/12		P00634551
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 200 PUBLIC SQUARE, 18TH FLOOR CLEVELAND, OH 44114			Phone no. 216-875-3000	

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	Employer identification number
THE HARRINGTON FAMILY FOUNDATION C/O RONALD G. HARRINGTON	83-0343509

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 foundation

Check 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 THE HARRINGTON FAMILY FOUNDATION
C/O RONALD G. HARRINGTON

Employer identification number
83-0343509

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	RONALD M. HARRINGTON 250 COLLEGE STREET HUDSON, OH 44236	$ 70,105.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization THE HARRINGTON FAMILY FOUNDATION C/O RONALD G. HARRINGTON

Employer identification number 83-0343509

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization THE HARRINGTON FAMILY FOUNDATION
C/O RONALD G. HARRINGTON

Employer identification number 83-0343509

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PNC - RMH		180.	180.
PNC - JSM		403.	403.
	TOTAL	583.	583.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HAWTHORN - TAXABLE INTEREST	50,020.	50,020.
HAWTHORN - TAXABLE INTEREST OID	1,486.	1,486.
HAWTHORN - DIVIDEND INCOME	6,655.	6,655.
HAWTHORN - TAX EXEMPT INTEREST	3,750.	
EMERGING MARKETS - INTEREST INCOME	2,172.	2,172.
EMERGING MARKETS - DIVIDEND INCOME	14,566.	14,566.
SUSTAINABLE - INTEREST INCOME	5.	5.
JP MORGAN - TAXABLE INTEREST	110,445.	110,445.
JP MORGAN - DIVIDEND INCOME	233,556.	233,556.
JP MORGAN - TAX EXEMPT INTEREST	11,933.	
OTHER TAX EXEMPT INCOME	29,400.	
TOTAL	463,988.	418,905.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EMERGING MARKETS - SEC 988	246.	246.
EMERGING MARKETS - OTHER EXPENSE	-1,529.	-1,529.
SUSTAINABLE WOODLANDS - INVOLUNTARY LOSS	-113.	-113.
SUSTAINABLE WOODLANDS - ORDINARY LOSS	-7,340.	-7,340.
TOTALS	-8,736.	-8,736.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PRICEWATERHOUSECOOPERS LLP	8,500.	8,500.		
TOTALS	8,500.	8,500.		

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	111,237.	96,164.
BANK FEES	44.	44.
TOTALS	111,281.	96,208.

ATTACHMENT 6

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EMERGING MARKETS		40.	40.
	TOTALS	40.	40.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EMERGING MKT - FOREIGN TAX	1,477.	1,477.
JP MORGAN - FOREIGN TAX	10,005.	10,005.
HAWTHORN - FOREIGN TAX	38.	38.
OHIO DEPARTMENT OF TAXATION	200.	200.
FEDERAL INCOME TAX	35,000.	
TOTALS	46,720.	11,720.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HAWTHORN - MISC EQUITIES JP MORGAN - MISC EQUITITES	11,561,075.	12,882,751.
TOTALS	11,561,075.	12,882,751.

THE HARRINGTON FAMILY FOUNDATION 83-0343509

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HAWTHORN - BONDS		
JP MORGAN - BONDS	4,041,498.	4,450,638.
TOTALS	4,041,498.	4,450,638.

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
EMERGING MARKETS	631,986.	535,470.
HORIZON MULTI STRATEGY		
SUSTAINABLE WOODLANDS	464,105.	506,857.
HAWTHORN - OTHER ASSETS		
JP MORGAN - OTHER ASSETS	1,054,128.	1,150,412.
TOTALS	2,150,219.	2,192,739.

ATTACHMENT 11

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HAWTHORN - INCOME IN TRANSIT		
TOTALS		

ATTACHMENT 12

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
NONDIVIDEND DISTRIBUTIONS		86.
	TOTAL	86.

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 13

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
RONALD M. HARRINGTON 250 COLLEGE STREET HUDSON, OH 44236	05/05/2011	70,105.
TOTAL CONTRIBUTION AMOUNTS		70,105.

THE HARRINGTON FAMILY FOUNDATION 83-0343509

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
RONALD G. HARRINGTON 13 SAIL POINT ROAD KEY LARGO, FL 33037	TRUSTEE	0	0	0
NANCY A. HARRINGTON 13 SAIL POINT ROAD KEY LARGO, FL 33037	TRUSTEE	0	0	0
RONALD M. HARRINGTON 250 COLLEGE STREET HUDSON, OH 44236	TRUSTEE	0	0	0
JILL A. HARRINGTON 1805 E. HINES HILL ROAD HUDSON, OH 44236	TRUSTEE	0	0	0
STEPHEN M. MCLAUGHLIN 1805 E. HINES HILL ROAD HUDSON, OH 44236	TRUSTEE	0	0	0
	GRAND TOTALS			

ATTACHMENT 15

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

RONALD G. AND NANCY A. HARRINGTON
RONALD M. HARRINGTON
JILL A. HARRINGTON

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BAPTIST HEALTH SOUTH FLORIDA FOUNDATION 95360 OVERSEAS HWY KEY LARGO, FL 33037	501(C)(3)	CHARITABLE	7,000
CLEVELAND BOTANICAL GARDENS 11030 EAST BOULEVARD CLEVELAND, OH 44106	501(C)(3)	CHARITABLE	21,000.
CLEVELAND METROPARKS ZOO 3900 WILDLIFE WAY CLEVELAND, OH 44109	501(C)(3)	CHARITABLE	27,500
FIELDSTONE FARM THERAPEUTIC RIDING CENTER 16497 SNYDER ROAD P.O. BOX 23129 CHAGRIN FALLS, OH 44023	501(C)(3)	CHARITABLE	25,000.
THE GATHERING PLACE 23300 COMMERCE PARK CLEVELAND, OH 44122	501(C)(3)	CHARITABLE	100,000.
HOLY TRINITY ANGLICAN P O BOX 639 HUDSON, OH 44236	501(C)(3)	CHARITABLE	44,171

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEW DIRECTIONS 30800 CHAGRIN BOULEVARD CLEVELAND, OH 44124	501(C)(3)	CHARITABLE	32,500
OCEAN REEF COMMUNITY FOUNDATION 32 OCEAN REEF DRIVE KEY LARGO, FL 33037	501(C)(3)	CHARITABLE	15,000
OLD TRAIL SCHOOL 2315 IRA ROAD, P O BOX 827 BATH, OH 44210	501(C)(3)	CHARITABLE	798,500
PROTESTANT FOUNDATION OF OCEAN REEF 29 B FISHER MANS COVE KEY LARGO, FL 33037-3789	501(C)(3)	CHARITABLE	7,400
SPINA BIFIDA ASSOCIATION 2211 RIVER ROAD MAUMEE, OH 43537	501(C)(3)	CHARITABLE	750
UNIVERSITY HOSPITALS P O. BOX 74947 CLEVELAND, OH 44104	501(C)(3)	CHARITABLE	1,012,800.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
URBAN COMMUNITY SCHOOL 4909 LORAIN AVENUE CLEVELAND, OH 44102	501(C)(3)	CHARITABLE	25,000
VICTORY GALLOP 1745 N HAMETOWN ROAD, P.O BOX 551 BATH, OH 44210	501(C)(3)	CHARITABLE	50,000
YOUTH CHALLENGE 800 SHARON DRIVE WESTLAKE, OH 44145	501(C)(3)	CHARITABLE	12,500
FLYING HORSE FARMS 3 EASTON OVAL, SUITE 330 COLUMBUS, OH 43219	501(C)(3)	CHARITABLE	4,500
WESTERN RESERVE ACADEMY 115 COLLEGE STREET HUDSON, OH 44236	501(C)(3)	CHARITABLE	527,500
KENYON COLLEGE 106 COLLEGE PARK DRIVE GAMBIER, OH 43022	501(C)(3)	CHARITABLE	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TROUT UNLIMITED 1300 N. 17TH STREET, SUITE 500 ARLINGTON, VA 22209	501(C)(3)	CHARITABLE	2,500
KEYS CHILDREN'S FOUNDATION 24 DOCKSIDE LANE KEY LARGO, FL 33037	501(C)(3)	CHARITABLE	3,225
COMMUNITY BETTERMENT - CANTON, OH CHAPTER 919 18TH STREET, NW, SUITE 925 WASHINGTON, DC 20006	501(C)(3)	CHARITABLE	2,500.
AMERICAN CANCER SOCIETY 10501 EUCLID AVE CLEVELAND, OH 44106	501(C)(3)	CHARITABLE	200
BRIGHT SIDE OF THE ROAD FOUNDATION P.O BOX 72358 CLEVELAND, OH 44192	501(C)(3)	CHARITABLE	5,000.
CYSTIC FIBROSIS FOUNDATION 5410 TRANSPORTATION BLVD, SUITE 5 GARFIELD HEIGHTS, OH 44125	501(C)(3)	CHARITABLE	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DONORS TRUST 109 NORTH HENRY STREET ALEXANDRIA, VA 22314	501(C)(3)	CHARITABLE	250,000.
GRAND TETON NATURAL PARK FOUNDATION 25 S WILLOW, SUITE 10 JACKSON, WY 83001	501(C)(3)	CHARITABLE	500
HILLSDALE COLLEGE 33 EAST COLLEGE STREET HILLSDALE, MI 49242	501(C)(3)	CHARITABLE	1,500
NEW HOPE CORPS 1020 NORTH KROME AVENUE HOMESTEAD, FL 33030	501(C)(3)	CHARITABLE	1,000.
RONALD MCDONALD HOUSE CHARITIES 245 LOCUST STREET AKRON, OH 44302	501(C)(3)	CHARITABLE	1,353.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	501(C)(3)	CHARITABLE	500
		TOTAL CONTRIBUTIONS PAID	2,989,399.

ATTACHMENT 16

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust THE HARRINGTON FAMILY FOUNDATION
C/O RONALD G. HARRINGTON

Employer identification number 83-0343509

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-1,254,190.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	11,435.
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-1,242,755.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a						

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	861,500.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	39,669.
9	Capital gain distributions	9	210.
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	901,379.

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-1,242,755.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			901,379.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-341,376.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 (3,000.)

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover.*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.
Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20. If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,300			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30; go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust: THE HARRINGTON FAMILY FOUNDATION

Employer identification number: 83-0343509

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a	SEE ATTACHED STATEMENT D-1	VARIOUS	VARIOUS	53,707.	31,108.	22,599.
	SEE ATTACHED STATEMENT D-2	VARIOUS	VARIOUS	26,528,719.	27,805,508.	-1,276,789.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . -1,254,190.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a HORIZON MULTI-STRATEGY	06/01/2007	01/06/2011	316,036.	308,968.	7,068.
SEE ATTACHED STATEMENT D-2	VARIOUS	VARIOUS	13,360,724.	12,499,858.	860,866.
SEE ATTACHED STATEMENT D-3	VARIOUS	VARIOUS	35,497.	42,599.	-7,102.
SEE ATTACHED STATEMENT D-3	VARIOUS	12/31/2011	234.	194.	40.
EMERGING MARKET INVESTMENT FUND	VARIOUS	11/28/2012	5,077.	4,449.	628.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . 861,500.

THE HARRINGTON FAMILY FOUNDATION 83-0343509

Supplement to Form 4797 Part I Detail ATTACHMENT 1

Description	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed or Allowable	Cost or Other Basis	Gain or (Loss) for entire year
SUSTAINABLE WOODLAND					1,375.	-1,375.
Totals						-1,375.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					11,435.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					39,669.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					210.	
		SEE ATTACHED STATEMENT D-1 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
53,707.		31,108.					22,599.	
		SEE ATTACHED STATEMENT D-2 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
26528719.		27805508.					-1276789.	
		HORIZON MULTI-STRATEGY PROPERTY TYPE: SECURITIES				P	06/01/2007	01/06/2011
316,036.		308,968.					7,068.	
		SEE ATTACHED STATEMENT D-2 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
13360724.		12499858.					860,866.	
		SEE ATTACHED STATEMENT D-3 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
35,497.		42,599.					-7,102.	
		SEE ATTACHED STATEMENT D-3 PROPERTY TYPE: SECURITIES				P	VARIOUS	12/31/2011
234.		194.					40.	
		EMERGING MARKET INVESTMENT FUND					VARIOUS	11/28/2011
5,077.		4,449.					628.	
TOTAL GAIN(LOSS)							-341,376.	

Cusip Number	Quantity	Description	Date of Sale	Date of Acquisition	Sales Price of Stocks Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
Noncovered *(Box 6 is checked)*		*(Box 9)*	*(Box 1a)*		*(Box 2)*			*(Box 4)*
Short Term Sales Reported on 1099-B								
029912201	70.0000	AMERICAN TOWER CORP CL A	01/20/2011	07/20/2010	3,482.51	3,245.90	236.61	0.00
099724106	210.0000	BORG WARNER AUTO COM	01/14/2011	Various	14,778.51	8,535.37	6,243.14	0.00
231021106	100.0000	CUMMINS ENGINE CO COM	01/18/2011	Various	11,383.73	6,834.80	4,548.93	0.00
361438AA2	55.2000	GAMCO INVESTORS INC SUB DEBEBTURE	03/03/2011	01/14/2011	55.20	13.80	41.40	0.00
00C0CN9P5	6500.0000	SPDR GOLD TRUST CALL @ 150 EXPIRES 06/18/11	02/24/2011	11/03/2010	23,640.52	12,154.64	11,485.88	0 00
78463V107	.0000	SPDR GOLD TRUST ETF	12/31/2011	01/25/2010	27.69	22.28	5.41	0.00
78463V107	.0000	SPDR GOLD TRUST ETF	12/31/2011	02/12/2010	53.73	43.10	10.63	0.00
78463V107	.0000	SPDR GOLD TRUST ETF	12/31/2011	03/24/2010	51.44	41.43	10.01	0.00
78463V107	.0000	SPDR GOLD TRUST ETF	12/31/2011	03/26/2010	53.73	43.34	10.39	0.00
78463V107	.0000	SPDR GOLD TRUST ETF	12/31/2011	10/01/2010	89.73	86.89	2.84	0.00
78463V107	.0000	SPDR GOLD TRUST ETF	12/31/2011	10/01/2010	89.73	86.92	2.81	0.00
Total Short Term Sales Reported on 1099-B **Report on Form 8949, Part I, with Box B checked**					**53,706.52**	**31,108.47**	**22,598.05**	**0.00**

HARRINGTON FAMILY FOUNDATION
13 SAIL POINT ROAD
KEY LARGO, FL 33037

EIN: 83-0343509
YE: 12/31/2011

STATEMENT ATTACHED TO AND MADE PART OF
CAPITAL GAINS AND LOSSES
SCHEDULE D

Description	Quantity	Proceeds	Cost Basis	Short Term Realized Gain Loss	Long Term Realized Gain Loss	Total Realized Gain Loss
AARON RENTS INC CL A	(491 00)	11,630 82	8,161 30	791 13	2,678 39	3,469 52
ABB LTD SPONS ADR	(2,200 00)	52,465 03	40,278 16	-	12,186 87	12,186 87
ACCENTURE PLC-CL A	(8,610 00)	445,073 53	477,639 90	(32,566 37)	-	(32,566 37)
ACME PACKET INC	(271 00)	18,848 68	2,343 42	-	16,505 26	16,505 26
ADVANCED AUTO PARTS INC	(5,270 00)	297,386 90	340,123 90	(42,737 00)	-	(42,737 00)
AEROVIRONMENT INC	(63 00)	1,869 17	1,804 42	64 75	-	64 75
AIR PRODUCTS & CHEMICALS INC	(990 00)	85,432 68	89,951 40	(4,518 72)	-	(4,518 72)
ALCON INC	(570 00)	94,282 17	84,675 07	640 37	8,966 73	9,607 10
ALLERGAN INC	(410 00)	32,226 86	35,160 45	(2,933 59)	-	(2,933 59)
ALTERA CORP	(1,500 00)	65,488 74	50,303 49	15,185 25	-	15,185 25
AMC NETWORKS INC A	(1,595 00)	58,938 74	65,184 50	(6,245 76)	-	(6,245 76)
AMERICAN TOWER CORP CL A	(890 00)	48,115 50	38,619 80	9,495 70	-	9,495 70
ANALOGIC CORP	(198 00)	10,653 36	9,149 52	28 47	1,475 37	1,503 84
ANHEUSER BUSCH INBEV SA/NV SPONS ADR	(2,390 00)	138,263 05	139,251 92	(988 87)	-	(988 87)
APPLE INC	(3,770 00)	1,300,928 15	1,307,115 79	(12,961 15)	6,773 51	(6,187 64)
ARTHUR J GALLAGHER & CO	(500.00)	15,857 69	9,297 90	-	6,559 79	6,559 79
ASML HOLDINGS NV	(2,670 00)	117,963 40	57,044 48	-	60,918 92	60,918 92
ATHENAHEALTH INC	(407 00)	19,187 97	11,980 09	7,207 88	-	7,207 88
ATWOOD OCEANICS INC	(197 00)	8,913 12	7,252 41	1,660 71	-	1,660 71
AUTOZONE INC	(250 00)	81,216 12	84,506 50	(3,290 38)	-	(3,290 38)
B/E AEROSPACE INC	(1,570 00)	56,364 74	44,854 40	11,510 34	-	11,510 34
BAKER HUGHES INC	(12,190 00)	773,136 48	867,830 05	(94,693 57)	-	(94,693 57)
BALTIMORE MD CONS PUB IMPT UNLIMITED TAX !	(125,000 00)	137,312 50	126,905 00	-	10,407 50	10,407 50
BANCO SANTANDER BRASIL - ADS ADR	(13,520 00)	153,336 82	164,380 44	(11,043 62)	-	(11,043 62)
BANK OF NOVA SCOTIA HALIFAX	(3,380 00)	197,388 99	206,515 37	(9,126 38)	-	(9,126 38)
BANK OF THE OZARKS INC	(336 00)	14,237 08	5,904 26	-	8,332 82	8,332 82
BARRICK GOLD CORP	(3,300 00)	155,018 41	181,996 89	(26,978 48)	-	(26,978 48)
BECKMAN COULTER INC	(300 00)	24,863 52	18,014 61	2,732 62	4,116 29	6,848 91
BHP BILLITON PLC ADR	(1,208 00)	94,851 30	50,131 22	918 63	43,801 45	44,720 08
BILL BARRETT CORP	(312 00)	12,188 51	7,023 51	111 83	5,053 17	5,165 00
BJ'S RESTAURANTS INC	(469 00)	17,055 28	7,019 47	-	10,035 81	10,035 81
BLACKBOARD INC	(268 00)	9,806 92	8,318 10	-	1,488 82	1,488 82
BLUE COAT SYSTEMS INC	(438 00)	12,015 81	13,396 22	(1,380 41)	-	(1,380 41)
BOEING CO	(4,280 00)	282,413 39	322,266 42	(39,853 03)	-	(39,853 03)
BORG-WARNER INC	(510 00)	40,441 10	19,985 52	20,455 58	-	20,455 58
BRINKS CO	(600 00)	18,545 64	16,967 18	-	1,578 46	1,578 46
BRUKER BIOSCIENCES CORP	(2,500 00)	46,786 09	33,559 00	13,227 09	-	13,227 09
CABLEVISION SYSTEMS CORP CL A NY	(11,770 00)	276,141 38	356,509 33	(80,367 95)	-	(80,367 95)
CALPINE CORP	(2,820 00)	42,186 38	35,028 78	7,157 60	-	7,157 60
CBEYOND INC	(804 00)	11,481 05	12,657 05	42 44	(1,218 44)	(1,176 00)
CELGENE CORPORATION	(850 00)	45,270 12	48,261 12	(2,991 00)	-	(2,991 00)
CHICAGO BRIDGE & IRON CO N V	(258 00)	8,723 71	5,674 46	3,049 25	-	3,049 25
CHINA LIFE INSURANCE CO ADR	(1,380 00)	77,946 97	79,537 80	(2,506 88)	916 05	(1,590 83)
CHURCH & DWIGHT INC	(300 00)	22,068 62	16,720 59	-	5,348 03	5,348 03
CINTAS CORP	(900 00)	25,811 50	20,633 80	696 05	4,481 65	5,177 70
CISCO SYSTEMS INC	(1,900 00)	35,396 50	45,693 79	(10,297 29)	-	(10,297 29)
CITIGROUP INC NEW	(2,080 00)	77,080 81	88,338 64	(11,257 83)	-	(11,257 83)
CITY OF NEW YORK TRANSITIONAL FIN AUTH RE\	(50,000 00)	53,045 00	49,426 00	-	3,619 00	3,619 00
COCA-COLA CO	(7,840 00)	511,530 46	517,163 16	(5,632 70)	-	(5,632.70)
COINSTAR INC	(300 00)	13,881 72	9,488 36	397 06	3,996 30	4,393 36
COLFAX CORP	(518 00)	11,730 50	6,228 13	2,362 73	3,139 64	5,502 37
COLONIAL PROPERTIES TRUST S/B/I	(789 00)	14,914 81	12,569 09	2,345 72	-	2,345 72
COMPASS MINERALS INTERNATIONAL INC	(150 00)	14,111 72	7,730 71	-	6,381 01	6,381 01
COMSTOCK RESOURCES INC	(221 00)	5,582 57	5,480 47	102 10	-	102 10
CORPORATE EXECUTIVE BOARD CO	(430 00)	17,603 34	10,598 43	2,226 22	4,778 69	7,004 91
COSTCO WHOLESALE CORP	(660 00)	49,657 44	37,716 26	11,941 18	-	11,941 18
COVANCE INC	(350 00)	20,233 60	14,777 66	-	5,455 94	5,455 94
CREDIT SUISSE GROUP SPONS ADR	(1,880 00)	87,608 94	74,549 69	(490 88)	13,550 13	13,059 25
CROWN HOLDINGS INC	(9,550 00)	331,215 94	365,273 53	(34,057 59)	-	(34,057 59)
CUMMINS INC	(310 00)	33,047 56	19,914 81	13,132 75	-	13,132 75
CVS CAREMARK CORPORATION	(1,250 00)	41,036 71	40,329 05	707 66	-	707 66
DEMANDTEC INC	(740 00)	9,617 44	7,342 31	2,275 13	-	2,275 13
DENDREON CORP	(1,080 00)	35,873 01	41,057 20	(5,184 19)	-	(5,184 19)
DIAGEO P L C SPONS ADR NEW	(1,240 00)	96,205 91	96,704 05	-	(498 14)	(498 14)

HARRINGTON FAMILY FOUNDATION
13 SAIL POINT ROAD
KEY LARGO, FL 33037

EIN: 83-0343509
YE: 12/31/2011

STATEMENT ATTACHED TO AND MADE PART OF
CAPITAL GAINS AND LOSSES
SCHEDULE D

Description	Quantity	Proceeds	Cost Basis	Short Term Realized Gain Loss	Long Term Realized Gain Loss	Total Realized Gain Loss
DOLLAR GENERAL CORP	(870 00)	33,960 23	34,982 96	(1,022 73)	-	(1,022 73)
DOLLAR TREE INC	(1,650 00)	117,606 80	92,720 84	24,885 96	-	24,885 96
DOW CHEMICAL CO	(6,560 00)	207,966 95	222,915 23	(14,948 28)	-	(14,948 28)
DSW INC CL A	(153 00)	6,178 33	2,516 46	-	3,661 87	3,661 87
DUKE REALTY CORP	(9,530 00)	133,351 03	143,148 21	(9,797 18)	-	(9,797 18)
E I DU PONT DE NEMOURS & CO	(4,020 00)	191,865 00	215,296 14	(23,431 14)	-	(23,431 14)
EAST WEST BANCORP INC	(745 00)	16,912 73	8,255 78	340 85	8,316 10	8,656 95
EL PASO PIPELINE PARTNERS LP	(12,500 00)	404,375 97	475,607 50	(71,231 53)	-	(71,231 53)
EL PASO TX LIMITED TAX 5 624% AUG 15 2011 DTI	(135,000 00)	136,822 50	135,000 00	-	1,822 50	1,822 50
EL PASO TX LIMITED TAX 5 724% AUG 15 2013 DTI	(125,000 00)	136,062 50	125,400 00	-	10,662 50	10,662 50
ELDORADO GOLD CORP	(5,000 00)	85,179 35	94,400 00	(9,220 65)	-	(9,220 65)
ENERGIZER HOLDINGS INC	(250 00)	17,299 66	14,180 71	3,118 95	-	3,118 95
ENERGY TRANSFER EQUITY L P	(16,910 00)	601,174 44	720,568 08	(119,393 64)	-	(119,393 64)
EQUIFAX INC	(700 00)	25,045 51	17,553 60	-	7,491 91	7,491 91
ESCO TECHNOLOGIES INC	(297 00)	11,612 29	9,741 13	1,447 63	423 53	1,871 16
EW SCRIPPS CO - CL A	(1,375 00)	12,722 76	10,103 93	143 43	2,475 40	2,618 83
FFCB 4 650% 12/12/2016 DTD 09/12/2008	(400,000 00)	438,960 00	427,826 00	-	11,134 00	11,134 00
FFCB 4 875% 12/16/2015 DTD 11/18/2005	(150,000 00)	167,865 00	150,534 30	-	17,330 70	17,330 70
FHLB 4 625% 09/11/2020 DTD 09/01/2005	(200,000 00)	214,500 00	205,732 00	-	8,768 00	8,768 00
FHLB 4 875% 12/14/2012 DTD 11/03/2005	(100,000 00)	107,030 00	101,137 50	-	5,892 50	5,892 50
FHLB 5 250% 06/18/2014 DTD 05/27/2004	(100,000 00)	112,030 00	99,827 60	-	12,202 40	12,202 40
FHLB 5 250% 09/12/2014 DTD 08/03/2007	(150,000 00)	168,405 00	157,188 00	-	11,217 00	11,217 00
FHLB 5 500% 08/13/2014 DTD 06/22/2007	(125,000 00)	141,437 50	128,968 75	-	12,468 75	12,468 75
FHLB 6 640% 12/13/2016 DTD 12/13/1996	(250,000 00)	300,475 00	272,195 45	-	28,279 55	28,279 55
FMC CORP	(490 00)	39,008 35	29,378 80	9,629 55	-	9,629 55
FORWARD AIR CORP	(457 00)	13,834 95	9,284 39	102 10	4,448 46	4,550 56
FRANKLIN ELECTRIC INC	(284 00)	12,203 24	9,549 71	2,653 53	-	2,653 53
FREEPORT-MCMORAN COPPER & GOLD INC CL B	(3,000 00)	155,670 00	149,740 05	5,929 95	-	5,929 95
FRESENIUS MEDICAL CARE ADR	(1,620 00)	104,954 05	76,483 72	-	28,470 33	28,470 33
GAMCO INVESTORS INC	(236 00)	10,746 59	9,885 60	-	860 99	860 99
GILEAD SCIENCES INC	(1,310 00)	50,892 52	50,107 45	785 07	-	785 07
GLACIER BANCORP INC	(1,101 00)	16,063 28	16,795 51	(732 23)	-	(732 23)
GOLDMAN SACHS GROUP INC	(315 00)	51,932 74	50,969 25	963 49	-	963 49
GOODRICH CORP	(3,090 00)	258,839 86	291,731 20	(32,891 34)	-	(32,891 34)
GOOGLE INC CL A	(148 00)	84,307 69	84,041 14	266 55	-	266 55
GRAND CANYON EDUCATION INC	(641.00)	10,864 74	11,922 93	(639 62)	(418 57)	(1,058 19)
GREENLIGHT CAPITAL RE LTD - A	(1,400 00)	40,235 22	35,361 60	4,873 62	-	4,873 62
HAIN CELESTIAL GROUP INC	(1,430 00)	43,982 38	27,025 47	16,956 91	-	16,956 91
HALLIBURTON CO	(20,080 00)	886,466.18	915,419 52	(28,953 34)	-	(28,953 34)
HARMAN INTERNATIONAL INDUSTRY INC	(403 00)	20,109 27	13,104 08	7,005 19	-	7,005 19
HEALTH MANAGEMENT ASSOCIATES INC	(1,443 00)	13,520 21	7,618 80	232 13	5,669 28	5,901 41
HENRY JACK & ASSOCIATES INC	(700 00)	22,441 56	14,205 79	-	8,235 77	8,235 77
HILLENBRAND INC	(900 00)	19,864 77	14,820 30	-	5,044 47	5,044 47
HSBC HOLDINGS PLC SPONS ADR	(836 00)	47,224 73	40,850 06	-	6,374 67	6,374 67
ICICI BANK LTD SPONS ADR	(1,820 00)	82,155 22	33,744 09	-	48,411 13	48,411 13
IMMUCOR INC	(500 00)	9,994 80	8,556 90	1,437 90	-	1,437 90
IN BD BK REV SCH SEVERANCE FDG-11 5 73% JUI	(125,000 00)	136,562 50	126,545 00	-	10,017 50	10,017 50
INERGY L P	(20,470 00)	513,121 91	827,581 58	(314,459 67)	-	(314,459 67)
INTERNATIONAL BUSINESS MACHINES CORP	(3,590 00)	601,749 53	613,848 30	(12,098 77)	-	(12,098 77)
INTERNATIONAL FLAVORS & FRAGRANCES INC	(300 00)	17,024 67	9,120 66	-	7,904 01	7,904 01
INTERNATIONAL GAME TECHNOLOGY	(1,300 00)	21,696 58	18,213 29	-	3,483 29	3,483 29
IPATH DOW JONES-UBS COMMODITY INDEX TOT/	(2,730 00)	134,151 53	109,298 28	-	24,853 25	24,853 25
IPATH MSCI INDIA INDEX ETN	(2,590 00)	145,201 41	156,486 58	(11,285 17)	-	(11,285 17)
IRON MOUNTAIN INC PA	(500 00)	13,412 74	11,381 05	2,031 69	-	2,031 69
ISHARES CORE S&P 500 ETF	(28,044 00)	3,720,929 06	4,026,619 16	54,969 74	(360,659 84)	(305,690 10)
ISHARES MSCI EMERGING MARKET INDEX	(13,990 00)	592,065 35	648,173 70	(56,108 35)	-	(56,108 35)
ISHARES RUSSELL 1000 VALUE INDEX FUND	(20,688 00)	1,418,025 49	1,257,623 81	160,401 68	-	160,401 68
ITAU UNIBANCO HOLDING S A, ADR	(31,680 00)	622,130 62	714,197 48	(92,066 86)	-	(92,066 86)
ITRON INC	(650 00)	36,813 99	42,488 07	(5,674 08)	-	(5,674 08)
IXIA	(935 00)	16,904 66	12,742 99	4,161 67	-	4,161 67
JOHNSON & JOHNSON	(1,770 00)	108,907 36	116,987 89	(8,080 53)	-	(8,080.53)
JP MORGAN CHASE & CO	(9,820 00)	340,873 74	425,179 68	(84,305 94)	-	(84,305 94)
KANE COOK & DU PAGE CNTYS IL SCH DIST NO 4I	(125,000 00)	138,281 25	126,526 74	-	11,754 51	11,754 51
KELLOGG CO	(3,170 00)	168,783 78	180,060 96	(11,277 18)	-	(11,277 18)

HARRINGTON FAMILY FOUNDATION
13 SAIL POINT ROAD
KEY LARGO, FL 33037

EIN: 83-0343509
YE: 12/31/2011

STATEMENT ATTACHED TO AND MADE PART OF
CAPITAL GAINS AND LOSSES
SCHEDULE D

Description	Quantity	Proceeds	Cost Basis	Short Term Realized Gain Loss	Long Term Realized Gain Loss	Total Realized Gain Loss
KRAFT FOODS INC CLASS A	(8,380 00)	278,946 12	272,848 17	6,097 95	-	6,097 95
LASALLE HOTEL PROPERTIES	(351 00)	9,855 89	4,202 76	-	5,653 13	5,653 13
LIBERTY MEDIA CORP STARZ SERIES A	(500 00)	35,025 32	26,801 83	8,223 49	-	8,223 49
LIFE TECHNOLOGIES CORP	(1,060 00)	57,493 29	52,780 83	4,712 46	-	4,712 46
LIZ CLAIBORNE INC	(1,132 00)	5,682 52	9,484 66	(3,802 14)	-	(3,802 14)
LOUISVILLE KY UNLIMITED TAX 5 1/4% B OCT 01 2	(50,000 00)	52,562 50	50,104 00	-	2,458 50	2,458 50
LUMBER LIQUIDATORS HLDGS INC COM	(492 00)	13,928 35	9,478 96	1,089 43	3,359 96	4,449 39
MARKET VECTORS GOLD MINERS	(7,840 00)	431,889 37	522,988 37	(91,099 00)	-	(91,099 00)
MASTERCARD INC - CLASS A	(670 00)	215,603 26	218,084 75	(2,481 49)	-	(2,481 49)
MC CORMICK & CO INC NON-VOTING	(1,140 00)	54,167 75	49,589 11	(1,809 43)	6,388 07	4,578 64
MC DONALDS CORP	(6,260 00)	538,981 53	484,060 37	54,921 16	-	54,921 16
METABOLIX INC	(1,100 00)	9,559 80	13,692 32	(4,132 52)	-	(4,132 52)
MICROSOFT CORP	(1,860 00)	50,107 43	49,727 18	380 25	-	380 25
MINDRAY MEDICAL INTERNATIONAL LTD ADR	(1,168 00)	30,729 48	37,125 08	-	(6,395 60)	(6,395 60)
MOBILE MINI INC	(700 00)	15,416 71	9,247 53	2,464 67	3,704 51	6,169 18
MONSANTO CO	(370 00)	26,949 58	26,122 00	827 58	-	827 58
MORNINGSTAR INC	(273 00)	15,972 92	11,585 92	256 33	4,130 67	4,387 00
NESTLE S A SPONS ADR REPSTG REG SH	(5,470 00)	316,920 47	307,554 03	1,980 65	7,385 79	9,366 44
NETGEAR INC	(477 00)	15,724 71	10,788 33	2,676 76	2,259 62	4,936 38
NEWELL RUBBERMAID INC	(1,300 00)	25,985 45	19,985 42	6,000 03	-	6,000 03
NJ ECONOMIC DEV AUTH ECONOMIC DEV LAFAYI	(50,000 00)	51,825 00	50,000 00	-	1,825 00	1,825 00
NOVARTIS A G ADR	(870 00)	49,546 50	45,563 70	3,982 80	-	3,982 80
NUVASIVE INC	(380 00)	11,371 39	12,105 65	(709 18)	(25 08)	(734 26)
NY ST POWER AUTH 5 553 % B NOV 15 2016 DTD '	(130,000 00)	140,075 00	132,335 37	-	7,739 63	7,739 63
OAKLAND MACOMB INTERCEPTOR DRAIN DRAIN/	(270,000 00)	269,325 00	269,505 90	(180 90)	-	(180 90)
OCCIDENTAL PETROLEUM CORP	(2,440 00)	229,791 48	259,001 12	(29,209 64)	-	(29,209 64)
ORACLE CORP	(17,670 00)	524,922 54	581,267 77	(56,345 23)	-	(56,345 23)
PEABODY ENERGY CORP	(5,630 00)	351,667 25	396,343 37	(44,676 12)	-	(44,676 12)
PEPSICO INC	(2,540 00)	164,226 00	180,046 15	(15,820 15)	-	(15,820 15)
PERRIGO CO	(150 00)	11,359 28	3,883 47	-	7,475 81	7,475 81
PHILIP MORRIS INTERNATIONAL	(4,150 00)	270,492 46	276,565 80	(6,073 34)	-	(6,073 34)
PIMCO FDS EMRG LOCL BD D	(38,000 00)	376,580 00	403,814 11	(27,234 11)	-	(27,234 11)
PNC FINANCIAL SERVICES GROUP INC	(630 00)	34,799 27	34,737 11	62 16	-	62 16
PRECISION DRILLING CORPORATION	(1,653 00)	18,577 87	12,546 58	6,031 29	-	6,031 29
PRINCETON UNIVERSITY NOTES 4 95% MAR 01 2C	(140,000 00)	149,800 00	143,522 40	-	6,277 60	6,277 60
PROCTER & GAMBLE CO	(460 00)	29,545 23	29,039 05	506 18	-	506 18
QIAGEN NV	(5,057 00)	103,724 66	87,788 31	2,680 16	13,256 19	15,936 35
QUALCOMM INC	(1,210 00)	70,994 41	46,987 24	24,007 17	-	24,007 17
QUALITY SYSTEMS INC	(204 00)	16,125 85	6,672 09	345 61	9,108 15	9,453 76
RALCORP HOLDINGS INC NEW	(200 00)	13,007 75	12,583 48	424 27	-	424 27
RAYMOND JAMES FINANCIAL INC	(410 00)	15,779 48	8,788 27	-	6,991 21	6,991 21
RECKITT BENCKISER GROUP ADR	(4,240 00)	44,391 94	35,009 69	-	9,382 25	9,382 25
RIGHTNOW TECHNOLOGIES INC	(701 00)	18,892 56	8,826 37	778 24	9,287 95	10,066 19
ROCHE HOLDINGS LTD SPONS ADR	(2,420 00)	88,279 90	101,026 88	399 00	(13,145 98)	(12,746 98)
ROSETTA STONE INC	(267 00)	4,274 58	5,630 41	(1,355 83)	-	(1,355 83)
ROYAL DUTCH SHELL PLC ADR	(1,770 00)	118,452 98	130,861 36	(12,408 38)	-	(12,408 38)
ROYAL GOLD INC	(290 00)	14,375 02	14,093 17	257 87	23 98	281 85
SABMILLER PLC SPONS ADR	(870 00)	32,058 88	22,517 80	-	9,541 08	9,541 08
SALES TAX ASSET RECEIVABLE CORP NY 4 42% E	(225,000 00)	233,502 75	234,402 75	-	(900 00)	(900 00)
SAP AKTIENGESELLSCHAFT SPONS ADR	(910 00)	54,383 46	42,095 33	12,288 13	-	12,288 13
SCHLUMBERGER LTD	(8,490 00)	666,411 91	732,483 74	(66,071 83)	-	(66,071 83)
SCOTTS MIRACLE-GRO COMPANY	(640 00)	34,022 31	29,765 60	4,256 71	-	4,256 71
SEACHANGE INTERNATIONAL INC	(1,052 00)	9,814 97	7,804 70	402 47	1,607 80	2,010 27
SEI INVESTMENT CO	(700 00)	16,064 69	8,868 72	-	7,195 97	7,195 97
SGS S A ADR	(6,190 00)	104,620 74	81,512 89	-	23,107 85	23,107 85
SIGMA ALDRICH CORP	(300 00)	18,974 63	9,851 46	-	9,123 17	9,123 17
SOCIEDAD QUIMICA MINERA DE CHILE REPSTG S	(660 00)	34,956 94	22,555 95	12,400 99	-	12,400 99
SPDR DOW JONES REIT ETF	(3,200 00)	206,134 59	136,541 44	-	69,593 15	69,593.15
SPDR GOLD TRUST	(24,000 00)	3,790,653 46	3,405,089 07	45,006 15	340,558 24	385,564 39
STATE OF NEW YORK HOUSING FINANCE AGY ST	(50,000 00)	50,107 00	49,791 50	-	315 50	315 50
STATE OF WISCONSIN GENERAL REV 4 80% A MA	(320,000 00)	336,160 00	348,000 00	(11,840 00)	-	(11,840 00)
STIFEL FINANCIAL CORP	(171 00)	12,387 99	9,346 24	3,041 75	-	3,041 75
SYMANTEC CORP	(1,020 00)	18,665 84	17,120 70	1,545 14	-	1,545 14
TELEFLEX INC	(232 00)	14,147 06	14,918 69	274 70	(1,046 33)	(771 63)

HARRINGTON FAMILY FOUNDATION
13 SAIL POINT ROAD
KEY LARGO, FL 33037

EIN: 83-0343509
YE: 12/31/2011

STATEMENT ATTACHED TO AND MADE PART OF
CAPITAL GAINS AND LOSSES
SCHEDULE D

Description	Quantity	Proceeds	Cost Basis	Short Term Realized Gain Loss	Long Term Realized Gain Loss	Total Realized Gain Loss
TELEFONICA S A SPONS ADR	(1,650 00)	40,671 71	35,550 39	-	5,121 32	5,121 32
TENCENT HLDGS LTD ADR	(1,930 00)	48,615 76	44,066 92	4,548 84	-	4,548 84
TEREX CORP	(431 00)	16,101 85	8,601 43	506 95	6,993 47	7,500 42
TERREMARK WORLDWIDE INC	(1,159 00)	21,881 49	10,905 73	10,975 76	-	10,975 76
TEVA PHARMACEUTICAL INDUSTRIES LTD SPONS	(2,750 00)	142,053.74	131,798 47	(7,241 13)	17,496 40	10,255 27
TEXAS INDUSTRIES INC	(349 00)	14,203 04	12,883 31	1,147 31	172 42	1,319 73
TEXAS ROADHOUSE INC CL A	(772 00)	13,942 05	11,165 20	2,776 85	-	2,776 85
THE ADVISORY BOARD CO	(371 00)	19,150 39	8,864 17	-	10,286 22	10,286 22
TIME WARNER CABLE INC	(3,940 00)	253,001 51	273,234 94	(20,233 43)	-	(20,233 43)
TORONTO DOMINION BANK	(2,370 00)	189,688 25	206,377 43	(16,689 18)	-	(16,689 18)
TORTOISE ENERGY INFRASTRUCTURE	(11,847 00)	473,165 98	386,490 40	86,675 58	-	86,675 58
TOTAL SYSTEMS SERVICES INC	(1,300 00)	22,723 56	17,751 48	-	4,972 08	4,972 08
TOWERS WATSON & COMPANY CL-A	(400 00)	23,405 55	15,516 17	-	7,889 38	7,889 38
TRACTOR SUPPLY CO	(880 00)	46,516 96	26,916 49	19,600 47	-	19,600 47
TREEHOUSE FOODS INC-WHEN ISS	(258 00)	13,280 83	5,928 16	-	7,352 67	7,352 67
ULTRA PETROLEUM CORP	(960 00)	42,738 75	43,045 66	(306 91)	-	(306 91)
UMB FINANCIAL CORP	(178 00)	7,230 22	7,236 02	(5 80)	-	(5 80)
UNITED NATURAL FOODS INC	(305 00)	12,860 56	5,706 80	-	7,153 76	7,153 76
UNITED PARCEL SERVICE INC CL B	(7,680 00)	511,450 47	566,990 49	(55,540 02)	-	(55,540 02)
UNITED THERAPEUTICS CORP DEL	(132 00)	8,872 86	3,645 87	-	5,226 99	5,226 99
VALASSIS COMMUNICATIONS INC	(600 00)	18,119 65	19,240 63	(1,120 98)	-	(1,120 98)
VARIAN MEDICAL SYSTEMS INC	(510 00)	35,158 57	28,049 10	7,109 47	-	7,109 47
VASCO DATA SECURITY INTERNATIONAL INC	(1,081 00)	10,010 08	7,742 10	239 32	2,028 66	2,267 98
VEECO INSTRUMENTS INC	(430 00)	20,876 31	17,779 00	3,097 31	-	3,097 31
VEOLIA ENVIRONNEMENT ADR	(1,690 00)	54,907 04	101,084 84	2,629 86	(48,807 66)	(46,177 80)
VESTAS WIND SYSTEMS ADR	(570 00)	6,076 08	14,289 22	-	(8,213 14)	(8,213 14)
VISA INC CLASS A SHARES	(2,320 00)	200,068 82	210,150 30	(10,081 48)	-	(10,081 48)
VODAFONE GROUP PLC SPONS ADR	(3,900 00)	113,317 38	98,326 49	14,614 51	376 38	14,990 89
WABTEC CORP	(251 00)	14,290 15	9,871 17	-	4,418 98	4,418 98
WASHINGTON REAL ESTATE INV	(281 00)	8,590 00	6,900 58	-	1,689 42	1,689 42
WATERS CORP	(3,580 00)	269,778 09	329,202 71	(64,509 39)	5,084 77	(59,424 62)
WEBSENSE INC	(570 00)	12,024 77	9,978 27	113 54	1,932 96	2,046 50
WEBSTER FINANCIAL CORP WATERBURY CONN	(13,600 00)	279,152 98	296,557 03	(17,404 05)	-	(17,404 05)
WELLS FARGO & CO	(18,890 00)	477,323 77	559,082 40	(81,758 63)	-	(81,758 63)
WILL CNTY IL SCH DIST NO 122 UNLIMITED TAX 5	(25,000 00)	25,000 00	25,384 00	-	(384 00)	(384 00)
WILL CNTY IL SCH DIST NO 122 UNLIMITED TAX 5	(25,000 00)	26,187 50	25,384 00	-	803 50	803 50
WINNEBAGO INDUSTRIES INC	(641 00)	9,999 40	5,519 24	-	4,480 16	4,480 16
WISDOMTREE EMERGING MARKETS LOCAL DEBT	(14,530 00)	708,312 31	780,400 33	(72,088 02)	-	(72,088 02)
YOUGH SCH DIST PA NTS UNLIMITED TAX 5 95% E	(125,000 00)	133,375 00	129,848 75	-	3,526 25	3,526 25
EAST BATON ROUGE LA SWR COMMN REV	(300,000 00)	294,000 00	300,000 00	-	(6,000 00)	(6,000 00)
LA CROSSE CNTY WI	(50,000 00)	55,589 00	52,049 00	-	3,540 00	3,540 00
WEST CA WTR DIST REV	(300,000 00)	300,750 00	300,000 00	-	750 00	750 00
WATERLOO IA	(115,000 00)	120,175 00	114,994 25	-	5,180 75	5,180 75
MC HENRY CNTY IL CMNTY CONS	(300,000 00)	300,300 00	300,000 00	-	300 00	300 00
OR ST	(150,000 00)	162,375 00	150,000 00	-	12,375 00	12,375 00
HOPKINS MINNESOTA INDEPENDENT SCHOOL	(150,000 00)	166,350 00	150,000 00	-	16,350 00	16,350 00
WARREN MI CONS SCH DIST	(300,000 00)	304,200 00	300,000 00	-	4,200 00	4,200 00
FREDRICK MD	(225,000 00)	242,100 00	225,000 00	-	17,100 00	17,100 00
CENTRAL WEBER UT SWR IMPT DIST SWR	(325,000 00)	332,312 50	325,000 00	-	7,312 50	7,312 50
CT ST	(320,000 00)	336,800 00	341,331 20	-	(4,531 20)	(4,531 20)
NORTH ST PAUL MAPLEWOOD MN INDPT SCH	(150,000 00)	160,500 00	150,000 00	-	10,500 00	10,500 00
UNIVERSITY NC CHARLOTTE REV	(50,000 00)	50,000 00	50,000 00	-	-	-
DUKE UNIVERSITY	(225,000 00)	243,000 00	232,474 50		10,525 50	10,525 50
		39,889,643 04	40,305,565 76	(1,276,789 03)	860,866 31	(415,922 72)

Cusip Number		Description	Date of Sale	Date of Acquisition	Sales Price of Stocks Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
Noncovered *(Box 6 is checked)*		*(Box 9)*	*(Box 1a)*		*(Box 2)*			*(Box 4)*
004764106	25.0000	ACME PACKET INC	01/18/2011	Various	1,513.43	248.45	1,264.98	0.00
004764106	10.0000	ACME PACKET INC	01/19/2011	Various	588.96	97.63	491.33	0 00
004764106	47.0000	ACME PACKET INC	01/20/2011	Various	2,486 21	429.54	2,056.67	0 00
09063H107	90.0000	BIOMED REALTY TRUST INC	01/11/2011	08/07/2009	1,646.57	1,271 37	375 20	0 00
09063H107	112.0000	BIOMED REALTY TRUST INC	01/12/2011	Various	2,045.48	1,568.52	476.96	0.00
09063H107	82.0000	BIOMED REALTY TRUST INC	01/13/2011	Various	1,494.18	1,140.94	353.24	0.00
09063H107	140.0000	BIOMED REALTY TRUST INC	01/14/2011	Various	2,527 97	1,842.28	685 69	0 00
09063H107	38 0000	BIOMED REALTY TRUST INC	01/18/2011	09/03/2009	686.88	463.11	223 77	0.00
109696104	200.0000	BRINKS CO	01/03/2011	Various	5,475.94	6,106.77	-630.83	0.00
23334L102	53.0000	DSW INC CL A	01/05/2011	Various	1,909.99	1,006.64	903 35	0.00
23334L102	5.0000	DSW INC CL A	01/06/2011	10/07/2009	177.43	87.78	89.65	0 00
23334L102	38.0000	DSW INC CL A	01/10/2011	Various	1,323.00	647.40	675.60	0 00
23334L102	10.0000	DSW INC CL A	01/11/2011	Various	335.93	168.91	167.02	0.00
303075105	33.0000	FACTSET RESH SYS INC COM	01/04/2011	Various	3,088.36	1,531 91	1,556.45	0.00
303075105	39.0000	FACTSET RESH SYS INC COM	01/05/2011	Various	3,663.05	1,754 82	1,908.23	0 00
303075105	25.0000	FACTSET RESH SYS INC COM	01/06/2011	03/18/2009	2,354.99	1,068.11	1,286.88	0.00
00P0CN0Y1	6500.0000	SPDR GOLD TRUST PUT @ 116 EXPIRES 06/18/11	02/24/2011	12/31/2000	3,183.99	22,117.78	-18,933.79	0 00
939653101	32.0000	WASHINGTON REAL ESTATE INVT TR SH BEN INT	01/26/2011	08/27/2007	994.98	1,046.89	-51.91	0 00

Cusip Number	Description	Date of Sale	Date of Acquisition	Sales Price of Stocks Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
Noncovered *(Box 6 is checked)*	*(Box 9)*	*(Box 1a)*		*(Box 2)*			*(Box 4)*
Total Long Term 15% Sales Reported on 1099-B				**35,497.34**	**42,598.85**	**-7,101.51**	**0.00**
Report on Form 8949, Part II, with Box B checked							
Long Term 28% Sales Reported on 1099-B							
78463V107	.0000 SPDR GOLD TRUST ETF	12/31/2011	12/04/2009	80.82	69.09	11.73	0.00
78463V107	.0000 SPDR GOLD TRUST ETF	12/31/2011	12/21/2009	42.80	34 56	8.24	0 00
78463V107	.0000 SPDR GOLD TRUST ETF	12/31/2011	01/04/2010	42.62	35.11	7.51	0.00
78463V107	.0000 SPDR GOLD TRUST ETF	12/31/2011	01/25/2010	26.04	21.16	4.88	0.00
78463V107	.0000 SPDR GOLD TRUST ETF	12/31/2011	12/21/2009	21.58	17.41	4.17	0.00
78463V107	.0000 SPDR GOLD TRUST ETF	12/31/2011	12/14/2009	20.67	17.11	3 56	0 00
				234.53	**194.44**	**40.09**	**0.00**

Report on Form 8949, Part II, with Box B checked

Form **8868** (Rev January 2012) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)* You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions.
THE HARRINGTON-MCLAUGHLIN FAMILY FOUNDATION
C/O RONALD G. HARRINGTON

Employer identification number (EIN) or
[X] 83-0343509

Number, street, and room or suite no. If a P.O box, see instructions
13 SAIL POINT ROAD

Social security number (SSN) [ ]

City, town or post office, state, and ZIP code For a foreign address, see instructions
KEY LARGO, FL 33037

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ RONALD G. HARRINGTON

Telephone No. ▶ 330 367-8980 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 12 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 20 11 or

▶ [ ] tax year beginning ______, 20 ___, and ending ______, 20 ___.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 30,539.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 30,539.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ NONE .

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. THE HARRINGTON-MCLAUGHLIN FAMILY FOUNDATION C/O RONALD G. HARRINGTON	Employer identification number (EIN) or [X] 83-0343509
File by the due date for filing your return See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 13 SAIL POINT ROAD	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions. KEY LARGO, FL 33037	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ RONALD G. HARRINGTON
  Telephone No. ▶ 330 367-8980 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15, 20 12 .

5 For calendar year 2011 , or other tax year beginning ______, 20 ___, and ending ______, 20 ___

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension THE TAXPAYER HEREBY REQUESTS AN ADDITIONAL EXTENSION OF TIME TO FILE IN ORDER TO OBTAIN THE INFORMATION NECESSARY TO FILE A COMPLETE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 30,539.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 30,539.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ [signature] Title ▶ CPA Date ▶ 8/10/2012

JSA
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