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**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

2011

For calendar year 2011 or tax year beginning

, and ending

A Employer identification number

86-6291360

B Telephone number

(480) 998-8245

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► Foreign organizations meeting the 85% test,  
2. 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 ► Number and street (or P O box number if mail is not delivered to street address)  
7501 THOMPSON PEAK PARKWAY #419

Room/suite

City or town, state, and ZIP code  
SCOTTSDALE, AZ 85255-4537G Check all that apply:  
Initial return  
Final return  
X Address changeInitial return of a former public charity  
Amended return  
Name changeH Check type of organization.  
Section 501(c)(3) exempt private foundation  
Section 4947(a)(1) nonexempt charitable trust X Other taxable private foundationI Fair market value of all assets at end of year  
(from Part II, col. (c), line 16)  
► \$ 441,528. (Part I, column (d) must be on cash basis.)J Accounting method. X Cash  Accrual  
 Other (specify) \_\_\_\_\_**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)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3	Dividends and interest from securities	19,028.	19,028.	19,028.	STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	10,037.			
b	Gross sales price for all assets on line 6a	57,762.			
7	Capital gain net income (from Part IV, line 2)		10,037.	10,037.	RECEIVED MAY 21 2012 OPEN DT
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	<4,307. >	<4,307. >	<4,307. >	STATEMENT 2
12	Total. Add lines 1 through 11	24,758.	24,758.	24,758.	
13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3	825.	825.	
c	Other professional fees	STMT 4	4,185.	4,185.	0.
17	Interest		11.	11.	0.
18	Taxes	STMT 5	1,016.	1,016.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6	65.	65.	0.
24	Total operating and administrative expenses. Add lines 13 through 23		6,102.	5,277.	825.
25	Contributions, gifts, grants paid		15,000.		15,000.
26	Total expenses and disbursements. Add lines 24 and 25		21,102.	5,277.	15,825.
27	Subtract line 26 from line 12.		3,656.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		19,481.		
c	Adjusted net income (if negative, enter -0-)			N/A	

JUN 04 2012

SCANNED  
Revenue

Operating and Administrative Expenses

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		5,391.	10,189.	10,189.
	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 ►				
	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				
	b Investments - corporate stock	STMT 8	347,743.	349,158.	410,126.
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ►				
	Less: accumulated depreciation				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 9	24,468.	21,241.	21,213.
	14 Land, buildings, and equipment basis ►				
	Less: accumulated depreciation				
Net Assets or Fund Balances	15 Other assets (describe ► )				
	16 Total assets (to be completed by all filers)		377,602.	380,588.	441,528.
	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.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
Net Assets or Fund Balances	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		377,602.	380,588.	
	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 ..		377,602.	380,588.	
	31 Total liabilities and net assets/fund balances		377,602.	380,588.	

## 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	377,602.
2 Enter amount from Part I, line 27a	2	3,656.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	381,258.
5 Decreases not included in line 2 (itemize) ►	5	670.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	380,588.

Form 990-PF (2011)

**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	<b>SEE ATTACHED STATEMENT</b>				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	57,762.		47,725.	10,037.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			10,037.		
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	10,037.	
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  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	23,844.	398,152.	.059887
2009	20,767.	346,148.	.059995
2008	25,775.	487,955.	.052822
2007	39,626.	647,907.	.061160
2006	35,819.	616,443.	.058106

2 Total of line 1, column (d)

2 .291970

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 .058394

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 439,341.

5 Multiply line 4 by line 3

5 25,655.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 195.

7 Add lines 5 and 6

7 25,850.

8 Enter qualifying distributions from Part XII, line 4

8 15,825.

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1  
 Date of ruling or determination letter \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments

a 2011 estimated tax payments and 2010 overpayment credited to 2011

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2012 estimated tax ►

6a	40.
6b	
6c	
6d	

40.

40.

8

9

10

11

Refunded ►

11

390.

0.

390.

0.

390.

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?  
*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.*

1c Did the foundation file Form 1120-POL for this year?

1d 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.

1e 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.*

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.*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
*If "Yes," attach the statement required by General Instruction T.*

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?

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.*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► AZ

8b 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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

Form 990-PF (2011)

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

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► THE FOUNDATION	
	Telephone no. ► (480) 998-8245	
	Located at ► 7501 THOMPSON PEAK PARKWAY #419, SCOTTSDALE, AZ ZIP+4 ► 85255-4537	
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	
16	Yes	No
	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)	<input type="checkbox"/>	Yes X No
(2)	<input type="checkbox"/>	Yes X No
(3)	<input type="checkbox"/>	Yes X No
(4)	<input type="checkbox"/>	Yes X No
(5)	<input type="checkbox"/>	Yes X No
(6)	<input type="checkbox"/>	Yes X 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)?	
	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?	
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? 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.)	
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?	
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
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?	

**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  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  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)?

► 

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  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

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
JEROME HARDEN 7501 THOMPSON PEAK PARKWAY #419 SCOTTSDALE, AZ 85255-4537	DIRECTOR 1.00	0.	0.	0.
LINDA HARDEN 7501 THOMPSON PEAK PARKWAY #419 SCOTTSDALE, AZ 85255-4537	DIRECTOR 1.00	0.	0.	0.
ELIZABETH SOLCUM 200 42ND ST DES MOINES, IA 50312	DIRECTOR 3.00	0.	0.	0.
THEODORE HARDEN PO BOX 11626 TEMPE, AZ 85284	DIRECTOR 2.00	0.	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.

1	N/A	Expenses
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

1	N/A	Amount
2		0.
3		
<b>Total. Add lines 1 through 3</b>		0.

**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	417,000.
b Average of monthly cash balances	1b	7,790.
c Fair market value of all other assets	1c	21,241.
d Total (add lines 1a, b, and c)	1d	446,031.
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	446,031.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,690.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	439,341.
6 Minimum Investment return. Enter 5% of line 5	6	21,967.

**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	21,967.
2a Tax on investment income for 2011 from Part VI, line 5	2a	390.
b Income tax for 2011 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	390.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	21,577.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	21,577.
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	21,577.

**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	15,825.
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	15,825.
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	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	15,825.

**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				21,577.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	5,925.			
b From 2007	8,189.			
c From 2008	1,528.			
d From 2009	3,526.			
e From 2010	4,088.			
f Total of lines 3a through e	23,256.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 15,825.			0.	
a Applied to 2010, but not more than line 2a				
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				15,825.
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))	5,752.			5,752.
6 Enter the net total of each column as indicated below:	17,504.			
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				0.
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	173.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	17,331.			
10 Analysis of line 9				
a Excess from 2007	8,189.			
b Excess from 2008	1,528.			
c Excess from 2009	3,526.			
d Excess from 2010	4,088.			
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	► <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
b Check box to indicate whether the foundation is a private operating foundation described in section				
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	Tax year			
	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities				
Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test - enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test - enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

**Part 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))

**SEE STATEMENT 10**

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 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.

**THEODORE HARDEN, 480-998-8245****PO BOX 11626, TEMPE, AZ 85284**

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

**PRE-PRINTED APPLICATION SUPPLIED UPON REQUEST**

c Any submission deadlines.

**NO**

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

**NO**

## 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
<b>a Paid during the year</b>				
BALLET ARIZONA 3645 E INDIAN SCHOOL RD PHOENIX, AZ 85018	NONE	501(C)(3) PUBLIC CHARITY		2,000.
CHILDREN'S CANCER PROGRAM 1221 CENTER ST, STE 12 DES MOINES, IA 50309	NONE	501(C)(3) PUBLIC CHARITY		3,000.
DMARC FOOD PANTRY 3816 36TH ST DES MOINES, IA 50310	NONE	501(C)(3) PUBLIC CHARITY		2,000.
HOSPICE OF THE VALLEY 1510 E FLOWER ST PHOENIX, AZ 85014	NONE	501(C)(3) PUBLIC CHARITY		1,000.
PHOENIX RESCUE MISSION 1801 S 35TH AVE PHOENIX, AZ 850096706	NONE	501(C)(3) PUBLIC CHARITY		1,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 15,000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Line	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	19,028.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	40.	
8 Gain or (loss) from sales of assets other than inventory			18	10,037.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a ORDINARY INCOME FROM					
b PASSSTHROUGH ENTITIES				<4,299. >	
c SECT 1231 LOSS FROM					
d PTRSHP ACTIVITY				<48. >	
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		24,758.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		24,758.
(See worksheet in line 13 instructions to verify calculations )					

## **Relationship of Activities to the Accomplishment of Exempt Purposes**



## THE HARDEN FAMILY FOUNDATION

86-6291360

## **Part XV      Supplementary Information**

### **3 Grants and Contributions Paid During the Year (Continuation)**

## THE HARDEN FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV  
86-6291360 PAGE 1 OF 1

## 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	SMITH BARNEY ST #28533	P	VARIOUS	06/30/11
b	SMITH BARNEY LT #28533	P	VARIOUS	06/30/11
c	SMITH BARNEY ST #44735	P	VARIOUS	06/30/11
d	SMITH BARNEY LT #44735	P	VARIOUS	06/30/11
e	ENTERPRISE PRODUCTS PARTNERS	P	VARIOUS	06/30/11
f	CAPITAL GAINS DIVIDENDS			
g				
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	3,584.		2,618.	966.
b	7,812.		8,930.	<1,118.>
c	18,224.		16,320.	1,904.
d	27,322.		19,857.	7,465.
e	70.			70.
f	750.			750.
g				
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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(I) F M V as of 12/31/69		(II) Adjusted basis as of 12/31/69	(k) Excess of col. (I) over col. (II), if any	
a				966.
b				<1,118.>
c				1,904.
d				7,465.
e				70.
f				750.
g				
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 10,037.
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  
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# Morgan Stanley SmithBarney

11: 00002725 00077540

## 2011 Year End Summary

2011 Year End Summary					
HARDEN FOUNDATION Account Number 191-28533-12 789					
Details of Earnings 2011 - continued					
Dividends and Distributions, Section 2					
Reference Number	Description	Nondividend distributions	Foreign tax paid	Cash liquidation distributions	Non cash liquidation distributions
0005800 88084108001	*** TOKIO MARINE HLDGS INC ADR THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT A PORTION OF THIS INCOME HAS BEEN RECLASSIFIED			\$ 2.43	
0005900 89151E108001	*** TOTAL S.A SPONS ADR THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT		32.61		
0006000 882331307001	*** TOYOTA MOTOR CORP ADR NEW THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT		2.65		
0006100 904784708001	*** UNILEVER NV NY SHS-NEW THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT		13.96		
0006200 82855S200001	*** VIVO PARTICIPACOES SA ADR THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT A PORTION OF THIS INCOME HAS BEEN RECLASSIFIED		.30		
					\$ 628.50
Details of Short Term Gain (Loss) 2011					
This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition,					

# Morgan Stanley SmithBarney

f: 00002725 00077541

## 2011 Year End Summary

**HARDEN FOUNDATION**  
Account Number 191-28533-12 789

### Details of Short Term Gain (Loss) 2011 - continued

Reference Number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
5000040	.2	CEMEX S.A.B DE C.V SPONS ADR NEW CASH IN LIEU OF .20000 RECORD 03/28/11 PAY 03/31/11	03/16/10	03/31/11	\$ 1.80	\$ 1.59		\$.21
5000050	105	CENTRAIS ELETRICAS BRASILEIRAS SPON ADR SALE OF RTS ON 105.0000 SHS	02/25/11	02/25/11	1.45	.01		1.44
5000080	20	FUJI HEAVY INDUSTRIES ADR CGMI AND/OR ITS AFFILIATES	03/16/10	01/11/11	1,670.04	1,170.20		499.84
5000080	85	INTESA SANPAOLO S P A SPONSORED ADR SALE OF RTS ON 85.0000 SHS	05/20/11	05/20/11	62.61	.01		62.60
5000110	10	SWISS REINSURANCE CO-SP ADR CGMI AND/OR ITS AFFILIATES	05/25/10 09/23/10	04/08/11	609.03 609.01	388.86 440.68		220.07 168.33
5000120	30	TELE NORTE LESTE PARTICIPACOES *TLPP*-BRL SPONSORED ADR REPSTG PFD SALE OF RTS ON 30.0000 SHS	04/08/11	04/08/11	.03	.01		.02
		<b>Total</b>			<b>\$ 3,584.02</b>	<b>\$ 2,617.76</b>		<b>\$ 966.26</b>

### Details of Long Term Gain (Loss) 2011

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, though cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference Number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
5000020	80	ALCATEL-LUCENT ADR TRANSACTIONS AS OF 03/31/11	05/04/05	03/04/11	\$ 503.88	\$ 1,201.08	(\$ 697.08)	

# Morgan Stanley SmithBarney

st: 00002725 00077542

## 2011 Year End Summary

**HARDEN FOUNDATION**  
Account Number 191-28533-12 789

### Details of Long Term Gain (Loss) 2011 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss) Gain
5000100	25	NOKIA CORP SPONSORED ADR	01/22/09 03/31/09 04/16/09 08/16/10	11/08/11	\$ 171.04 307.87 273.66 342.07	\$ 311.66 518.05 526.74 503.50	(\$ 140.62) (211.18) (253.08) (161.43)
5000110	10	SWISS REINSURANCE CO-SP ADR	10/22/09 01/20/10	04/08/11	609.03	484.88 463.84	144.05 145.19
5000130	30	CGMI AND/OR ITS AFFILIATES TELECOMUNICACOES BRASILEIRAS SA TELEBRAS	03/11/10 11/23/01	03/02/11	609.03 222.58	488.13 212.33	140.90 10.26
5000140	.15	TELECOMUNICACOES DE SAO PAULO-BRL	01/21/05 08/11/09	06/13/11	4.17 1.38 2.78	2.89 .52 1.32	1.18 .87 1.46
5000150	60	MERGER 08/13/11 928555200001 TELEFONOS DE MEXICO SP ADR SPONSORED ADR REPSTG SH SRL TRADE AS OF 10/07/11	10/27/03 09/16/10	10/07/11	826.16 463.06	520.44 448.50	405.72 14.58
5000160	.6812	TIM PARTICIPACOES SA ADR MERGER 08/08/11 88706P106001	11/23/01	08/08/11	16.75	5.63	11.12
5000170	475	WOLSELEY PLC SPONSORED ADR CGMI AND/OR ITS AFFILIATES	08/18/10	12/05/11	1,418.56	1,059.25	359.31
					<b>\$ 7,512.10</b>	<b>\$ 8,929.88</b>	<b>(\$ 2,382.40)</b>
							<b>\$ 1,234.84</b>

### Details of Deposits and Withdrawals 2011

*This section reflects any deposits or withdrawals made to your account during the year.*

#### Deposits

Reference number	Date	Description	Amount	Reference number	Date	Description	Amount
10000100	01/06/11	TELEFONOS DE MEXICO SP ADR CONSIDERED AND DELETED ON 01/06/11	\$ .45	210000200	07/11/11	TOYOTA MOTOR CORP ADR NEW DELETED ON 07/11/11	\$ .71

S U N N A R

# Morgan Stanley SmithBarney

## 2011 Year End Summary

**HARDEN FAMILY FOUNDATION**  
Account Number 191-44735-15 789

### Details of Additional Summary Information 2011 *continued*

#### Other Income - (continued)

Reference number	Description	Amount	Federal Income tax withheld	NRA tax withheld	Foreign tax withheld
170000300	KINDER MORGAN ENERGY PRTNRS LP	\$ 585.28			
170000400	NUSTAR ENERGY LP COM UNITS REPSLTG LTD PRTNR INT	138.88			
170000500	ONEOK PARTNERS LP	271.92			
170000800	PLAINS ALL AMERICAN PIPELINE LP	132.78			
<b>Totals</b>		<b>\$ 2,334.50</b>			

### Details of Short Term Gain (Loss) 2011

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, though cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
5000010	5	SEADRILL LTD ORD	11/04/10	09/23/11	\$ 146.64	\$ 165.82	(\$ 19.18)	
5000070	5	ANNALY CAPITAL MANAGEMENT INC	03/10/11	08/08/11	92.34	89.19		3.15
5000080	107	ANNALY CAPITAL MANAGEMENT INC	03/10/11	11/28/11	1,689.69	1,908.72	(219.03)	
5000130	5	CINEMARK HOLDINGS INC	08/05/10	07/26/11	100.24	80.20		20.04
5000230	5	H J HEINZ CO	08/28/10	08/08/11	265.74	224.79		40.95
5000320	61	MAXIM INTEGRATED PRODS INC CGMI AND/OR ITS AFFILIATES	11/04/10	03/08/11	1,563.80	1,406.21		157.59
5000330	5	MAXIM INTEGRATED PRODS INC CGMI AND/OR ITS AFFILIATES	11/04/10	07/26/11	117.14	115.26		1.88
5000340	29	MCDONALDS CORP	08/15/10	01/08/11	2,159.09	2,164.33	(5.24)	
5000380	82	NYSE EUROMEXT	08/15/10	04/11/11	3,476.38	2,737.60		740.78
5000500	67	PEPCO HOLDINGS INC	08/15/10	05/04/11	1,289.28	1,218.73		80.55

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### Details of Short Term Gain (Loss) 2011 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
1250000570	172	TELE NORTE LESTE PARTICIPACOES *TLPB,-BRL SPONSORED ADR REPSTG PFD SALE OF RTS ON 172,0000 SHS	04/08/11	04/08/11	\$ 16	\$ .01	\$ .01	\$ .15
1250000580	6	TELE NORTE LESTE PARTICIPACOES *TLPB,-BRL SPONSORED ADR REPSTG PFD	09/15/10	04/26/11	109.12	83.83	25.29	
1250000590	85	TELE NORTE LESTE PARTICIPACOES *TLPB,-BRL SPONSORED ADR REPSTG PFD	09/15/10	04/27/11	1,504.29	1,187.52	316.77	
1250000600		.0186 VALLEY NATIONAL BANCORP .0258 CASH IN LIEU OF 1,0000 .0548 RECORD 05/08/11 PAY 05/20/11	04/28/11 05/02/11 05/05/11	05/20/11	.26 .35 .74	.27 .35 .74	(.01)	
1250000610	15	VALLEY NATIONAL BANCORP	04/28/11	08/08/11	198.55	203.70	(7.15)	
1250000620	9	VALLEY NATIONAL BANCORP	04/28/11	09/23/11	92.18	122.22	(30.04)	
1250000630	5	VODAFONE GROUP PLC SPONS ADR NEW CGMI AND/OR ITS AFFILIATES	01/08/11	07/28/11	135.19	137.57	(2.38)	
<b>Total</b>								<b>\$ 16,223.71</b>
<b>(3,283.03)</b>								<b>\$ 2,186.92</b>

### Details of Long Term Gain (Loss) 2011

**This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.**

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
1250000020	8	AT&T INC	05/15/09	08/08/11	\$ 242.63	\$ 200.22		\$ 42.41
1250000030	5	AT&T INC	05/15/09	09/23/11	138.94	125.14		13.70
1250000040	5	ABBOTT LABORATORIES	05/15/09	09/23/11	253.94	221.00		32.94
1250000050	25	AMERICAN WTR WKS CO INC NEW	05/15/09	08/08/11	718.34	435.50		283.84
1250000060	5	AMERICAN WTR WKS CO INC NEW	05/15/09	09/23/11	148.54	87.10		61.44
1250000070	5	BCE INC-CAD	05/15/09	08/08/11	185.51	102.90		82.61

Account 191-44735-15  
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**Details of Long Term Gain (Loss) 2011 - continued**

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale		(Loss)	Gain
					Proceeds	Cost		
125000100	5	BRISTOL MYERS SQUIBB CO	05/15/09	06/08/11	\$ 139.60	\$ 100.20	\$ 39.40	
125000110	54	BRISTOL MYERS SQUIBB CO	05/15/09	11/15/11	1,690.23	1,082.16	608.07	
	57		08/15/10		1,784.14	1,534.19	249.95	
125000120	5	CINCINNATI FINANCIAL CORP CGMI AND/OR ITS AFFILIATES	10/01/09	07/28/11	141.58	128.44		12.15
125000140	5	DIGITAL REALTY TR INC	01/14/10	06/08/11	317.64	1,253.54		84.10
125000150	6	R R DONNELLEY & SONS CO CGMI AND/OR ITS AFFILIATES	05/15/09	07/28/11	117.01	77.22		39.79
125000160	5	ENERGY TRANSFER PARTNERS LP UNIT LP INT	05/15/09	12/29/11	227.44	185.16		32.28
125000170	32	ENTERPRISE PRODS PARTNERS LP	05/15/09	07/25/11	1,391.98	786.32		605.66
125000180	5	ENTERPRISE PRODS PARTNERS LP	05/15/09	12/28/11	228.61	122.86		106.75
125000190	5	GLAXOSMITHKLINE PLC SP ADR	08/17/10	09/23/11	202.89	191.30		11.59
125000200	5	HCP INC (NEW)	08/27/09	06/08/11	182.65	141.75 R		40.90
125000210	23	HCP INC (NEW)	08/27/09	07/25/11	857.80	652.07 R		205.73
125000220	5	HCP INC (NEW)	08/27/09	07/28/11	187.04	141.75 R		45.29
125000240	6	INTEL CORP CGMI AND/OR ITS AFFILIATES	10/07/09	06/08/11	131.23	118.62		12.61
125000250	5	INTEL CORP CGMI AND/OR ITS AFFILIATES	10/07/09	07/26/11	114.25	98.85		15.40
125000260	5	INTEL CORP CGMI AND/OR ITS AFFILIATES	10/07/09	09/23/11	110.69	98.85		11.84
125000270	6	JOHNSON & JOHNSON	05/15/09	06/08/11	396.77	328.62		68.15
125000280	6	KINDER MORGAN ENERGY PRTRNS LP	05/15/09	06/08/11	432.43	281.46		150.97
125000290	5	KINDER MORGAN ENERGY PRTRNS LP	05/15/09	12/29/11	418.94	234.55		185.39
125000300	6	ELI LILLY & CO	11/18/09	06/08/11	223.43	216.15		7.28
125000310	5	ELI LILLY & CO	11/18/09	12/28/11	207.18	180.12		27.07
125000340	9	MCDONALDS CORP	05/15/09	01/08/11	670.08	483.66		186.40
125000350	33	MICROCHIP TECHNOLOGY INC CGMI AND/OR ITS AFFILIATES	05/15/09	01/08/11	1,152.88	588.48 R		564.51
125000360	5	MICROCHIP TECHNOLOGY INC CGMI AND/OR ITS AFFILIATES	05/15/09	06/08/11	185.14	90.68 R		84.46



Account 191-44735-15

**Details of Long Term Gain (Loss) 2011 - continued**

Reference number	Quantity	Security Description	Opening Trade Date		Closing Trade Date		Proceeds	Cost	(Loss)	Gain
			05/15/09	09/23/11	03/09/11	04/11/11				
12500370	5	MICROCHIP TECHNOLOGY INC CGMI AND/OR ITS AFFILIATES					\$ 164.09	\$ 90.88 R		\$ 73.41
12500380	41	NYSE EURONEXT	03/01/10	03/09/11			1,435.00	1,122.46		312.54
12500390	24	NYSE EURONEXT	03/01/10	04/11/11			907.40	857.05		250.35
12500400	5	NATIONAL GRID PLC GBP SPONS ADR NEW	09/22/10	09/23/11			243.84	215.95		27.89
12500410	12	NISOURCE INC	05/15/09	06/08/11			233.55	129.59		103.96
12500420	7	NISOURCE INC	05/15/09	08/23/11			147.41	75.80		71.81
12500430	5	NISOURCE INC	05/15/09	12/28/11			118.80	54.00		64.80
12500440	3	NORTHEAST UTILITIES	05/15/09	06/08/11			102.51	62.37		40.14
12500450	5	NORTHEAST UTILITIES	05/15/09	09/23/11			169.84	103.85		65.88
12500460	48	NORTHEAST UTILITIES	05/15/09	11/08/11			1,581.84	858.34		625.30
12500470	16	NORTHEAST UTILITIES	09/15/10	11/08/11			818.90	535.56		83.34
12500480	6	ONEOK PARTNERS L.P.	05/15/09	07/28/11			265.03	139.88		123.35
12500490	5	ONEOK PARTNERS L.P.	05/15/09	12/28/11			289.44	116.40		173.04
12500500	55	PEPCO HOLDINGS INC	05/15/09	05/04/11			1,088.57	682.20		404.37
12500510	5	PLAINS ALL AMERN PIPELINE L.P.	10/08/09	12/28/11			386.54	238.89		127.85
12500520	40	PROCTER & GAMBLE CO	05/15/09	01/27/11			2,554.84	2,038.40		516.24
12500530	5	SPECTRA ENERGY CORP	05/15/09	06/08/11			134.39	75.85		58.54
12500540	6	STATOILHYDRO ASA SPONS ADR	05/19/10	07/28/11			150.84	130.27		20.57
12500550	58	TAIWAN SEMICONDUCTOR MFG CO LTD ADR	05/15/09	01/06/11			735.54	596.80		138.84
12500560	102	TAIWAN SEMICONDUCTOR MFG CO LTD ADR	05/15/09	01/27/11			1,352.32	1,049.18		303.14
12500580	31	TELE NORTE LESTE PARTICIPACOES "TNP-BRL SPONSORED ADR REPSTG PFD	09/23/09	04/28/11	01/21/10		563.79	597.13	(33.34)	10.42
	50						909.34	898.92		
							\$ 27,321.88	\$ 19,856.93	(833.24)	\$ 7,488.07

R The basis for this tax lot has been adjusted due to a reclassification of income



FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VARIOUS	19,778.	750.	19,028.
TOTAL TO FM 990-PF, PART I, LN 4	19,778.	750.	19,028.

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SECT 1231 FROM PTRSHP ACTIVITIES	<48.>	<48.>	
PARTNERSHIP-OTHER INCOME	40.	40.	
ORDINARY INCOME FROM PASSTHROUGH ENTITIES	<4,299.>	<4,299.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<4,307.>	<4,307.>	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	825.	0.		825.
TO FORM 990-PF, PG 1, LN 16B	825.	0.		825.

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
INVESTMENT ADVISORY FEES	4,185.	4,185.		0.
TO FORM 990-PF, PG 1, LN 16C	4,185.	4,185.		0.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	1,016.	1,016.		0.
TO FORM 990-PF, PG 1, LN 18	1,016.	1,016.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INTANGIBLE DRILLING COSTS	65.	65.		0.
TO FORM 990-PF, PG 1, LN 23	65.	65.		0.

FORM 990-PF

OTHER DECREASES IN NET ASSETS OR FUND BALANCES

STATEMENT

7

DESCRIPTION

AMOUNT

NONDEDUCTIBLE EXPENSES OF PARTNERSHIP INVESTMENTS

670.

TOTAL TO FORM 990-PF, PART III, LINE 5

670.

FORM 990-PF

CORPORATE STOCK

STATEMENT

8

DESCRIPTION

BOOK VALUE

FAIR MARKET  
VALUE

MORGAN STANLEY SMITH BARNEY

349,158.

410,126.

TOTAL TO FORM 990-PF, PART II, LINE 10B

349,158.

410,126.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ONEOK PARTNERS	COST	2,121.	2,121.
ENTERPRISE PRODUCTS PARTNERS	COST	6,095.	6,165.
ENERGY TRANSFER PARTNERS	COST	6,179.	6,081.
KINDER MORGAN ENERGY PARTNERS	COST	3,833.	3,833.
PLAINS ALL AMERICAN PIPELINE	COST	1,587.	1,587.
NUSTAR ENERGY	COST	1,426.	1,426.
<b>TOTAL TO FORM 990-PF, PART II, LINE 13</b>		<b>21,241.</b>	<b>21,213.</b>

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

JEROME HARDEN  
LINDA HARDEN