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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

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

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

Name of foundation
THE HUMPHREYS FOUNDATION

% KAMI POMERANTZ/HOLLAND & HAR

Number and street (or P O box number if mail is not delivered to street address) 555 17TH STREET | Room/suite

City or town, state, and ZIP code
DENVER, CO 80202

A Employer identification number
84-6021274

B Telephone number (see page 10 of the instructions)
(303) 295-8095

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,532,493

J Accounting method ☐ Cash ☑ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	40,604	40,604		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	30,164			
	b	Gross sales price for all assets on line 6a 872,656				
	7	Capital gain net income (from Part IV, line 2)		30,164		
	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)	799	799		
	12	**Total.** Add lines 1 through 11	71,567	71,567		
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)	1,575	1,339	0	236
	c	Other professional fees (attach schedule)	21,095	17,931		3,164
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	4,723	61		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	439	439		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	27,832	19,770	0	3,400
	25	Contributions, gifts, grants paid	77,000			77,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	104,832	19,770	0	80,400
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-33,265			
	b	**Net investment income** (if negative, enter -0-)		51,797		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	64,776	40,938	40,938
3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	840,879	926,605	919,573
c	Investments—corporate bonds (attach schedule)	666,239	571,086	571,981
11	Investments—land, buildings, and equipment basis ▶ 1 Less accumulated depreciation (attach schedule) ▶	1	1	1
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,571,895	1,538,630	1,532,493
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	
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	1,571,895	1,538,630	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds			
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 page 17 of the instructions)	1,571,895	1,538,630	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,571,895	1,538,630	

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	1,571,895
2	Enter amount from Part I, line 27a	2	-33,265
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,538,630
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,538,630

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	30,164
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	77,498	1,601,484	0 048391
2009	78,598	1,498,967	0 052435
2008	84,992	1,760,564	0 048275
2007	94,449	1,990,660	0 047446
2006	87,554	1,922,836	0 045534

2	**Total** of line 1, column (d).	2	0 242081
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 048416
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,614,212
5	Multiply line 4 by line 3.	5	78,154
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	518
7	Add lines 5 and 6.	7	78,672
8	Enter qualifying distributions from Part XII, line 4.	8	80,400

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	518
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	518
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	518
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,548		
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	2,548
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	2,030
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 520	**Refunded** ▶		11	1,510

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶KAMI POMERANTZHOLLAND & HART Telephone no ▶(303) 295-8095

Located at ▶555 17TH ST 3200 DENVER CO ZIP+4 ▶80202

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		No

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ 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 page 20 of the 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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

			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 page 22 of the 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 page 22 of the 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**		No
	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 page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SAMUEL GUYTON 555 17TH STREET DENVER, CO 80202	PRESIDENT, DIRECTOR 3 0	0	0	0
CLAUDE M MAER JR 555 17TH STREET DENVER, CO 80202	DIRECTOR 2 0	0	0	0
KAMI POMERANTZ 555 17TH STREET DENVER, CO 80202	VP, TREASURER, DIRECTOR 3 0	0	0	0
JEAN GUYTON 555 17TH STREET DENVER, CO 80202	SECRETARY 2 0	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation

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 PROVISION OF FUNDING TO 36 CHARITIES FOR CONTINUATION OF THEIR CHARITABLE ACTIVITIES	77,000
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	959,561
b	Average of monthly cash balances	1b	53,286
c	Fair market value of all other assets (see page 24 of the instructions)	1c	625,947
d	**Total** (add lines 1a, b, and c)	1d	1,638,794
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	0
3	Subtract line 2 from line 1d	3	1,638,794
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	24,582
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,614,212
6	**Minimum investment return.** Enter 5% of line 5	6	80,711

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

1	Minimum investment return from Part X, line 6			1	80,711
2a	Tax on investment income for 2011 from Part VI, line 5	2a	518		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	518
3	Distributable amount before adjustments Subtract line 2c from line 1			3	80,193
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	80,193
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	80,193

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	80,400
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	80,400
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	518
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	79,882

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				80,193
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 2009 , 2008 , 2007				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009. 4,312				
e From 2010.				
f **Total** of lines 3a through e.	4,312			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 80,400				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				80,193
e Remaining amount distributed out of corpus	207			
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	4,519			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	4,519			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . . 4,312				
d Excess from 2010. . . .				
e Excess from 2011. . . . 207				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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* See Additional Data Table				
Total . . . . ▶ **3a**				77,000
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 page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	40,604	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	30,164	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a LITIGATION SETTLE			01	799	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				71,567	

13 Total. Add line 12, columns (b), (d), and (e). 13 71,567

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2012-05-08 | ******
Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
Firm's name	MARRS SEVIER & COMPANY LLC	Firm's EIN	
Firm's address	230 SOUTH HOLLAND STREET LAKEWOOD, CO 80226	Phone no (303) 922-6654	

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

Additional Data

Software ID:	
Software Version:	
EIN:	84-6021274
Name:	THE HUMPHREYS FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
23 ALEXION PHARMACEUTICALS		2011-10-18	2011-11-14
27 BAIDU COM		2010-09-24	2011-03-04
23 CELGENE CORP		2011-10-14	2011-11-14
23 CERNER CORPORATION		2011-10-18	2011-11-14
8 CITIGROUP INC		2011-03-04	2011-05-25
78 CONOCOPHILLIPS			2011-03-04
568 948 CREDIT SUISSE COMM		2011-03-04	2011-10-11
29 DEVON ENERGY CORPORATION		2011-03-16	2011-10-11
58 DISNEY WALT CO		2011-03-10	2011-10-11
10000 FHLMC MTN		2011-03-17	2011-05-05
28 FEDEX CORP		2011-03-04	2011-10-11
784 298 NUVEEN REAL ESTATE			2011-03-04
51 GOLDCORP INC		2011-03-04	2011-10-11
10 GOOGLE INC			2011-10-11
3683 845 PYXIS LONG SHORT		2011-03-04	2011-11-14
42 JOHNSON & JOHNSON		2010-08-05	2011-03-10
64 LAM RESEARCH CORP		2010-09-24	2011-03-04
41 LIFE TECHNOLOGIES CORP		2011-10-11	2011-10-18
44 MSCI INC		2011-11-14	2011-11-23
22 MEAD JOHNSON NUTRITION		2011-03-16	2011-10-11
64 MEDTRONIC INC		2011-03-04	2011-10-11
112 MICROSOFT CORP		2010-03-16	2011-03-04
7142 MOTOROLA SOLUTIONS		2010-09-24	2011-02-23
42 MOTOROLA SOLUTIONS INC		2010-09-24	2011-03-04
375 MOTOROLA MOBILITY		2010-09-24	2011-02-23
37 MOTOROLA MOBILITY		2010-09-24	2011-03-16
478 956 NEUBERGER BERMAN		2010-09-28	2011-03-04
59 PGE CORP		2010-06-09	2011-03-16
64 QLIK TECHNOLOGIES INC		2011-10-11	2011-11-14
298 651 T ROWE PRICE SM CAP		2010-09-24	2011-03-04

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
25000 ROYAL BK CA MTN		2010-08-05	2011-03-04
12 SALESFORCE COM INC		2011-10-14	2011-11-23
27 SCHLUMBERGER LTD		2011-03-04	2011-10-14
1096 324 TFS MARKET NEUTRAL		2011-03-10	2011-11-14
1119 191 TEMPLETON INSTL		2010-09-28	2011-03-04
23 TEMPUR PEDIC INTL INC		2011-11-14	2011-11-23
12 VF CORP		2011-10-18	2011-11-14
40 VERIFONE SYSTEMS INC		2011-10-11	2011-10-18
30 VMWARE INC		2010-09-24	2011-03-04
47 COVIDIEN PLC		2011-03-10	2011-10-11
53 PARTNERRE LTD		2010-04-20	2011-03-10
114 ATT INC		2008-06-04	2011-03-04
25000 AT&T INC 4 85%		2009-03-25	2011-03-04
50000 ABBOTT LABORATORIES		2007-11-28	2011-05-15
62 ADVANCE AUTO PARTS		2010-09-24	2011-10-11
602 571 AMERICAN CENTY INTL		2010-03-16	2011-10-11
913 139 AMERICAN CENTY VISTA			2011-10-11
40 AMERICAN ELECTRIC POWER		2010-03-16	2011-10-14
72 AMERICAN EXPRESS CO		2009-11-13	2011-10-11
50 AMGEN INC		2008-08-26	2011-10-11
76 ARCHER DANIELS MIDLAND		2010-09-24	2011-10-11
201 BANK OF AMERICA CORP		2009-05-28	2011-03-04
BANK OF AMERICA CORP			2011-09-21
176 BANK OF AMERICA CORP		2009-05-28	2011-10-11
71 BEST BUY CO		2008-12-24	2011-11-23
45 BRISTOL-MYERS SQUIBB		2010-09-24	2011-10-11
44 CVS CAREMARK CORP		2010-08-05	2011-10-18
36 CAPITAL ONE FINANCIAL CORP		2010-09-24	2011-10-11
24 CATERPILLAR INC		2009-11-13	2011-03-04
50000 CHARTER ONE BANK FSB		2007-08-21	2011-04-26

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
7 CHUBB CORPORATION		2010-09-24	2011-10-11
44 CHUBB CORPORATION		2010-09-28	2011-10-11
23 CHUBB CORPORATION		2010-09-24	2011-11-14
38 CIMAREX ENERGY CO		2010-08-05	2011-10-11
142 CISCO SYS INC		2009-09-29	2011-11-14
40 COGNIZANT TECH SOLUTIONS		2010-09-24	2011-10-14
109 CONOCOPHILLIPS		2010-08-05	2011-10-11
50000 CREDIT SUIS USA		2006-04-13	2011-11-15
1975 837 CREDIT SUISSE COMM			2011-10-11
4443 764 CREDIT SUISSE COMM			2011-11-23
16 CUMMINS INC		2010-03-10	2011-10-11
ENRON CORP			2011-01-21
52 EXPRESS SCRIPTS INC		2008-07-03	2011-10-14
28 EXXON MOBIL CORP		2008-07-30	2011-10-11
20 EXXON MOBIL CORP		2008-07-30	2011-11-14
25 F5 NETWORKS INC		2010-03-10	2011-10-11
61 GAMESTOP CORP		2010-06-09	2011-10-11
60 GAMESTOP CORP		2010-06-09	2011-10-14
68 GENERAL DYNAMICS CORP		2002-12-11	2011-10-11
25 GENERAL DYNAMICS CORP		2002-12-11	2011-10-14
119 GENERAL ELEC CO		2009-11-13	2011-10-11
29 GOLDMAN SACHS GROUP INC		2009-03-20	2011-10-11
66 GUESS INC		2010-09-24	2011-10-11
30 HESS CORP		2009-11-13	2011-03-04
91 HEWLETT PACKARD		2006-11-02	2011-10-11
625 ISHARES MSCI EMERGING		2009-05-28	2011-03-04
78 JP MORGAN CHASE		2009-03-20	2011-03-04
37 JOHNSON & JOHNSON		2010-08-05	2011-10-11
35 LAS VEGAS SANDS CORP		2010-09-24	2011-10-14
108 LINCOLN NATL CORP		2010-03-10	2011-10-14

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
12 MASTERMIND INC		2009-11-13	2011-03-04
36 MC GRAW-HILL COS INC		2010-09-24	2011-10-18
76 MERCK AND CO INC		2009-03-20	2011-03-10
68 MERCK AND CO INC		2009-03-20	2011-10-11
67 METLIFE INC		2008-06-04	2011-10-11
92 NETLOGIC MICROSYSTEMS		2010-09-28	2011-10-11
54 NORTHERN TRUST CORP		2009-05-28	2011-03-04
100 ORACLE CORPORATION		2010-09-24	2011-10-11
49 ORACLE CORPORATION		2010-09-24	2011-10-14
48 PNC FINANCIAL SERVICES		2009-05-28	2011-11-14
66 PEABODY ENERGY CORP		2010-03-10	2011-10-11
84 PEPSICO INC		2009-03-20	2011-03-04
25000 PFIZER INC		2009-03-25	2011-12-08
72 PRUDENTIAL FINANCIAL INC		2009-05-28	2011-10-11
52 RESEARCH IN MOTION		2010-09-28	2011-10-11
5875 ROYAL DUTCH SHELL		2010-09-24	2011-09-26
41 ST JUDE MED INC		2010-09-24	2011-10-11
40 ST JUDE MED INC		2010-09-24	2011-10-18
22 SALESFORCE COM INC		2010-09-24	2011-10-11
3551 459 LAUDUS INTL MARKET			2011-03-04
199 STAPLES INC		2008-11-05	2011-10-11
37 STARBUCKS CORP		2010-09-24	2011-10-11
62 STARBUCKS CORP		2010-09-24	2011-11-14
52 STARWOOD HOTELS & RESORTS		2010-03-10	2011-10-11
26 TJX COMPANIES INC		2009-03-20	2011-10-11
27 TJX COMPANIES INC		2009-03-20	2011-10-14
57 TARGET CORPORATION		2009-09-29	2011-10-11
39 TEVA PHARMACEUTICAL		2009-06-29	2011-10-14
31 THERMO FISHER SCIENTIFIC		2008-06-04	2011-10-11
38 THERMO FISHER SCIENTIFIC		2008-06-04	2011-10-18

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
104 US BANCORP		2009-09-29	2011-10-11
77 US BANCORP		2009-09-29	2011-11-14
60 UNITED STATES STEEL CORP		2010-03-10	2011-10-11
121 UNITED TECHNOLOGIES CORP		2003-01-21	2011-11-14
UNITED HEALTH GROUP INC			2011-01-06
34 UNITED HEALTH GROUP INC		2009-03-20	2011-10-11
44 VERIZON COMMUNICATIONS		2006-11-02	2011-10-11
50000 WACHOVIA CORP		2006-04-13	2011-03-15
93 WAL MART STORES INC		2008-06-04	2011-10-11
28 WAL MART STORES INC		2008-06-04	2011-10-14
45 WASTE MGMT INC		2008-12-24	2011-10-11
77 WELLS FARGO & CO		2003-01-02	2011-03-10
93 WELLS FARGO & CO		2003-01-02	2011-10-11
53 WESTERN DIGITAL CORP		2010-09-24	2011-10-11
46 WHOLE FOODS MKT INC		2010-09-24	2011-10-11
73 ACE LTD		2008-11-05	2011-03-04
24 ACE LTD		2008-11-05	2011-10-11
41 ASML HOLDING NV NY		2010-03-10	2011-10-11
236 FLEXTRONICS INTERNATIONAL		2010-09-24	2011-10-11
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,534		1,524	10
3,305		2,624	681
1,493		1,524	-31
1,471		1,514	-43
32		36	-4
6,212		4,437	1,775
4,830		5,570	-740
1,710		2,491	-781
1,882		2,474	-592
10,000		10,041	-41
2,045		2,472	-427
14,917		13,459	1,458
2,405		2,551	-146
5,425		5,864	-439
40,485		41,922	-1,437
2,511		2,511	
3,730		2,644	1,086
1,521		1,518	3
1,389		1,494	-105
1,606		1,229	377
2,136		2,511	-375
2,899		3,285	-386
27		25	2
1,681		1,487	194
11		11	
876		1,096	-220
23,411		19,173	4,238
2,506		2,376	130
1,944		1,563	381
11,349		9,437	1,912

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
25,492		25,687	-195
1,264		1,564	-300
1,880		2,465	-585
15,897		16,686	-789
18,209		17,359	850
1,262		1,547	-285
1,631		1,577	54
1,545		1,532	13
2,561		2,649	-88
2,110		2,482	-372
4,111		4,257	-146
3,176		4,390	-1,214
27,132		25,318	1,814
50,000		51,932	-1,932
3,755		3,707	48
8,713		8,581	132
14,409		13,903	506
1,544		1,389	155
3,285		2,893	392
2,862		3,195	-333
1,990		2,461	-471
2,818		2,227	591
10			10
1,109		1,950	-841
1,830		1,885	-55
1,478		1,249	229
1,542		1,335	207
1,524		1,415	109
2,465		1,416	1,049
50,000		50,725	-725

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
432		400	32
2,718		2,525	193
1,539		1,315	224
2,194		2,791	-597
2,691		3,327	-636
2,873		2,557	316
7,292		6,266	1,026
50,000		51,140	-1,140
16,775		16,542	233
36,839		36,529	310
1,528		963	565
676			676
2,082		1,641	441
2,130		2,299	-169
1,575		1,642	-67
2,173		1,561	612
1,498		1,299	199
1,500		1,278	222
4,178		2,749	1,429
1,549		1,011	538
1,911		1,877	34
2,800		2,819	-19
1,981		2,596	-615
2,524		1,699	825
2,331		3,525	-1,194
29,112		20,344	8,768
3,531		1,844	1,687
2,372		2,212	160
1,551		1,175	376
1,926		2,949	-1,023

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,995		2,809	186
1,556		1,188	368
2,497		2,018	479
2,173		1,805	368
2,062		3,963	-1,901
4,432		2,579	1,853
2,758		2,966	-208
3,089		2,685	404
1,544		1,316	228
2,522		2,059	463
2,464		3,198	-734
5,335		4,225	1,110
25,264		25,255	9
3,563		2,823	740
1,245		2,437	-1,192
36		35	1
1,550		1,553	-3
1,479		1,515	-36
2,831		2,623	208
70,532		84,232	-13,700
2,869		3,837	-968
1,518		965	553
2,715		1,617	1,098
2,266		2,166	100
1,500		639	861
1,543		664	879
3,004		2,711	293
1,515		1,914	-399
1,649		1,811	-162
1,966		2,220	-254

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,500		2,297	203
1,952		1,701	251
1,392		3,590	-2,198
9,565		4,000	5,565
113			113
1,579		695	884
1,613		1,459	154
50,000		49,660	340
5,073		5,346	-273
1,545		1,610	-65
1,490		1,398	92
2,474		1,863	611
2,418		2,251	167
1,533		1,476	57
3,133		1,707	1,426
4,543		3,973	570
1,505		1,306	199
1,477		1,421	56
1,470		1,397	73
			13,581

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			10
			681
			-31
			-43
			-4
			1,775
			-740
			-781
			-592
			-41
			-427
			1,458
			-146
			-439
			-1,437
			1,086
			3
			-105
			377
			-375
			-386
			2
			194
			-220
			4,238
			130
			381
			1,912

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-195
			-300
			-585
			-789
			850
			-285
			54
			13
			-88
			-372
			-146
			-1,214
			1,814
			-1,932
			48
			132
			506
			155
			392
			-333
			-471
			591
			10
			-841
			-55
			229
			207
			109
			1,049
			-725

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			32
			193
			224
			-597
			-636
			316
			1,026
			-1,140
			233
			310
			565
			676
			441
			-169
			-67
			612
			199
			222
			1,429
			538
			34
			-19
			-615
			825
			-1,194
			8,768
			1,687
			160
			376
			-1,023

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			186
			368
			479
			368
			-1,901
			1,853
			-208
			404
			228
			463
			-734
			1,110
			9
			740
			-1,192
			1
			-3
			-36
			208
			-13,700
			-968
			553
			1,098
			100
			861
			879
			293
			-399
			-162
			-254

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			203
			251
			-2,198
			5,565
			113
			884
			154
			340
			-273
			-65
			92
			611
			167
			57
			1,426
			570
			199
			56
			73

Form 990PF Part XV Line 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*				
LEGAL AID FOUNDATION OF COLORADO1900 GRANT STREET DENVER, CO 80203	NONE	501(C)(3)	MISCELLANEOUS EXPENSE ASSIST INDIGENT	1,000
MI CASA RESOURCE CENTER FOR WOMEN571 GALAPAGO STREET DENVER, CO 802025032	NONE	501(C)(3)	EMPLOYMENT TRAINING FOR HISPANIC WOMEN	3,500
REBUILDING TOGETHER1899 L STREET SUITE 1000 WASHINGTON DC, DC 20036	NONE	501(C)(3)	PROVIDE AFFORDABLE HOUSING	1,000
SAFEHOUSE DENVER INC1649 DOWNING STREET DENVER, CO 80218	NONE	501(C)(3)	SHELTER AND SUPPORT FOR THE NEEDY	2,000
SALVATION ARMY1370 PENNLYLVANIA STREET DENVER, CO 80201	NONE	501(C)(3)	PROVIDE HUMAN NEED SERVICES	3,000
SAVE OUR YOUTH3443 WEST 23RD AVENUE DENVER, CO 80211	NONE	501(C)(3)	OUTREACH TO CHILDREN IN THE COMMUNITY	1,000
SENIORS INC5840 E EVANS AVE DENVER, CO 80222	NONE	501(C)(3)	SERVICES FOR INDIGENT ELDERLY	500
UNIVERSITY OF COLORADO CANCER CENTER4200 E 9TH AVENUE 8188 DENVER, CO 80262	NONE	501(C)(3)	MEDICAL RESEARCH	1,000
UNIVERSITY OF COLORADO FOUNDATION4740 WALNUT ST BOULDER, CO 803090471	NONE	501(C)(3)	EDUCATION	1,500
VOLUNTEERS FOR OUTDOOR COLORADO600 S MARION PARKWAY DENVER, CO 80209	NONE	501(C)(3)	OUTDOOR EDUCATION AND CONSERVATION	500
WESTERN MUSEUM OF MINING & INDUSTRY1025 NORTH GATE ROAD COLORADO SPRINGS, CO 80921	NONE	501(C)(3)	EXHIBITION OF CULTURAL MINING HISTORY	2,000
ALZHEIMER'S ASSOCIATION - ROCKY MOUNTAIN CHAPTER789 SHERMAN STREET SUITE 500 DENVER, CO 802033532	NONE	501(C)(3)	MEDICAL CARE	3,000
ARCHDIOCESE OF DENVER SAMARITAN SHELTERPO BOX 19020 DENVER, CO 80219	NONE	501(C)(3)	INDIGENT CARE	2,000
SAME CAFE2023 E COLFAX AVE DENVER, CO 80206	NONE	501(C)(3)	PROVIDE HEALTHY FOOD FOR EVERYONE	1,500
COLORADO CENTER ON LAW AND POLICY623 FOX SUITE 300 DENVER, CO 80204	NONE	501(C)(3)	EDUCATION AND INDIGENT SUPPORT	1,000
COLORADO HISTORICAL SOCIETY1300 BROADWAY DENVER, CO 80203	NONE	501(C)(3)	HISTORIC PRESERVATION	2,000
COLORADO SYMPHONY ASSOCIATION1036 14TH STREET DENVER, CO 80202	NONE	501(C)(3)	CULTURAL EDUCATION	3,000
COLORADO UPLIFT1888 SHERMAN STREET SUITE 570 DENVER, CO 80203	NONE	501(C)(3)	EDUCATION/CHARITY	3,500
THE DENVER ART MUSEUM100 WEST 14TH AVENUE PARKWAY DENVER, CO 80204	NONE	501(C)(3)	CULTURAL EDUCATION	2,500
DENVER MUSUEM OF NATURE AND SCIENCE2001 COLORADO BLVD DENVER, CO 802055798	NONE	501(C)(3)	EXHIBITIONS-WILDLIFE, HISTORIC CIVILIZATIONS	2,000
HEALTH SET4200 WEST CONEJOS 436 DENVER, CO 80204	NONE	501(C)(3)	MEDICAL CARE	3,000
KARIS COMMUNITY HOME1361 DETROIT DENVER, CO 80206	NONE	501(C)(3)	PROVIDE HOUSING FOR THE MENTALLY DISTURBED	3,000
KEMPE CHILDREN'S FOUNDATION1056 EAST 19TH AVENUE B138 DENVER, CO 80218	NONE	501(C)(3)	MEDICAL RESEARCH	2,000
ENERGY OUTREACH COLORADO 225 E 16TH AVE 200 DENVER, CO 802031612	NONE	501(C)(3)	ENERGY ASSISTANCE	3,000
SUMMER SCHOLARS3401 QUEBEC ST 5010 DENVER, CO 80207	NONE	501(C)(3)	PROMOTE ACADEMIC SUCCESS FOR STRUGGLING ELEMENTARY STUDENTS	2,000
HABITAT FOR HUMANITY FOR COLORADOPO BOX 40636 DENVER, CO 80204	NONE	501(C)(3)	BUILD AFFORDABLE HOMES FOR PEOPLE IN NEED	1,500
AMERICAN RED CROSS -PALM BEACH CHAPTER756 HI-MOUNT ROAD PALM BEACH, CA 33480	NONE	501(C)(3)	DISASTER RELIEF	5,000
JEWISH FAMILY SERVICES OF DENVER3201 S TAMARAC DR DENVER, CO 80231	NONE	501(C)(3)	RESTORE WELL-BEING TO THE VULNERABLE	3,500
CONFLICT CENTER4140 TEJON ST DENVER, CO 80203	NONE	501(C)(3)	VIOLENCE PREVENTION	1,500
VOLUNTEERS OF AMERICA2660 LARIMER STREET DENVER, CO 80205	NONE	501(C)(3)	WORK WITH INDIGENT AND HOMELESS	2,000

Form 990PF Part XV Line 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*				
HORIZONSCOLORADO ACADEMY 3800 SOUTH PIERCH ST DENVER, CO 80235	NONE	501(C)(3)	EDUCATION AND RECREATIONAL SUMMER PROGRAMS FOR INNER CITY ELEMENTARY AGE STUDENTS	2,000
HOSPICE OF METRO DENVER425 SOUTH CHERRY STREET 700 DENVER, CO 802461234	NONE	501(C)(3)	MEDICAL CARE FOR THE TERMINALLY ILL	2,500
FOODWORKS OF COLORADO5725 E 39TH AVE DENVER, CO 80207	NONE	501(C)(3)	NOURISH BODY & SPIRIT THROUGH VOCATIONAL TRAINING AND LIFE SKILLS DEVELOPMENT	3,000
JEFFCO ACTION CENTER8755 WEST 14TH AVE LAKEWOOD, CO 80215	NONE	501(C)(3)	IMMEDIATE RESPONSE TO BASIC HUMAN NEEDS AND PROVOTES PATHWAYS TO SELF-SUFFICIENCY	2,500
BOYS AND GIRLS CLUBS OF METRO DENVER2017 WEST 9TH AVENUE DENVER, CO 80204	NONE	501(C)(3)	EDUCATIONAL AND RECREATIONAL PROGRAMS FOR CHILDREN IN THE COMMUNITY	1,000
INVEST IN KIDS1775 SHERMAN STREET 2705 DENVER, CO 80203	NONE	501(C)(3)	PROGRAMS TO IMPROVE THE HEALTH AND WELL BEING OF CHILDREN AND FAMILIES	2,000
Total . . . . ▶ **3a**				77,000

TY 2011 Accounting Fees Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	1,575	1,339		236

TY 2011 All Other Program Related Investments Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category	Amount
NONE	

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

TY 2011 Depreciation Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included

TY 2011 Investments Corporate Bonds Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Name of Bond	End of Year Book Value	End of Year Fair Market Value
50,000 WACHOVIA CORP	0	0
50,000 CREDIT SUISSE FB USA IN	0	0
25,000 CISCO SYSTEMS	25,457	25,469
50,000 CHARTER ONE BANK FSB SR	0	0
50,000 ABBOTT LABORATORIES	0	0
25,000 MCGRAW HILL	25,431	25,994
50,000 GENERAL ELEC. CAP CORP	50,111	50,265
50,000 HONEYWELL INTL	50,301	52,162
25,000 PFIZER INC	0	0
25,000 BERKSHIRE HATHAWAY FIN	25,730	26,621
25,000 AT&T INC.	0	0
25,000 ROYAL BANK OF CA	0	0
25,000 WESTPAC BANKING CORP	25,231	25,244
4617.437 AMERICAN CENTY INT BD	65,732	65,891
2900.814 CREDIT SUISSE COMMD	24,802	23,729
4438.702 DRIEHAUS SELECT CREDI	44,121	42,478
2818.25 FIRST AMER HIGH INC BD	0	0
2398.31 INV BALANCE RISK	24,367	24,367
9947.369 LOOMIS SAYLES ABS	97,505	92,809
3004.817 NUVEEN HIGH INCOME	25,316	25,120
6245.695 NUVEEN INFLATION PRO	65,964	71,763
2060.542 T ROWE PRICE INTL BD	21,018	20,069

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TY 2011 Investments Corporate Stock Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Name of Stock	End of Year Book Value	End of Year Fair Market Value
51 ABBOTT LABS	2,925	2,868
43 ACME PACKET INC	1,438	1,329
62 SH ADVANCE AUTO PARTS INC.	0	0
39 AFLAC INC	1,521	1,688
23 ALEXION PHARMACEUTICALS	1,504	1,645
18 ALLERGAN INC	1,517	1,579
41 ALTERA CORP	1,533	1,521
17 AMAZON COM INC.	2,724	2,943
83 SH AMERICAN ELECTRIC POWER	2,882	3,429
34 AMERICAN EXPRESS CO	1,366	1,604
47 AMERISOURCEBERGEN CORP	1,738	1,748
38 AMETEK INC	1,464	1,600
50 AMGEN, INC.	0	0
31 ANADARKO PETROLEUM CORP	2,501	2,366
27 APACHE CORP	1,479	2,446
27 APPLE INC	5,009	10,935
76 ARCHER DANIELS MIDLAND	0	0
162 AT&T	6,238	4,899
23 AVALOBAY CMNTS INC	1,047	3,004
377 BANK OF AMERICA CORP.	0	0
30 BEAM INC	1,512	1,537
71 BEST BUY COMPANY INC.	0	0
10 BLACKROCK INC	1,533	1,782
24 BOEING CO	1,505	1,760
110 SH BRISTOL MYERS SQUIBB	3,053	3,876
56 BROADCOM CORP CL A	1,551	1,644
32 CAMERON INTL CORP	1,566	1,574
57 SH CAPITAL ONE FINANCIAL	2,241	2,411
42 CATERPILLAR INC	2,477	3,805
142 CISCO SYS INC.	0	0
69 CHEVRON CORPORATION	4,573	7,342
5 CHIPTOLE MEXICAN GRILL	1,551	1,689
34 CHUBB CORP	1,944	2,353
38 SH CIMAREX ENERGY CORP	0	0
68 CITIGROUP INC	3,114	1,789
25 COACH INC	1,528	1,526
89 COCA COLA COMPANY	5,974	6,227
40 SH COGNIZANT TECH SOLUTIONS	0	0
101 COLGATE PALMOLIVE CO	0	0
66 COMCAST CORP	1,515	1,565
19 CONCHO RES INC	1,512	1,781
187 CONOCOPHILLIPS	0	0
141 CORNING INC	1,998	1,830
32 CULLEN FROST BANKERS INC	1,535	1,693
21 CUMMINS INC.	1,265	1,848
45 CVS/CAREMARK CORP	1,365	1,835
60 E BAY INC	1,980	1,820
38 EATON CORP	1,541	1,654
91 SH ELI LILLY CO	3,291	3,782
34 EMERSON ELEC CO	1,552	1,584
73 EQUITABLE CORP	4,344	4,000
52 EXPRESS SCRIPTS INC	0	0
48 EXXON MOBIL	0	0
78 FORTINET INC	1,517	1,701
46 FREEPORT MCMORAN COPPER	1,210	1,692
96 SH FRONTIER COMMUNICATIONS	843	494
25 SH F5 NETWORKS INC	0	0
115 SH GAMESTOP CORP	2,449	2,775
39 GENERAL DYNAMICS CORP	1,577	2,590
160 GENERAL ELECTRIC CO.	2,523	2,866
29 GOLDMAN SACHS GROUP INC.	0	0
9 GOOGLE INC	4,372	5,813
66 SH GUESS INC.	0	0
33 HESS CORP	1,869	1,874
91 HEWLETT PACKARD CO	0	0
52 IBM	2,168	9,562
74 INTEL CORP	1,704	1,795
21 ITC HOLDINGS CORP	1,540	1,593
61 JP MORGAN CHASE & CO	1,442	2,028
57 SH JOHNSON JOHNSON	3,407	3,738
38 KIMBERLY CLARK CORP	2,519	2,795
123 KINDER MORGAN INC	3,403	3,957
64 SH LAM RESEARCH CORP.	0	0
44 SH LAS VEGAS SANDS CORP	1,477	1,880
169 LEGGETT PLATT INC	3,593	3,894
108 SH LINCOLN NATL CORP IND	0	0
20 LOCKHEED MARTIN CORP	1,522	1,618
30 LORILLARD INC	3,554	3,420
32 LULULEMON ATHLETICA INC	1,503	1,493
5 MASTERCARD INC.	1,659	1,864
76 MATTEL INC	2,107	2,110
45 MCCORMICK CO INC	2,133	2,269
42 SH MCDONALDS CORP.	2,778	4,214
42 SH MCGRAW HILL COMPANIES	1,386	1,889
23 MEAD JOHNSON NUTRITION CORP	1,285	1,581
117 MERCK AND CO INC.	3,107	4,411
67 SH METLIFE INC	0	0
89 MICROCHIP TECHNOLOGY INC	3,052	3,260
221 SH MICROSOFT CORP	6,359	5,737
123 SH MORGAN STANLEY	3,091	1,861
29 MOSAIC CO	1,623	1,462
298 SH MOTOROLA INC	0	0
92 SH NETLOGIC MICROSYSTEMS	0	0
137 NEW YORK COMMUNITY BANCORP	1,704	1,695
55 NEXTERA ENERGY INC	3,030	3,348
54 SH NORTHERN TR CORP	0	0
36 SH OCCIDENTAL PETE CORP	1,926	3,373
22 ONEOK INC	1,551	1,907
98 SH ORACLE CORPORATION	2,631	2,514
70 SH PGE CORP	2,818	2,885
48 PNC FINANCIAL SERVICES GRP	0	0
41 PACCAR INC	1,554	1,536
21 PARKER HANNIFIN CORP	1,540	1,601
66 SH PEABODY ENERGY CORP	0	0
55 SH PEPSICO INC.	2,766	3,649
179 SH PFIZER INC.	3,120	3,874
48 PHILLIP MORRIS INTL	3,166	3,767
49 PROCTER & GAMBLE CO	3,088	3,269
72 PRUDENTIAL FINANCIAL	0	0
132 SH QUALCOMM INC.	6,789	7,220
75 RAYTHEON COMPANY	3,173	3,629
22 SH SALESFORCE COM INC	0	0
32 SANDISK CORP	1,475	1,575
137 SH SOUTHERN CO	4,545	6,342
111 SOUTHERN COPPER CORP	3,207	3,350
81 SH ST JUDE MED INC.	0	0
199 SH STAPLES INC	0	0
36 SH STARBUCKS CORP	1,503	1,656
52 SH STARWOOD HOTELS & RESORT	0	0
48 SH TJX COS INC	1,180	3,098
57 SH TARGET CORPORATION	0	0
69 THERMO FISHER SCIENTIFIC	0	0
61 SH TRAVELERS COS INC	3,008	3,609
38 UNION PACIFIC CORP	3,116	4,026
37 SH UNITED HEALTH GROUP INC	756	1,875
60 SH UNITED STATES STEEL CORP	0	0
121 SH UNITED TECHNOLOGIES CO	0	0
181 SH US BANCORP	0	0
39 SH V F CORP	3,070	4,953
37 VERIFONE SYSTEMS INC	1,635	1,314
41 SH VERIZON COMMUNICATIONS	1,359	1,645
17 SH VMWARE INC.	1,552	1,414
45 WAL MART STORES INC.	2,587	2,689
87 SH WASTE MGMT INC	2,703	2,846
23 WATSON PHARMACEUTICALS INC	1,550	1,388
170 SH WELLS FARGO & CO	0	0
97 SH WESTERN DIGITAL CORP	2,701	3,002
23 SH WHOLE FOODS MKT INC.	854	1,600
51 YUM BRANDS INC	2,632	3,010
1811.021 ABERDEEN FDS EMRGN MK	23,298	23,018
1774.585 SH AMERICAN CENTY VST	26,456	28,109
5265.638 FIDELITY ADV DIVERS	87,999	72,929
3379.026 SH FIRST AMERICAN RE	0	0
2924.777 HIGHLAND LONG SHORT	32,663	32,114
280 ISHARE MSCI EMERG MKT INX	7,143	10,623
4699.7 LAUDUS INTL MRKTMASTERS	99,658	77,311
285.415 SH NEUBERGER BERMAN GE	11,425	13,252
3166.095 NUVEEN REAL ESTATE SE	52,734	60,061
872.8 OPPENHEIMER DEVELOPING	30,408	25,285
1365.737 SH ROWE T PRICE MD CA	29,710	29,213
2262.465 SH SCOUT INTERNTL FD	67,696	63,281
1796 SPDR DJ WILSHIRE INTL	68,257	57,167
380.813 SH T ROWE PRICE SM CAP	12,086	13,130
2023.532 SH TEMPLETON INST EMG	30,161	21,207
1902.243 TFS MARKET NEUTRAL FD	28,952	27,564
2785.622 TURNER SPECTRUM FUND	32,202	30,503
49 ACCENTURE PLC	2,800	2,608
42 ACE LTD	2,286	2,945
49 ARM HOLDINGS	1,467	1,356
48 SH ASML HOLDINGS	1,664	2,006
30 SH BHP BILLITON LIMITED	1,188	2,119
27 SH BAIDU COM INC. ADR	0	0
359 SH FLEXTRONICS INTERNTL	2,125	2,032
28 GOLDCORP INC	1,480	1,239
48 SH NESTLE SA SPONSORED	2,373	2,770
19 NOVO NORDISK	1,866	2,190
53 SH PARTNERRE LTD	0	0
52 SH RESEARCH IN MOTION	0	0
92 SH ROYAL DUTCH SHELL	5,813	6,724
90 SANOFI	2,984	3,289
39 SCHLUMBERGER LTD	2,605	2,665
125 SEADRILL LIMITED	3,967	4,148
16 SHIRE PLC	1,515	1,662
64 SH TEVA PHARMACEUTICAL IND	3,140	2,583
110 THOMPSON REUTERS CORP	3,000	2,934
62 VALE SA SP	1,517	1,330

TY 2011 Land, Etc. Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value

TY 2011 Other Expenses Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	139	139		
BANK FEES	300	300		

TY 2011 Other Income Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LITIGATION SETTLEMENT	799	799	

TY 2011 Other Professional Fees Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNT MANAGEMENT FEE	21,095	17,931		3,164

TY 2011 Taxes Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	61	61		
FEDERAL EXCISE TAX PAID	4,662			