



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

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

OMB No 1545-0052  
  
2011

Department of the Treasury  
Internal Revenue Service

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

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

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation  
BLAIR FAMILY FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
12900 STROH RANCH WAY

City or town, state, and ZIP code  
PARKER, CO 80134

A Employer identification number  
94-3301545

B Telephone number (see page 10 of the instructions)

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

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

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

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,146,691

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	64,152			
	2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	66	66		
	4 Dividends and interest from securities. . . . .	100,191	100,191		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	207,940			
	b Gross sales price for all assets on line 6a 2,332,374				
	7 Capital gain net income (from Part IV, line 2) . . . .		249,229		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 Total. Add lines 1 through 11 . . . . .	372,349	349,486		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule). . . . .	330			
	b Accounting fees (attach schedule). . . . .	14,438	1,444		7,219
	c Other professional fees (attach schedule) . . . . .	30,545	30,545		
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,800			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule). . . . .	6,985	6,724		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23 . . . . .	54,098	38,713		7,219
	25 Contributions, gifts, grants paid . . . . .	192,500			192,500
	26 Total expenses and disbursements. Add lines 24 and 25	246,598	38,713		199,719
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	125,751			
	b Net investment income (if negative, enter -0-)		310,773		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	65,046	1,070,654	1,070,654
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	3,650,798 <input checked="" type="checkbox"/>	2,770,941	3,076,037
	c	Investments—corporate bonds (attach schedule). . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	3,715,844	3,841,595	4,146,691
	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,715,844	3,841,595	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	3,715,844	3,841,595	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	3,715,844	3,841,595	

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	3,715,844
2	Enter amount from Part I, line 27a . . . . .	2	125,751
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	3,841,595
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	3,841,595

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	249,229
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	161,590	4,075,600	0 03965
2009	199,435	3,183,484	0 06265
2008	148,013	4,007,342	0 03694
2007	135,075	4,669,201	0 02893
2006	111,898	3,620,393	0 03091

2	Total of line 1, column (d). . . . .	2	0 19907
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . .	3	0 03981
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5. . . . .	4	4,523,377
5	Multiply line 4 by line 3. . . . .	5	180,089
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	3,108
7	Add lines 5 and 6. . . . .	7	183,197
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	199,719

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	3,108
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2. . . . .		3	3,108
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	3,108
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,342	
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	2,500	
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments Add lines 6a through 6d. . . . .		7	5,842
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	2,734
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 2,734	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?. . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	2		No
	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 . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5		No
	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 <ul style="list-style-type: none"><li>By language in the governing instrument, or</li><li>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? . . . . .</li></ul>	6		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> CA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	13	Yes	
14	The books are in care of <b>MCFARLANE CAZALE &amp; ASSOCIATES</b> Telephone no <b>(408) 265-2950</b> Located at <b>1631 WILLOW ST SUITE 200 SAN JOSE CA</b> ZIP +4 <b>95125</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions ).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>20____, 20____, 20____, 20____</b>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i> )	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		No
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEVEN R BLAIR	CFO	0		
6229 NORTHWOODS GLENN DR PARKER, CO 80134	0 00			
DONNA R BLAIR	SECRETARY	0		
7924 FOREST KEEP CIRCLE PARKER, CO 80134	0 00			
RONALD J BLAIR	VICE PRESIDENT	0		
9677 SARA GULCH CIRCLE PARKER, CO 80138	0 00			
JAMES R BLAIR	PRESIDENT	0		
7924 FOREST KEEP CIRCLE PARKER, CO 80134	0 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

## Part VIII

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total** number of others receiving over \$50,000 for professional services. . . . . ▶

## 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.

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
<b>1</b> NONE	0
<b>2</b>	
<b>3</b>	
<b>4</b>	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b>	

**Total.** Add lines 1 through 3. . . . . 

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	4,393,632
b	Average of monthly cash balances. . . . .	1b	198,629
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	4,592,261
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	
3	Subtract line 2 from line 1d. . . . .	3	4,592,261
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	68,884
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,523,377
6	Minimum investment return. Enter 5% of line 5. . . . .	6	226,169

Part XI

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

1	Minimum investment return from Part X, line 6. . . . .	1	226,169
2a	Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	3,108
b	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	3,108
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	223,061
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	223,061
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	223,061

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	199,719
b	Program-related investments—total from Part IX-B. . . . .	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	199,719
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions). . . . .	5	3,108
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	196,611
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2011			
a	Enter amount for 2010 only. . . . . 192,015			
b	Total for prior years 20____, 20____, 20____			
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. . . . .			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 199,719			
a	Applied to 2010, but not more than line 2a 192,015			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . . . 0			
d	Applied to 2011 distributable amount. . . . . 7,704			
e	Remaining amount distributed out of corpus			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b	Prior years' undistributed income Subtract line 4b from line 2b. . . . .			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .			
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . . 215,357			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . .			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a. . . . .			
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 page 27 of the instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

JAMES R BLAIR

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	192,500
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2011)

## Part XVII

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

[illegible]

**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>b</b> If "Yes," complete the following schedule		
<b>(a)</b> Name of organization	<b>(b)</b> Type of organization	<b>(c)</b> Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2012-08-09	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature ▶ Robert D Cazale		Date	Check if self-employed ▶ <input checked="" type="checkbox"/>
		Firm's name ▶ McFarlane Cazale & Associates			Firm's EIN ▶
1631 Willow Street Suite 200					
Firm's address ▶ San Jose, CA 951255108			Phone no (408) 265-2950		

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

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2011

<b>Name of organization</b> BLAIR FAMILY FOUNDATION INC	<b>Employer identification number</b> 94-3301545
--	---

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule—

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization BLAIR FAMILY FOUNDATION INC	Employer identification number 94-3301545
---	--

Part IContributors (see Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
4	JAMES DONNA BLAIR 7924 FOREST KEEP CIRCLE  PARKER, CO 80134  	\$ 13,961	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
3	JAMES DONNA BLAIR 7924 FOREST KEEP CIRCLE  PARKER, CO 80134  	\$ 9,205	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
2	JAMES DONNA BLAIR 7924 FOREST KEEP CIRCLE  Parker, CO 80134  	\$ 25,187	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
1	JAMES DONNA BLAIR 7924 FOREST KEEP CIRCLE  Parker, CO 80134  	\$ 15,800	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )

Name of organization BLAIR FAMILY FOUNDATION INC	Employer identification number 94-3301545
---	--

Part II

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	300 SHS UNITED HEALTH GROUP	\$ 13,961	2011-11-02
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	1,000 SHS ORASURE TECHNOLOGY	\$ 9,205	2011-11-02
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	300 SHS UNDER ARMOUR	\$ 25,187	2011-11-02
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	500 SHS EBAY INC	\$ 15,800	2011-11-02
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

<b>Name of organization</b> BLAIR FAMILY FOUNDATION INC	<b>Employer identification number</b> 94-3301545
--	---

Part III

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

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	

**Additional Data**

**Software ID:** 11000144  
**Software Version:** 2011v1.2  
**EIN:** 94-3301545  
**Name:** BLAIR FAMILY FOUNDATION INC

**Form 990PF - Special Condition Description:**

**Special Condition Description**

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
565 UNILEVER NV NY SHS	P	2008-03-27	2011-10-27
416 TRANSOCEAN INC	P	2007-11-27	2011-04-27
800 Target	P	2008-12-12	2011-03-18
300 SONY CORP	P	2002-09-12	2011-03-04
250 SONY CORP	P	2002-12-09	2011-03-04
230 Schlumberger	P	2005-10-14	2011-10-27
235 PPG INDUSTRIES INC	P	2009-04-01	2011-10-27
600 POLO RALPH LAUREN	P	2009-06-03	2011-05-25
775 PETROLEO BRASILEIRO	P	2008-05-08	2011-04-13
425 PETROLEO BRASILEIRO	P	2008-01-30	2011-04-13
750 PANASONIC (MATSUSHITA)	P	2005-02-22	2011-02-03
1200 PANASONIC (MATSUSHITA)	P	2002-09-19	2011-02-03
350 ORACLE CORP	P	2007-11-15	2011-10-27
255 OCCIDENTAL PETE CORP	P	2004-05-18	2011-05-19
250 OCCIDENTAL PETE CORP	P	2004-05-18	2011-05-19
230 NORFOLK SOUTHERN CORP	P	2009-06-01	2011-10-27
1500 NORDSTROM INC	P	2009-06-02	2011-02-02
315 NESTLE S A ADR	P	2009-06-15	2011-10-27
900 MITSUBISHI UFJ FINL	P	2006-03-22	2011-12-13
275 MITSUBISHI TOKYO ADR	P	2003-07-22	2011-12-13
2800 MITSUBISHI TOKYO ADR	P	2003-07-22	2011-10-27
745 MICROSOFT CORP	P	2008-03-19	2011-10-27
1750 ISHARES MSCI EMRG MKT	P	2008-07-24	2011-02-14
300 ISHARES MSCI EMRG MKT	P	2008-07-24	2011-02-14
150 ISHARES MSCI EMRG MKT	P	2007-01-18	2011-02-14
300 ISHARES MSCI EMRG MKT	P	2008-07-24	2011-02-14
150 ISHARES MSCI EMRG MKT	P	2006-03-22	2011-02-14
525 ISHARES MSCI EMRG MKT	P	2006-01-23	2011-02-14
950 HEWLETT-PACKARD CO	P	2007-11-16	2011-02-24
743 FREEPORT MCMORN CP&GLD	P	2007-03-20	2011-05-17

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
68 FREEPORT MCMORN CP&GLD	P	2007-03-20	2011-05-17
154 FREEPORT MCMORN CP&GLD	P	2007-03-23	2011-05-17
1100 FORTUNE BRANDS INC	P	2009-04-09	2011-02-09
655 EMC Corp Mass	P	2007-11-15	2011-10-27
270 DOVER CORPORATION	P	2009-04-06	2011-10-27
975 CUMMINS INC	P	2009-06-03	2011-06-08
400 CREDIT SUISSE	P	2002-12-09	2011-10-18
450 CREDIT SUISSE GRP ADR	P	2004-11-10	2011-10-18
225 CREDIT SUISSE GRP ADR	P	2007-01-18	2011-10-18
200 CREDIT SUISSE GRP ADR	P	2006-02-08	2011-10-18
695 COMPANHIA VALE DO	P	2007-08-27	2011-10-27
600 CISCO SYSTEMS	P	2007-08-27	2011-04-27
1950 CISCO SYSTEMS	P	2008-05-21	2011-04-27
1200 CARNIVAL CORP NEW	P	2009-02-09	2011-03-01
75 CATERPILLAR INC	P	2005-07-13	2011-10-27
250 CATERPILLAR INC	P	2005-07-13	2011-10-27
135 CATERPILLAR INC	P	2004-11-10	2011-10-27
775 BNP PARIBAS ADR	P	2008-06-03	2011-10-18
518 BERNSTEIN INTERNATIONAL	P	2007-04-30	2011-12-22
306 BERNSTEIN INTERNATIONAL	P	2010-12-10	2011-12-22
3819 BERNSTEIN INTERNATIONAL	P	2010-05-03	2011-12-22
1 BERNSTEIN INTERNATIONAL	P	2010-01-11	2011-12-22
108 BERNSTEIN INTERNATIONAL	P	2009-12-14	2011-12-22
1276 BERNSTEIN INTERNATIONAL	P	2009-12-10	2011-12-22
1302 BERNSTEIN INTERNATIONAL	P	2009-12-02	2011-12-22
1 BERNSTEIN INTERNATIONAL	P	2009-12-01	2011-12-22
2 BERNSTEIN INTERNATIONAL	P	2009-11-23	2011-12-22
1058 BERNSTEIN INTERNATIONAL	P	2009-11-18	2011-12-22
1232 BERNSTEIN INTERNATIONAL	P	2009-11-17	2011-12-22
3019 BERNSTEIN INTERNATIONAL	P	2009-09-21	2011-12-22

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
136 BERNSTEIN INTERNATIONAL	P	2009-04-02	2011-12-22
1814 BERNSTEIN INTERNATIONAL	P	2008-08-22	2011-12-22
63 BERNSTEIN INTERNATIONAL	P	2008-09-04	2011-12-22
61 BERNSTEIN INTERNATIONAL	P	2008-09-05	2011-12-22
1296 BERNSTEIN INTERNATIONAL	P	2008-09-02	2011-12-22
552 BERNSTEIN INTERNATIONAL	P	2007-05-10	2011-12-22
624 BERNSTEIN INTERNATIONAL	P	2007-11-07	2011-12-22
707 BERNSTEIN INTERNATIONAL	P	2007-12-14	2011-12-22
19 BERNSTEIN EMERGING MKTS	P	2010-12-10	2011-12-22
140 BERNSTEIN EMERGING MKTS	P	2007-04-30	2011-12-22
335 BERNSTEIN EMERGING MKTS	P	2010-05-03	2011-12-22
97 BERNSTEIN EMERGING MKTS	P	2009-12-14	2011-12-22
14 BERNSTEIN EMERGING MKTS	P	2009-12-08	2011-12-22
175 BERNSTEIN EMERGING MKTS	P	2009-12-02	2011-12-22
105 BERNSTEIN EMERGING MKTS	P	2009-11-18	2011-12-22
127 BERNSTEIN EMERGING MKTS	P	2009-11-17	2011-12-22
159 BERNSTEIN EMERGING MKTS	P	2009-09-21	2011-12-22
172 BERNSTEIN EMERGING MKTS	P	2007-12-14	2011-12-22
305 BERNSTEIN EMERGING MKTS	P	2008-08-22	2011-12-22
223 BERNSTEIN EMERGING MKTS	P	2008-09-02	2011-12-22
172 BERNSTEIN EMERGING MKTS	P	2008-12-09	2011-12-22
500 AXA SPONSORED ADR	P	2002-12-30	2011-12-12
450 AXA SPONSORED ADR	P	2002-09-24	2011-12-12
450 AXA SPONSORED ADR	P	2005-02-22	2011-12-12
2500 APPLIED MATERIALS	P	2010-05-11	2011-12-12
2800 APPLIED MATERIALS	P	2009-02-25	2011-12-12
350 ANADARKO PETROLEUM	P	2002-09-10	2011-05-19
300 ANADARKO PETROLEUM	P	2006-05-26	2011-05-19
3249 ALLIANCEBERNSTEIN VALUE FUND	P	2011-05-03	2011-12-22
7 ALLIANCEBERNSTEIN VALUE FUND	P	2010-01-01	2011-12-22

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
565 ALLIANCEBERNSTEIN VALUE FUND	P	2009-12-29	2011-12-22
1419 ALLIANCEBERNSTEIN VALUE FUND	P	2009-12-10	2011-12-22
2512 ALLIANCEBERNSTEIN VALUE FUND	P	2009-12-02	2011-12-22
1982 ALLIANCEBERNSTEIN VALUE FUND	P	2009-11-18	2011-12-22
2544 ALLIANCEBERNSTEIN VALUE FUND	P	2009-11-17	2011-12-22
3 ALLIANCEBERNSTEIN VALUE FUND	P	2009-11-11	2011-12-22
369 ALLIANCEBERNSTEIN VALUE FUND	P	2009-11-06	2011-12-22
18186 ALLIANCEBERNSTEIN VALUE FUND	P	2009-11-05	2011-12-22
1344 ALLIANCEBERNSTEIN LARGE-CAP	P	2010-05-03	2011-12-22
463 ALLIANCEBERNSTEIN LARGE-CAP	P	2009-12-10	2011-12-22
939 ALLIANCEBERNSTEIN LARGE-CAP	P	2009-12-02	2011-12-22
572 ALLIANCEBERNSTEIN LARGE-CAP	P	2009-11-18	2011-12-22
739 ALLIANCEBERNSTEIN LARGE-CAP	P	2009-11-17	2011-12-22
6115 ALLIANCEBERNSTEIN LARGE-CAP	P	2009-11-05	2011-12-22
79 ALLIANCEBERNSTEIN GLOBAL	P	2010-09-20	2011-12-22
130 ALLIANCEBERNSTEIN GLOBAL	P	2010-06-21	2011-12-22
1401 ALLIANCEBERNSTEIN GLOBAL	P	2010-05-03	2011-12-22
96 ALLIANCEBERNSTEIN GLOBAL	P	2010-03-22	2011-12-22
522 ALLIANCEBERNSTEIN GLOBAL RE	P	2009-12-28	2011-12-22
520 ALLIANCEBERNSTEIN GLOBAL RE	P	2009-12-10	2011-12-22
806 ALLIANCEBERNSTEIN GLOBAL RE	P	2009-12-02	2011-12-22
837 ALLIANCEBERNSTEIN GLOBAL RE	P	2009-11-18	2011-12-22
938 ALLIANCEBERNSTEIN GLOBAL RE	P	2009-11-17	2011-12-22
729 ALLIANCEBERNSTEIN GLOBAL RE	P	2009-09-21	2011-12-22
159 ALLIANCEBERNSTEIN GLOBAL RE	P	2009-04-02	2011-12-22
394 ALLIANCEBERNSTEIN GLOBAL RE	P	2009-02-17	2011-12-22
328 ALLIANCEBERNSTEIN GLOBAL RE	P	2009-01-26	2011-12-22
1172 ALLIANCEBERNSTEIN GLOBAL RE	P	2008-08-22	2011-12-22
297 ALLIANCEBERNSTEIN GLOBAL RE	P	2008-01-07	2011-12-22
814 ALLIANCEBERNSTEIN GLOBAL RE	P	2008-09-02	2011-12-22

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
925 ALLIANCEBERNSTEIN GLOBAL RE	P	2008-01-02	2011-12-22
243 ALLIANCEBERNSTEIN GLOBAL	P	2007-11-07	2011-12-22
960 ADOBE SYSTEMS	P	2010-05-07	2011-06-17
4300 MITSUBISHI UFJ FINL	P	2011-08-05	2011-12-13
300 HEWLETT-PACKARD CO	P	2010-10-07	2011-02-24
280 COACH INC	P	2011-05-26	2011-10-27
381 BERNSTEIN INTERNATIONAL	P	2011-12-14	2011-12-22
101 BERNSTEIN EMERGING MKTS	P	2011-12-14	2011-12-22
403 ALLIANCEBERNSTEIN VALUE FUND	P	2010-12-23	2011-12-22
41 ALLIANCEBERNSTEIN GLOBAL	P	2011-09-20	2011-12-22
29 ALLIANCEBERNSTEIN GLOBAL	P	2011-06-20	2011-12-22
91 ALLIANCEBERNSTEIN GLOBAL	P	2011-03-21	2011-12-22
396 ALLIANCEBERNSTEIN GLOBAL	P	2010-12-27	2011-12-22
481 ALLIANCEBERNSTEIN LARGE-CAP	P	2011-11-09	2011-12-22
1929 ALLIANCEBERNSTEIN LARGE-CAP	P	2011-11-08	2011-12-22
300 UNITED HEALTH GROUP	D	2008-11-21	2011-11-08
1000 ORASURE TECHNOLOGY	D	2009-09-21	2011-11-08
300 UNDER ARMOUR	D	2010-01-25	2011-11-08
500 EBAY INC	D	2008-10-20	2011-11-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
19,626		18,909	717
29,344		15,310	14,034
39,875		31,004	8,871
9,320		13,260	-3,940
7,767		10,715	-2,948
17,294		9,304	7,990
20,815		8,964	11,851
70,500		35,011	35,489
28,985		40,814	-11,829
15,895		22,382	-6,487
10,006		11,350	-1,344
16,009		14,038	1,971
11,697		7,148	4,549
25,757		5,866	19,891
25,252		5,751	19,501
17,226		9,041	8,185
60,261		34,359	25,902
18,606		11,203	7,403
3,852		12,984	-9,132
1,177		1,244	-67
12,999		12,666	333
20,226		20,867	-641
79,825		55,395	24,430
13,684		11,183	2,501
6,842		5,592	1,250
13,684		9,771	3,913
6,842		4,886	1,956
23,947		16,618	7,329
40,492		47,642	-7,150
34,470		22,498	11,972

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,155		1,556	1,599
7,144		4,778	2,366
67,381		38,999	28,382
16,267		12,764	3,503
15,613		7,864	7,749
95,038		34,432	60,606
10,627		8,360	2,267
11,956		17,014	-5,058
5,978		15,509	-9,531
5,314		11,987	-6,673
18,297		16,676	1,621
10,408		18,629	-8,221
33,826		51,456	-17,630
48,301		25,442	22,859
7,211		2,842	4,369
24,035		5,363	18,672
12,979		5,974	7,005
15,439		39,412	-23,973
6,414		14,423	-8,009
3,785		4,678	-893
47,235		56,820	-9,585
10		9	1
1,339		1,643	-304
15,786		19,131	-3,345
16,104		20,398	-4,294
8		7	1
23		27	-4
13,081		16,542	-3,461
15,235		19,293	-4,058
37,349		45,355	-8,006

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,687		1,504	183
22,439		35,500	-13,061
780		1,151	-371
753		1,098	-345
16,033		24,952	-8,919
6,825		15,350	-8,525
7,721		18,150	-10,429
8,743		17,854	-9,111
459		615	-156
3,401		5,809	-2,408
8,146		10,109	-1,963
2,352		2,802	-450
351		420	-69
4,249		5,097	-848
2,551		3,050	-499
3,084		3,698	-614
3,865		4,252	-387
4,171		7,032	-2,861
7,418		9,911	-2,493
5,427		6,912	-1,485
4,170		2,520	1,650
6,876		6,677	199
6,188		4,180	2,008
6,188		11,675	-5,487
26,397		33,670	-7,273
29,564		25,563	4,001
25,168		7,908	17,260
21,572		6,778	14,794
27,973		29,499	-1,526
62		62	

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,863		4,708	155
12,219		11,851	368
21,627		21,149	478
17,066		16,869	197
21,905		21,601	304
25		26	-1
3,179		3,022	157
156,578		148,390	8,188
34,360		33,157	1,203
11,822		10,539	1,283
24,012		21,588	2,424
14,621		13,301	1,320
18,883		17,244	1,639
156,302		136,533	19,769
630		666	-36
1,038		1,010	28
11,192		11,848	-656
763		775	-12
4,169		4,081	88
4,158		4,204	-46
6,443		6,653	-210
6,691		6,853	-162
7,491		7,654	-163
5,828		5,853	-25
1,274		850	424
3,150		1,900	1,250
2,624		1,800	824
9,366		11,302	-1,936
2,375		3,293	-918
6,507		7,904	-1,397

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
7,393		10,708	-3,315
1,939		4,068	-2,129
29,374		31,315	-1,941
18,405		20,722	-2,317
12,787		12,234	553
17,889		17,687	202
4,712		4,563	149
2,452		2,413	39
3,469		3,639	-170
326		338	-12
231		261	-30
731		788	-57
3,163		3,439	-276
12,283		12,441	-158
49,307		52,085	-2,778
13,845		4,653	9,192
9,090		2,750	6,340
25,131		7,953	17,178
16,460		7,508	8,952

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			717
			14,034
			8,871
			-3,940
			-2,948
			7,990
			11,851
			35,489
			-11,829
			-6,487
			-1,344
			1,971
			4,549
			19,891
			19,501
			8,185
			25,902
			7,403
			-9,132
			-67
			333
			-641
			24,430
			2,501
			1,250
			3,913
			1,956
			7,329
			-7,150
			11,972

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,599
			2,366
			28,382
			3,503
			7,749
			60,606
			2,267
			-5,058
			-9,531
			-6,673
			1,621
			-8,221
			-17,630
			22,859
			4,369
			18,672
			7,005
			-23,973
			-8,009
			-893
			-9,585
			1
			-304
			-3,345
			-4,294
			1
			-4
			-3,461
			-4,058
			-8,006

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			183
			-13,061
			-371
			-345
			-8,919
			-8,525
			-10,429
			-9,111
			-156
			-2,408
			-1,963
			-450
			-69
			-848
			-499
			-614
			-387
			-2,861
			-2,493
			-1,485
			1,650
			199
			2,008
			-5,487
			-7,273
			4,001
			17,260
			14,794
			-1,526


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			155
			368
			478
			197
			304
			-1
			157
			8,188
			1,203
			1,283
			2,424
			1,320
			1,639
			19,769
			-36
			28
			-656
			-12
			88
			-46
			-210
			-162
			-163
			-25
			424
			1,250
			824
			-1,936
			-918
			-1,397

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,315
			-2,129
			-1,941
			-2,317
			553
			202
			149
			39
			-170
			-12
			-30
			-57
			-276
			-158
			-2,778
			9,192
			6,340
			17,178
			8,952

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
PORTER HOSPICE FOUNDATION 1391 SPEER BLVD SUITE 600 DENVER,CO 80204	NONE	501(c)	THE BUTTERFLY PROGRAM	2,500
RAINBOW ACRESPO BOX 1326 CAMP VERDE,AZ 86322	NONE	501(c)	ANNUAL FUND	6,000
TOUCHING AFRICAPO BOX 460459 AURORA,CO 80046	NONE	501(c)	GENERAL PURPOSE DONATION	1,000
GLOBAL DOWN SYNDROME FOUNDATION3300 E FIRST AVENUE SUITE 390 DENVER,CO 80206	NONE	501(c)	GENERAL PURPOSE DONATION	4,000
SOUTHEAST CHRISTIAN SCHOOL 9650 JORDAN ROAD PARKER,CO 80134	NONE	501(c)	SCHOLARSHIP FUND CONTRIBUTION	12,500
NATIONAL SPORTS CENTER FOR THE DISAPO BOX 1290 WINTER PARK,CO 80482	NONE	501(c)	SUMMER AND WINTER SPORTS PROGRAMS	6,500
ELIZABETH STAMPEDE FOUNDATIONPO BOX 1062 ELIZABETH,CO 80107	NONE	501(c)	GENERAL PURPOSE DONATION	17,000
SPD FOUNDATION5420 S QUEBEC STREET SUITE 135 GREENWOOD VILLAGE,CO 80111	NONE	501(c)	GENERAL PURPOSE DONATION	15,000
COLUMBUS ZOO AND AQUARIUM 9990 RIVERSIDE DRIVE PO BOX 400 POWELL,OH 43065	NONE	501(c)	IMBABAZI ORPHANAGE	10,000
DUMB FRIENDS LEAGUE2080 S Quebec St Denver,CO 80231	NONE	501(c)	HOMES WITH HEARTS	10,000
DOUGLAS COUNTY EDUCATION FNDN620 WILCOX STREET CASTLE ROCK,CO 80104	NONE	501(c)	APPLE AWARDS	20,000
EASTSIDE COLLEGE PREP SCHOOL 1041 Myrtle Street East Palo Alto,CA 94303	NONE	501(c)	SCHOLARSHIPS, SANTA CLARA HOUSE PROJECT	18,000
NORTH PARK UNIVERSITY3225 WEST FOSTER AVE CHICAGO,IL 60625	NONE	501(c)	CAMPAIGN NORTH PARK	50,000
BELLARMINE COLLEGE960 WEST HEDDING STREET SAN JOSE,CA 95126	NONE	501(c)	GENERAL PURPOSE DONATION	20,000
<b>Total . . . . .</b>  <b>3a</b>				192,500

**TY 2011 Accounting Fees Schedule****Name:** BLAIR FAMILY FOUNDATION INC**EIN:** 94-3301545**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	14,438	1,444	0	7,219

TY 2011 Investments Corporate

Stock Schedule

**Name:** BLAIR FAMILY FOUNDATION INC

**EIN:** 94-3301545

**Software ID:** 11000144

**Software Version:** 2011v1.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1450 WELLS FARGO & CO	40,433	39,957
775 WAL-MART STORES	43,376	46,314
250 UNITED TECHNOLOGIES CORP	16,250	18,273
150 UNITED TECHNOLOGIES CORP	7,629	10,964
100 UNITED TECHNOLOGIES CORP	4,731	7,309
150 UNITED TECHNOLOGIES CORP	7,629	10,964
70 UNITED TECHNOLOGIES CORP	3,312	5,116
375 TIME WARNER INC	11,931	13,553
966 TIME WARNER INC	19,714	34,911
242 TIME WARNER CABLE	6,953	15,384
200 SIEMENS	17,568	19,122
375 SIEMENS	32,126	35,854
175 SIEMENS	7,861	16,732
275 SCHLUMBERGER	17,760	18,785
475 SCHLUMBERGER	19,213	32,447
1850 SANOFI AVENTIS ADR	65,146	67,599
900 ROCHE HLDG LTD	38,670	38,306
675 ROCHE HLDG LTD	29,002	28,730
300 RIO TINTO PLD SPON	15,680	14,676
100 RIO TINTO PLD SPON	5,227	4,892
300 RIO TINTO PLD SPON	15,755	14,676
100 RIO TINTO PLD SPON	5,252	4,892
700 QUALCOMM INC	36,927	38,290
250 PROCTOR & GAMBLE	15,755	16,678
200 PROCTOR & GAMBLE	11,931	13,342
25 PROCTOR & GAMBLE	1,121	1,668
170 PPG INDUSTRIES INC	15,119	14,193
795 PNC FINL SERVICES GP	50,740	45,848
2800 PFIZER INC	56,494	60,592
140 OCCIDENTAL PETE CORP	11,516	13,118

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150 OCCIDENTAL PETE CORP	6,698	14,055
150 OCCIDENTAL PETE CORP	6,698	14,055
785 NETAPP INC	36,467	28,472
885 NATIONAL OIL WELL VARCO	50,600	60,171
435 MOSIAC COMPANY	28,524	21,937
600 MICROSOFT CORP	14,767	15,576
1100 MEDTRONIC INC	47,111	42,075
530 JOHNSON & JOHNSON	34,218	34,757
850 JOHNSON & JOHNSON	57,357	55,743
1295 ISHARES MSCI ALL COUNTRY	66,520	64,621
2300 ISHARES FTSE CHINA 25	80,471	80,201
275 INTL BUSINESS MACHINES	46,157	50,567
2325 INTEL	47,269	56,381
200 HONEYWELL INTERNATIONAL	6,685	10,870
375 HONEYWELL INTERNATIONAL	15,873	20,381
1500 HONDA MOTOR CO	32,294	45,825
610 HITACHI LTD ADR	31,401	31,805
765 HALLIBURTON CO HLDG	35,114	26,400
89 GOOGLE INC	46,727	57,485
805 GLAXOSMITHKLINE	34,280	36,731
350 GLAXOSMITHKLINE	17,128	15,971
400 GLAXOSMITHKLINE	15,464	18,252
1700 GENERAL ELECTRIC	34,453	30,447
375 GENERAL ELECTRIC	10,771	6,716
325 GENERAL ELECTRIC	11,585	5,821
1700 GENERAL ELECTRIC	57,552	30,447
250 FREEPORT MCMORN COPPER	12,733	9,198
905 EXXON MOBIL CORP	75,752	76,708
650 EMERSON ELECTRIC CO	31,390	30,284
625 DEERE & CO	50,134	48,344

Name of Stock	End of Year Book Value	End of Year Fair Market Value
875 COMPANHIA VALE DO	20,995	18,769
231 CNOOC LIMITED ADR	50,351	40,351
2400 CHEUNG KONG HLDG	33,555	28,553
450 CENOVUS ENERGY INC	15,862	14,940
625 CENOVUS ENERGY INC	14,797	20,750
180 CATERPILLAR INC	16,069	16,308
200 CATERPILLAR INC	15,102	18,120
675 BOEING CO	45,432	49,511
775 BHP BILLITON LTD ADR	29,201	54,738
185 BASF SE ADR	17,625	12,942
325 BASF AG SPON	10,722	22,736
325 BASF AG SPON	10,722	22,736
350 BASF AG SPON	7,060	24,485
1100 BANK OF NOVA SCOTIA	45,525	54,791
51 BANCO SANTANDER	663	384
44 BANCO SANTANDER	704	331
1500 BANCO SANTANDER	17,927	11,280
900 BANCO SANTANDER	13,078	6,768
1575 BANCO SANTANDER	10,719	11,844
2000 BANCO BRADESCO NEW	42,985	33,360
445 BAIDU INC ADR	17,457	51,829
1456 ANGLO AMERICAN PLC ADR	30,839	26,916
150 ANADARKO PETROLEUM	4,082	11,450
150 ANADARKO PETROLEUM	4,082	11,450
125 ANADARKO PETROLEUM	6,395	9,541
125 ANADARKO PETROLEUM	6,395	9,541
750 AMERICA MOVIL	21,426	16,950
750 AMERICA MOVIL	21,426	16,950
315 AMAZON COM INC	57,609	54,527
575 ALLERGAN INC	48,033	50,451

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1200 ABBOTT LABORATORIES	57,887	67,476
1200 ABB LTD ADR	14,599	22,596
1500 ABB LTD ADR	21,113	28,245
1635 UNILEVER NV NY	54,725	56,195
70 SCHLUMBERGER	2,832	4,782
415 PPG INDUSTRIES INC	15,829	34,648
2450 ORACLE CORP	50,033	62,843
170 OCCIDENTAL PETE CORP	3,910	15,929
670 NORFOLK SOUTHERN CORP	26,337	48,816
1035 NESTLE SA ADR	36,808	59,769
1180 MICROSOFT CORP	33,052	30,633
521 FREEPORT MCMORN CP&GLD	16,164	19,168
2145 EMC CORP MASS	41,800	46,203
780 DOVER CORPORATION	22,719	45,279
180 COMPANHIA VALE DO	4,319	3,861
65 CATERPILLAR INC	2,877	5,889
50 ANADARKO PETROLEUM	1,130	3,817
870 COACH INC	54,955	53,105

TY 2011 Legal Fees Schedule

**Name:** BLAIR FAMILY FOUNDATION INC

**EIN:** 94-3301545

**Software ID:** 11000144

**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	330	0	0	0

**TY 2011 Other Expenses Schedule****Name:** BLAIR FAMILY FOUNDATION INC**EIN:** 94-3301545**Software ID:** 11000144**Software Version:** 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Miscellaneous	189			
FOREIGN TAX PAID	6,724	6,724		
FILING FEES	60			
BANK CHARGES	12			

TY 2011 Other Professional Fees Schedule

**Name:** BLAIR FAMILY FOUNDATION INC

**EIN:** 94-3301545

**Software ID:** 11000144

**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO MANAGEMENT FEES	30,545	30,545	0	0

TY 2011 Taxes Schedule

**Name:** BLAIR FAMILY FOUNDATION INC

**EIN:** 94-3301545

**Software ID:** 11000144

**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	1,800			