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 , and ending

Name of foundation: ALBERTA B. FARRINGTON FOUNDATION

A Employer identification number: 86-0717723

Number and street (or P O box number if mail is not delivered to street address): 5825 E. PINNACLE VISTA DR. | Room/suite

B Telephone number: (480) 948-1692

City or town, state, and ZIP code: SCOTTSDALE, AZ 85266

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 12,014,267.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	964.	964.		STATEMENT 1
	4 Dividends and interest from securities	281,404.	281,404.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	96,306.			
	b Gross sales price for all assets on line 6a 8,883,630.				
	7 Capital gain net income (from Part IV, line 2)		96,306.		
	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)				
	11 Other income	779.	779.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	379,453.	379,453.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	54,000.	17,999.		36,001.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	33,185.	11,061.		22,124.
	16a Legal fees				
	b Accounting fees				
	c Other professional fees STMT 4	101,060.	101,060.		0.
	17 Interest				
	18 Taxes STMT 5	-4,064.	1,836.		3,672.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				31.
	22 Printing and publications				
	23 Other expenses STMT 6	49,159.	47,685.		1,474.
	24 **Total operating and administrative expenses** Add lines 13 through 23	233,340.	179,641.		63,302.
	25 Contributions, gifts, grants paid	631,340.			631,340.
	26 **Total expenses and disbursements.** Add lines 24 and 25	864,680.	179,641.		694,642.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-485,227.			
	b **Net investment income** (if negative, enter -0-)		199,812.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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123501 12-02-11 LHA For Paperwork Reduction Act Notice, see instructions.

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable ▶ 599,787.			
	Less: allowance for doubtful accounts ▶ 0.	766,481.	599,787.	599,787.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	12,521,900.	11,414,480.	11,414,480.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	13,288,381.	12,014,267.	12,014,267.
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			
	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 ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	13,288,381.	12,014,267.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	13,288,381.	12,014,267.	
	31 **Total liabilities and net assets/fund balances**	13,288,381.	12,014,267.	

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	13,288,381.
2	Enter amount from Part I, line 27a	2	-485,227.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	12,803,154.
5	Decreases not included in line 2 (itemize) ▶ DECREASE IN UNREALIZED APPRECIATION	5	788,887.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,014,267.

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				
b	SEE ATTACHED STATEMENT			
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	8,883,630.		8,787,324.	96,306.

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				96,306.

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 — 96,306.

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). If (loss), enter -0- in Part I, line 8 — 3 — N/A

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 X 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 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	676,849.	12,757,584.	.053055
2009	799,625.	13,123,732.	.060930
2008	858,265.	15,957,000.	.053786
2007	841,341.	17,927,000.	.046931
2006	806,256.	17,127,180.	.047075

2	Total of line 1, column (d)	2	.261777
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	.052355
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	12,619,237.
5	Multiply line 4 by line 3	5	660,680.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,998.
7	Add lines 5 and 6	7	662,678.
8	Enter qualifying distributions from Part XII, line 4	8	694,642.

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 ▶ [X] and enter 1% of Part I, line 27b	1	1,998.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,998.
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	1,998.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 10,412.		
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	10,412.
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	8,414.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 8,414. **Refunded** ▶	11	0.

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 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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? N/A	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) ▶ AZ			
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	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 ▶ GERI J CAVANAGH Telephone no. ▶ (480)948-1692

Located at ▶ 5825 E PINNACLE VISTA DR., SCOTTSDALE, AZ ZIP+4 ▶ 85266

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 N/A

			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 X 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		X
	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 X 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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes X No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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 X No

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
MICHAEL CAVANAGH 8103 DEL PICO SCOTTSDALE, AZ 85257	SECRETARY/TREASURER 10.00	500.	0.	0.
GERI J CAVANAGH 5825 E PINNACLE VISTA DR SCOTTSDALE, AZ 85266	PRESIDENT 20.00	52,500.	33,185.	0.
JAMIE HUFFORD 1851 GREENTREE TEMPE, AZ 85284	DIRECTOR 2.00	500.	0.	0.
HARRY CAVANAGH JR 6317 4TH DRIVE PHOENIX, AZ 85013	DIRECTOR 2.00	500.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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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	12,811,408.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	12,811,408.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,811,408.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	192,171.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,619,237.
6	**Minimum investment return**. Enter 5% of line 5	6	630,962.

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	630,962.
2a	Tax on investment income for 2011 from Part VI, line 5 2a 1,998.		
b	Income tax for 2011. (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	1,998.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	628,964.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	628,964.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	628,964.

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	694,642.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions**. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	694,642.
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	5	1,998.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	692,644.

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				628,964.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			545,474.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 694,642.				
a Applied to 2010, but not more than line 2a			545,474.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				149,168.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				479,796.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1 a 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
2 a 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).)

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 ▶ [X] 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*				
SEE ATTACHED	NONE	N/A	ALL OF THE CONTRIBUTIONS ARE TO PUBLIC CHARITIES AND	631,340.
Total			▶ 3a	631,340.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	964.	
4 Dividends and interest from securities			14	281,404.	
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			14	96,306.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a ORDINARY INCOME FROM K-1			14	779.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		379,453.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 379,453.

(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).

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)		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	

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
N/A		

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

Signature of officer or trustee: Ken G. Cavanaugh | Date: 11-5-12 | Title: President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JAMES A. WRAITH, CPA	JAMES A. WRAITH,	11/05/12		P00165440

Firm's name ▶ MANSPERGER PATTERSON & MCMULLIN, PLC | Firm's EIN ▶ 86-0751928

Firm's address ▶ 1222 E. BASELINE ROAD, SUITE 200 TEMPE, AZ 85283 | Phone no. (480) 831-9500

Charity Contibutions - Last year:8

1/1/2011 through 12/31/2011 (Accrual Basis)

Date	Description	Memo	Amount
EXPENSES			**-631,340.00**
Charity			**-631,340.00**
2/25/2011	American Cancer Society		-10,000 00
1/17/2011	American Heart Association	1 of 3 Halle Heart Center	-10,000.00
6/15/2011	American Red Cross		-1,000.00
12/4/2011	Arizona Science Center		-5,000.00
11/17/2011	Arizona Silverbelle		-20,000.00
4/25/2011	Arizona State University	Kate Shearer	-10,500.00
7/24/2011	Arizona State University	Kate Shearer Jennifer Chavez	-26,140.00
10/19/2011	Assn of Small Foundations		-1,500.00
1/17/2011	Banner Health Foundation		-60,000 00
12/4/2011	Banner Health Foundation	Children's hospital	-25,000.00
1/17/2011	Career Concepts for Youth		-25,000.00
2/25/2011	Career Concepts for Youth		-1,000.00
12/4/2011	Career Concepts for Youth		-10,000.00
2/25/2011	Catholic Community Foundation	Scholarship Program Year 1	-2,000 00
7/23/2011	Catholic People's Foundation		-500.00
12/4/2011	Christ Child Society		-2,500 00
3/27/2011	Community Foundation SSC	Parelli	-1,000.00
9/13/2011	Community Foundation SSC	Parelli	-5,000.00
12/4/2011	Crossroads, Inc.		-5,000 00
2/25/2011	Cystic Fibrosis Foundation		-5,000.00
12/4/2011	Desert Botanical Gardens	5 of 5	-50,000.00
3/25/2011	Diocese Of Phoenix - CDA		-20,000.00
1/17/2011	Dominican Sisters Of Mary		-2,500 00
1/17/2011	Franciscan University of Steuben...		-8,500.00
2/25/2011	Hunkapi Horse Therapy		-30,000.00
1/17/2011	Junior Golf Association of AZ		-50,000 00
12/4/2011	Junior Golf University		-6,000.00
12/19/2011	Knights Of Columbus – St Joseph's Church		-1,000.00
2/25/2011	Lady Bug Charities		-500.00
12/4/2011	Little Sisters of the Poor		-5,000 00
6/30/2011	LPGA Foundation	Marilyn Smith Tournament	-5,000.00
5/22/2011	McKenna Youth Foundation		-1,000.00
10/19/2011	McKenna Youth Foundation		-1,000.00
3/27/2011	Myposa Foundation	Police out reach	-500.00
12/4/2011	Our Lady Of Solitude Monastery		-10,000.00
12/4/2011	Safe Haven, Inc		-5,000.00
12/4/2011	Scottsdale Healthcare		-5,000.00
1/17/2011	Seton Catholic Preparatory High ...		-25,000.00
12/4/2011	Sisters Of St. Benedict		-5,000 00
1/17/2011	St Joseph's Catholic Church		-10,000.00
9/13/2011	St Joseph's Catholic Church		-1,200 00
12/4/2011	St. Joseph's Catholic Church		-15,000.00
1/17/2011	St. Mary of the Angels		-8,000.00
12/4/2011	St. Mary of the Angels		-15,000.00
12/4/2011	St Mary's Food Bank		-20,000.00
12/4/2011	St. Vincent De Paul		-20,000.00
1/17/2011	Stand For Children		-25,000 00
12/4/2011	Sun Angel Foundation	Maintenance	-10,000.00
6/30/2011	Ville De Marie Academy		-40,000.00

Date	Description	Memo	Amount
12/4/2011	Ville De Marie Academy		-10,000.00
		OVERALL TOTAL	**-631,340.00**

Contribution Address List for A.B. Farrington 2011

1/30/2012

American Cancer Society	1850 N. Central Ave
	Phoenix, AZ 85004
American Heart Association	2929 S. 48th Street
Halle Heart Center	Tempe, AZ 85282
American Red Cross	3321 E. Atlanta Avenue
	Phoenix, AZ 85040
Arizona Science Center	600 E. Washington St.
	Phoenix, AZ 85004
Arizona Silverbelle	1961 E. McNair Drive
	Tempe, AZ 85283
Arizona State University	P.O. Box 2260
	Tempe, AZ 85280
Assn of Small Foundations	P.O. Box 247
	Winooski, VT 05404
Banner Health Foundation	P.O. Box 1897
	Phoenix, AZ 850011897
Career Concepts for Youth	P.O. Box 32864
	Phoenix, AZ 85064

Catholic Community Foundation	400 E. Monroe Street Phoenix, AZ 85004
Catholic Diocese of Phoenix	400 E. Monroe Street Phoenix, AZ 85004
Catholic People's Foundation Diocese of Gallup	711 S. Puerco Gallup, NM 87301
Christ Child Society	4633 N. 54th Street Phoenix, AZ 85018
Community Foundation SSC	P.O. Box 1673 Durango, CO 81302
Crossroads, Inc.	1845 East Ocotillo Road Phoenix, AZ 85016
Cystic Fibrosis Foundation	3800 N. Central Avenue Suite 700 Phoenix, AZ 85012
Desert Botanical Gardens	1201 N. Galvin Parkway Phoenix, AZ 85008
Dominican Sisters of Mary	4597 Warren Road Ann Arbor, MI 48105 lab
Franciscian University of Steubenville	1235 University Blvd. Steubenville, Ohio 43952

Hunkapi Horse Therapy	10401 E. McDowell Mt. Ranch Road #2382 Scottsdale, AZ 85255
Junior Golf Association of Arizona	10888 N. 19th Avenue Phoenix, AZ 850294905
Junior Golf University	420 E. Forest Hills Drive Phoenix, AZ 85022
Lady Bug Charities	5309 N. 77th St Scottsdale, AZ 85250
Little Sisters of the Poor	1900 Mark Avenue Gallup, NM 87301
LPGA Foundation, Inc.	3784 N. 162nd Lane Goodyear, AZ 85338
McKenna Youth Foundation	1971 W. Maplewood Street Chandler, AZ 85248
Our Lady of Solitude Monastery	P.O. Box 639 Tonopah, AZ 85354
Safe Haven, Inc.	2345 W. Buckeye Road Phoenix, AZ 85009
Scottsdale Healthcare Foundation	10001 North 92nd Street Suite 121 Scottsdale, AZ 85258
Scottsdale Police Department	Myposa 7229 E. 1st Ave Scottsdale, AZ 85251

Seton Catholic Preparatory High School	1150 N. Dobson Road Chandler, AZ 852244004
Sisters of St. Benedict	8502 West Pinchot Avenue Phoenix, AZ 85037
Society of St. Vincent De Paul	P.O. Box 13600 Phoenix, AZ 85002
St. Joseph's Catholic Church	11001 N. 40th Street Phoenix, AZ 85028
St. Mary of the Angels	P.O. Box 819 Pinetop, AZ 85935
St. Mary's Food Bank	2841 North 31st Avenue Phoenix, AZ 85009
Stand for Children	645 N. 4th Avenue Suite A Phoenix, AZ 85003
Sun Angel Foundation	P.O. Box 872205 Tempe, AZ 852872205
Ville De Marie Academy	6535 E. Osborn Road #404 Scottsdale, AZ 85251

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 ATTACHED D-1	P	VARIOUS	12/31/11
b	SEE ATTACHED D-2	P	VARIOUS	12/31/11
c	SEE ATTACHED D-3	P	VARIOUS	12/31/11
d	SEE ATTACHED D-4	P	VARIOUS	12/31/11
e	ABBEY CAPITAL	P	VARIOUS	12/31/11
f	FROM ABBEY CAPITAL K-1		VARIOUS	12/31/11
g	FROM ABBEY CAPITAL K-1		VARIOUS	12/31/11
h				
i				
j				
k				
l				
m				
n				
o				

	(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	3,683,985.		3,774,563.	-90,578.
b	3,377,895.		3,074,749.	303,146.
c	300,067.		292,630.	7,437.
d	86,683.		84,922.	1,761.
e	1,435,000.		1,482,643.	-47,643.
f			31,197.	-31,197.
g			46,620.	-46,620.
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-90,578.
b				303,146.
c				7,437.
d				1,761.
e				-47,643.
f				-31,197.
g				-46,620.
h				
i				
j				
k				
l				
m				
n				
o				

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	96,306.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

123591
05-01-11

UBS

Account name: THE ALBERTA B FARRINGTON
Account number: GA 21554 Z1

Realized gains and losses

Estimated 2011 gains and losses for transactions with trade dates through 12/30/11 have been incorporated into this statement Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss Please check with your tax advisor To calculate gains and losses, we liquidate the oldest security lot first This is known as the first-in, first-out or FIFO accounting method We use this method unless you specified which tax lot to close when you placed your order This is known as a versus purchases or VSP order

See *Important information about your statement* on the last page of this statement for more information We may not adjust gains and losses for all capital changes Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided

Short-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
BRANDES INSTUTIONAL EMERGING MARKETS FUND S	FIFO	17 045	Apr 12, 11	Jun 30, 11	174.20	176.59		-2.39	
	FIFO	31,671.844	Apr 12, 11	Aug 05, 11	292,647.84	328,120.30		-35,472 46	
GATEWAY FUND CLASS A	FIFO	70.215	Dec 21, 10	Oct 25, 11	1,814.36	1,826.29		-11 93	
	FIFO	58 217	Mar 24, 11	Oct 25, 11	1,504 33	1,538.09		-33 76	
	FIFO	60.979	Jun 23, 11	Oct 25, 11	1,575 70	1,604.36		-28 66	
	FIFO	200.088	Aug 05, 11	Oct 25, 11	5,170.27	5,094.24			76 03
	FIFO	64.260	Sep 22, 11	Oct 25, 11	1,660.48	1,608 43			52 05
	FIFO	808.510	Oct 13, 11	Oct 25, 11	20,891.90	20,819.13			72 77
IVY ASSET STRATEGY FUND CLASS A	FIFO	62.742	Dec 09, 10	Aug 05, 11	1,522.12	1,519.61			2.51
NUVEEN TRADEWINDS GLOBAL ALL-CAP FUND CLASS A	FIFO	987.372	Nov 24, 10	Apr 12, 11	29,403.93	28,011.74			1,392.19
	FIFO	37,495.844	Nov 24, 10	Aug 05, 11	1,049,133 71	1,063,757.09		-14,623 38	
	FIFO	76 440	Dec 15, 10	Aug 05, 11	2,138 79	2,235.87		-97 08	
	FIFO	684 285	Dec 31, 10	Aug 05, 11	19,146.29	19,946.91		-800.62	
	FIFO	31.568	Jun 30, 11	Aug 05, 11	883.27	931.90		-48.63	
OPPENHEIMER DEVELOPING MARKETS FUND CL A	FIFO	8,979.337	Apr 12, 11	Aug 05, 11	293,973.00	328,284.56		-34,311 56	
	FIFO	2.423	Jun 30, 11	Aug 05, 11	79.30	87.10		-7.80	
OPPENHEIMER SENIOR FLOATING RATE FUND CLASS A	FIFO	1,051.196	Apr 12, 11	Jun 30, 11	8,777.49	8,840.56		-63.07	
	FIFO	42,880.781	Apr 12, 11	Aug 05, 11	354,624.05	360,627.37		-6,003 32	
	FIFO	70.786	Apr 30, 11	Aug 05, 11	585.40	596.02		-10.62	
	FIFO	189.217	May 31, 11	Aug 05, 11	1,564.82	1,589 42		-24 60	

continued next page

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
	FIFO	192 668	Jun 30, 11	Aug 05, 11	1,593.36	1,608.78		-15 42	
	FIFO	177.840	Jul 31, 11	Aug 05, 11	1,470.74	1,481.41		-10 67	
PERMANENT PORTFOLIO FUND INC	FIFO	475.294	Aug 05, 11	Oct 25, 11	22,780.84	22,994.72		-213.88	
PIMCO TOTAL RETURN FUND CLASS A	FIFO	2,839.302	Nov 24, 10	Jun 30, 11	31,203.93	32,623 58		-1,419.65	
	FIFO	65,031.445	Nov 24, 10	Aug 05, 11	720,548.41	747,211 30		-26,662.89	
	FIFO	5 649	Nov 30, 10	Aug 05, 11	62.59	64.91		-2.32	
	FIFO	1,063 397	Dec 08, 10	Aug 05, 11	11,782 44	11,484.69			297 75
	FIFO	2,325 646	Dec 08, 10	Aug 05, 11	25,768.16	25,116.98			651.18
	FIFO	200.663	Dec 31, 10	Aug 05, 11	2,223.35	2,177.19			46.16
	FIFO	164.610	Jan 31, 11	Aug 05, 11	1,823.88	1,786.02			37.86
	FIFO	172.380	Feb 28, 11	Aug 05, 11	1,909.97	1,875.49			34.48
	FIFO	177.476	Mar 31, 11	Aug 05, 11	1,966.43	1,930.94			35.49
	FIFO	7,025.622	Apr 12, 11	Aug 05, 11	77,843.89	76,790 05			1,053.84
	FIFO	186 699	Apr 30, 11	Aug 05, 11	2,068 62	2,059.29			9.33
	FIFO	199.660	May 31, 11	Aug 05, 11	2,212.23	2,208.24			3.99
	FIFO	191.303	Jun 30, 11	Aug 05, 11	2,119.64	2,102.42			17.22
	FIFO	171.532	Jul 31, 11	Aug 05, 11	1,900.57	1,904.01		-3 44	
PRUDENTIAL JENNISON NATURAL RESOURCES FUND INC A	FIFO	128 997	Nov 30, 10	Aug 05, 11	6,519.51	6,765.89		-246.38	
	FIFO	723 085	Jun 30, 11	Aug 05, 11	36,544.72	40,781.98		-4,237 26	
SPDR GOLD TRUST	FIFO	118 000	Aug 05, 11	Oct 12, 11	19,304.42	19,092.07			212 35
	FIFO	61.000	Aug 05, 11	Oct 25, 11	10,104.71	9,869.63			235 08
TURNER SPECTRUM INVESTOR CLASS	FIFO	220.875	Nov 24, 10	Apr 12, 11	2,579 82	2,449 50			130 32
	FIFO	1,852 325	Nov 24, 10	Jun 30, 11	21,968.58	20,542 28			1,426 30
	FIFO	50,665 859	Nov 24, 10	Aug 05, 11	589,750 60	561,884 38			27,866.22

continued next page

UBS

Account name: THE ALBERTA B FARRINGTON
Account number: GA 21554 Z1

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
WF/EVG EMERGING MKTS EQUITY FUND CLASS A	FIFO	26.263	Jul 14, 10	Apr 12, 11	606.41	488 49			117.92
	FIFO	2.412	Dec 17, 10	Apr 12, 11	55.69	53.62			2.07
Total					**$3,683,984.76**	**$3,774,563.44**		**-$124,351.79**	**$33,773.11** D-1
Net short-term capital gains and losses								**-$90,578.68**	

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
BLACKROCK INFLATION PROTECTED BOND A	FIFO	33,515.303	Nov 19, 09	Apr 12, 11	368,668.33	363,976.19			4,692.14
	FIFO	12.694	Nov 30, 09	Apr 12, 11	139 63	138 75			0.88
	FIFO	103.103	Dec 22, 09	Apr 12, 11	1,134.13	1,104.23			29.90
	FIFO	11.511	Dec 22, 09	Apr 12, 11	126.62	123.29			3.33
	FIFO	59 751	Dec 31, 09	Apr 12, 11	657.26	639.34			17.92
	FIFO	213.739	Jan 25, 10	Apr 12, 11	2,351.13	2,308.38			42.75
	FIFO	1,883.725	Jan 25, 10	Jun 30, 11	20,739 81	20,344.23			395 58
	FIFO	2,656.888	Jan 25, 10	Aug 05, 11	30,208.82	28,694.39			1,514.43
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND A	FIFO	3,445.321	Nov 19, 09	Jun 30, 11	35,038.91	35,831.34		-792.43	
GATEWAY FUND CLASS A	FIFO	56.526	Jan 25, 10	Apr 12, 11	1,506 42	1,418.24			88 18
	FIFO	280.939	Jan 25, 10	Jun 30, 11	7,450.49	7,048.76			401 73
	FIFO	100.720	Jan 25, 10	Oct 25, 11	2,602.60	2,527.06			75 54
	FIFO	101.790	Mar 25, 10	Oct 25, 11	2,630.25	2,592.59			37.66
	FIFO	13,925.761	Mar 31, 10	Oct 25, 11	359,841.67	355,524.68			4,316.99
	FIFO	172.533	Jun 24, 10	Oct 25, 11	4,458.25	4,230.51			227.74
	FIFO	172.099	Sep 23, 10	Oct 25, 11	4,447.04	4,345.50			101 54
	FIFO	485.098	Oct 21, 10	Oct 25, 11	12,534.93	12,457.32			77 61

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Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
IVY ASSET STRATEGY FUND CLASS A	FIFO	1,095.347	Jan 25, 10	Apr 12, 11	27,723.22	23,933.33			3,789.89
	FIFO	909.446	Jan 25, 10	Jun 30, 11	23,727 44	19,871 40			3,856 04
	FIFO	20,506 114	Jan 25, 10	Aug 05, 11	497,478.33	448,058.59			49,419.74
	FIFO	10,524.049	Mar 31, 10	Aug 05, 11	255,313.43	235,949.18			19,364.25
PRUDENTIAL JENNISON NATURAL RESOURCES FUND INC A	FIFO	1,298 824	Jan 25, 10	Apr 12, 11	76,474 73	57,109.29			19,365.44
	FIFO	5,587 027	Jan 25, 10	Aug 05, 11	282,368 34	245,661.58			36,706.76
	FIFO	5,048 825	Mar 31, 10	Aug 05, 11	255,167.61	230,428 37			24,739.24
STADION MANAGED PORTFOLIO FUND CLASS A	FIFO	46,254.390	Jan 25, 10	Oct 25, 11	429,240.74	423,227.67			6,013.07
WF/EVG EMERGING MKTS EQUITY FUND CLASS A	FIFO	17,474 605	Jan 25, 10	Apr 12, 11	403,488.63	320,833.75 [1]			82,654 88
	FIFO	11,796.320	Mar 31, 10	Apr 12, 11	272,377.03	226,371.38			46,005 65
Total					**$3,377,895.79**	**$3,074,749.34**		**-$792.43**	**$303,938.88** D-Z
Net long-term capital gains or losses									**$303,146.45**
Net capital gains/losses:									**$212,567.77**

[1] Indicates cost basis information provided by you or another third party UBS FS has not verified this information and does not guarantee its accuracy.

UBS

UBS Financial Services Inc.
4800 North Scottsdale Road
Suite 4500
Scottsdale AZ 85251

CPP1002501089 1211 X24 GA 0

2011 Year End Summary

Account name: THE ALBERTA B FARRINGTON FOUNDATION
Account number: GA 21555 Z1

Your Financial Advisor:
ZILVETI WEALTH MANAGEMENT GROU
Phone: 480-443-5400/800-447-1259

THE ALBERTA B FARRINGTON
FOUNDATION
LAP MODEL
5825 E. PINNACLE VISTA DRIVE
SCOTTSDALE AZ 85266-8745

Summary of gains and losses

	Amount ($)
Short term	7,437.09
Long term	1,761.02
Total	**$9,198.11**

Realized gains and losses

Estimated 2011 gains and losses for transactions with trade dates through 12/30/11 have been incorporated into this statement. Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss. Please check with your tax advisor. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method We use this method unless you specified which tax lot to close when you placed your order This is known as a versus purchases or VSP order

See Important information about your statement on the last page of this statement for more information We may not adjust gains and losses for all capital changes Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided

Short-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
BLACKROCK GLOBAL ALLOCATION FUND INC A	FIFO	120 385	Aug 02, 10	Apr 12, 11	2,417.34	2,168.13			249.21

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UBS

Account name: THE ALBERTA B FARRINGTON
Account number: GA 21555 Z1

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND CLASS A	FIFO	3,802 392	Aug 02, 10	Apr 12, 11	37,643 68	36,312 84			1,330.84
	FIFO	10.857	Sep 01, 10	Apr 12, 11	107.48	103.68			3.80
	FIFO	6 563	Oct 01, 10	Apr 12, 11	64 97	63.40			1.57
	FIFO	6,451 171	Oct 27, 10	Apr 12, 11	63,866.59	62,963 43			903.16
	FIFO	10.727	Nov 01, 10	Apr 12, 11	106.20	105 02			1.18
	FIFO	23 681	Dec 01, 10	Apr 12, 11	234 44	231.36			3.08
	FIFO	821.942	Dec 21, 10	Apr 12, 11	8,137.23	8,038.59			98.64
	FIFO	75.542	Jan 03, 11	Apr 12, 11	747.87	740 31			7 56
	FIFO	24.411	Feb 01, 11	Apr 12, 11	241.67	241 67			
	FIFO	18.886	Mar 01, 11	Apr 12, 11	186 97	186 97			
	FIFO	20.944	Apr 01, 11	Apr 12, 11	207 35	207.14			0.21
FRANKLIN/TEMPLETON GLOBAL BOND FUND CLASS A	FIFO	111 356	Aug 02, 10	Apr 12, 11	1,542 28	1,487 72			54.56
	FIFO	73 549	Aug 02, 10	Jun 22, 11	1,017 18	982 61			34 57
	FIFO	2,785 574	Oct 27, 10	Oct 25, 11	36,296 03	37,967 37		-1,671.34	
GABELLI ABC ADVISOR FUND	FIFO	126 471	Aug 02, 10	Jun 22, 11	1,269.77	1,233.09			36.68
IVY ASSET STRATEGY FUND CLASS A	FIFO	79.498	Aug 02, 10	Apr 12, 11	2,012.10	1,753.73			258 37
IVY HIGH INCOME FUND CLASS A	FIFO	192.865	Dec 21, 10	Apr 12, 11	1,637 42	1,594 99			42 43
	FIFO	40.844	Dec 21, 10	Jun 22, 11	341.05	337.78			3.27
	FIFO	109.388	Dec 21, 10	Oct 25, 11	879 48	904 64		-25 16	
JP MORGAN HIGHBRIDGE STAT MARKET NEUTRAL FUND A	FIFO	24.786	Aug 02, 10	Jun 22, 11	377.25	380.47		-3.22	
MERGER FUND SBI	FIFO	55.809	Oct 21, 10	Jun 22, 11	904.10	889.60			14.50
	FIFO	4.859	Oct 21, 10	Aug 16, 11	76.28	77.45		-1 17	
OPPENHEIMER SENIOR FLOATING RATE FUND CLASS A	FIFO	55.811	Apr 12, 11	Jun 22, 11	466 02	469.37		-3 35	

continued next page

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
PIMCO UNCONSTRAINED BOND FUND CLASS A	FIFO	156.912	Nov 24, 10	Aug 16, 11	1,722.89	1,757 41		-34 52	
PRINCIPAL INVESTORS PREFERRED SECURITIES FUND A	FIFO	204.912	Oct 21, 10	Apr 12, 11	2,083.95	2,069 61			14 34
	FIFO	213.171	Oct 21, 10	Jun 22, 11	2,178.61	2,153.03			25.58
PRUDENTIAL JENNISON NATURAL RESOURCES FUND INC A	FIFO	92.487	Aug 02, 10	Apr 12, 11	5,445.66	4,149.89			1,295.77
PRUDENTIAL JENNISON MARKET NEUTRAL FUND CLASS A	FIFO	64 577	Oct 21, 10	Jun 22, 11	626.40	632 21		-5.81	
	FIFO	311 666	Oct 21, 10	Aug 16, 11	3,126.01	3,051.21			74.80
RYDEX/SGI MANAGED FUTURES STRATEGY FUND A	FIFO	54.653	Aug 02, 10	Apr 12, 11	1,447.21	1,316.04			131.17
	FIFO	2,960.920	Oct 27, 10	Aug 16, 11	75,148.15	73,726 91			1,421.24
	FIFO	78.479	Nov 24, 10	Aug 16, 11	1,991.80	1,940 00			51 80
	FIFO	200.041	Dec 21, 10	Aug 16, 11	5,077 04	5,113.05		-36.01	
	FIFO	134.867	Jun 22, 11	Aug 16, 11	3,422.92	3,464.73		-41 81	
	FIFO	372.741	Jul 12, 11	Aug 16, 11	9,460.17	9,393.07			67 10
	FIFO	507 602	Jul 19, 11	Aug 16, 11	12,882.94	12,725.57			157 37
SPDR GOLD TRUST	FIFO	6 000	Oct 21, 10	Apr 12, 11	848.92	773.97			74.95
	FIFO	28.000	Oct 21, 10	Jun 22, 11	4,249.29	3,611.85			637.44
	FIFO	49 000	Oct 21, 10	Aug 16, 11	8,503.78	6,320.73			2,183.05
TURNER SPECTRUM INVESTOR CLASS	FIFO	91.277	Oct 21, 10	Jun 22, 11	1,070.68	989.44			81 24
Total					**$300,067.17**	**$292,630.08**		**-$1,822.39**	**$9,259.48** D-3
Net short-term capital gains and losses									**$7,437.09**

continued next page

UBS

Account name: THE ALBERTA B FARRINGTON
Account number: GA 21555 Z1

Realized gains and losses (continued)

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
BLACKROCK GLOBAL ALLOCATION FUND INC A	FIFO	25 682	Aug 02, 10	Oct 25, 11	482.57	462 53			20.04
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND A	FIFO	63.920	Mar 31, 10	Jun 22, 11	648.79	662 21		-13 42	
	FIFO	209.376	Mar 31, 10	Aug 16, 11	2,108.42	2,169.14		-60 72	
	FIFO	0.999	Apr 30, 10	Aug 16, 11	10.06	10.40		-0 34	
	FIFO	1.196	May 28, 10	Aug 16, 11	12.04	12.41		-0 37	
	FIFO	1.158	Jun 30, 10	Aug 16, 11	11.66	12.04		-0 38	
	FIFO	1 205	Jul 30, 10	Aug 16, 11	12.13	12 46		-0.33	
	FIFO	57.753	Aug 02, 10	Aug 16, 11	581.57	597 17		-15 60	
FRANKLIN/TEMPLETON GLOBAL BOND FUND CLASS A	FIFO	112 954	Aug 02, 10	Aug 16, 11	1,550.86	1,509.07			41.79
	FIFO	2,387.992	Aug 02, 10	Oct 25, 11	31,115.54	31,903 57		-788 03	
	FIFO	15.563	Aug 20, 10	Oct 25, 11	202.79	208 23		-5 44	
	FIFO	15.436	Sep 17, 10	Oct 25, 11	201 13	209 00		-7 87	
	FIFO	15.156	Oct 19, 10	Oct 25, 11	197.48	209.46		-11.98	
GABELLI ABC ADVISOR FUND	FIFO	39.512	Aug 02, 10	Aug 16, 11	389.98	385.24			4.74
IVY ASSET STRATEGY FUND CLASS A	FIFO	10.865	Aug 02, 10	Oct 25, 11	253.15	239.68			13 47
JP MORGAN HIGHBRIDGE STAT MARKET NEUTRAL FUND A	FIFO	23 934	Aug 02, 10	Aug 16, 11	361.41	367.39		-5 98	
PRUDENTIAL JENNISON NATURAL RESOURCES FUND INC A	FIFO	109.168	Aug 02, 10	Oct 25, 11	5,184.41	4,898.37			286.04
RYDEX/SGI MANAGED FUTURES STRATEGY FUND A	FIFO	1,688.798	Aug 02, 10	Aug 16, 11	42,861.69	40,666.26			2,195.43
SPDR GOLD TRUST	FIFO	3 000	Oct 21, 10	Oct 25, 11	496.95	386.98			109.97
Total					**$86,682.63**	**$84,921.61**		**-$910.46**	**$2,671.48**
Net long-term capital gains or losses									**$1,761.02**
Net capital gains/losses:									**$9,198.11**

D-4

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST INCOME	964.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	964.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	281,404.	0.	281,404.
TOTAL TO FM 990-PF, PART I, LN 4	281,404.	0.	281,404.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME FROM K-1	779.	779.	
TOTAL TO FORM 990-PF, PART I, LINE 11	779.	779.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	101,060.	101,060.		0.
TO FORM 990-PF, PG 1, LN 16C	101,060.	101,060.		0.

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ARIZONA BUSINESS INCOME TAX	50.	0.		0.
FEDERAL BUSINESS INCOME TAX	-9,622.	0.		0.
PAYROLL TAXES	5,508.	1,836.		3,672.
TO FORM 990-PF, PG 1, LN 18	-4,064.	1,836.		3,672.

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	2,200.	733.		1,467.
EXPENSES FROM K-1	46,948.	46,948.		0.
OTHER EXPENSES	11.	4.		7.
TO FORM 990-PF, PG 1, LN 23	49,159.	47,685.		1,474.

FORM 990-PF — CORPORATE STOCK — STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	11,414,480.	11,414,480.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,414,480.	11,414,480.

● 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	Employer identification number (EIN) or
File by the due date for filing your return See instructions	ALBERTA B. FARRINGTON FOUNDATION	[X] 86-0717723
	Number, street, and room or suite no If a P O box, see instructions 5825 E. PINNACLE VISTA DR.	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SCOTTSDALE, AZ 85266	

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 ▶ GERI J CAVANAGH 5825 E PINNACLE VISTA DR. - SCOTTSDALE, AZ 85266

Telephone No ▶ (480)948-1692 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 NOVEMBER 15, 2012

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

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 RESPECTFULLY REQUESTS AN ADDITIONAL EXTENSION OF TIME TO GATHER ALL OF THE INFORMATION NEEDED TO PREPARE A COMPLETE AND ACCURATE 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	$ 2,000.
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	$ 10,412.
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 ▶ Title ▶ Date ▶

Form **8868** (Rev 1-2012)

123842
01-06-12