S. 6- 1

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 03/01 **, 2011, and ending** 02/29, **20** 12

Name of foundation: UW H P FARRINGTON - HPF FDN RSDY

A Employer identification number: 13-6172804

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1802

Room/suite:

B Telephone number (see instructions): ( ) -

City or town, state, and ZIP code: PROVIDENCE, RI 02901-1802

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 24,434,626.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	691,206.	688,524.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,499,985.			
	b Gross sales price for all assets on line 6a 11,519,811.				
	7 Capital gain net income (from Part IV, line 2)		1,499,985.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	2,191,191.	2,188,509.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	77,072.	46,243.		30,829.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	33,058.	1,820.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	60.			60.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	110,190.	48,063.		30,889.
	25 Contributions, gifts, grants paid	1,091,124.			1,091,124.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,201,314.	48,063.		1,122,013.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	989,877.			
	b **Net investment income** (if negative, enter -0-)		2,140,446.		
	c **Adjusted net income** (if negative, enter -0-)				

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	NONE	NONE	
2	Savings and temporary cash investments	1,059,364.	659,212.	659,212.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶ *		* NONE	
	Less allowance for doubtful accounts ▶	NONE	NONE	NONE
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)	NONE	NONE	NONE
b	Investments - corporate stock (attach schedule)	11,495,637.	13,432,443.	20,693,778.
c	Investments - corporate bonds (attach schedule)	3,287,027.	2,725,978.	3,081,636.
11	Investments - land, buildings, and equipment basis ▶ NONE			
	Less accumulated depreciation (attach schedule) ▶	NONE	NONE	
12	Investments - mortgage loans	NONE	NONE	
13	Investments - other (attach schedule)	NONE	NONE	NONE
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	NONE	NONE	NONE
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	15,842,028.	16,817,633.	24,434,626.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds	15,842,028.	16,817,633.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
30	**Total net assets or fund balances** (see instructions)	15,842,028.	16,817,633.	
31	**Total liabilities and net assets/fund balances** (see instructions)	15,842,028.	16,817,633.	

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	15,842,028.
2	Enter amount from Part I, line 27a	2	989,877.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	16,831,905.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	14,272.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,817,633.

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	PUBLICLY TRADED SECURITIES			
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	8,634,157.		7,251,149.	1,383,008.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				1,383,008.
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	1,499,985.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	1,176,638.	22,600,815.	0.052062
2009	1,021,140.	21,257,591.	0.048036
2008	779,444.	22,773,304.	0.034226
2007			
2006			

2	**Total** of line 1, column (d)	2	0.134324
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	0.044775
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	23,483,084.
5	Multiply line 4 by line 3	5	1,051,455.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	21,404.
7	Add lines 5 and 6	7	1,072,859.
8	Enter qualifying distributions from Part XII, line 4	8	1,122,013.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	21,404.
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	21,404.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	21,404.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 32,497.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	32,497.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	11,093.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 11,093. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no ▶ (401)278-6867

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ [X]

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? . . . **5b**

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		77,072.	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . ▶ NONE

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	23,225,057.
b	Average of monthly cash balances	1b	615,637.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	23,840,694.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	23,840,694.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	357,610.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,483,084.
6	**Minimum investment return.** Enter 5% of line 5	6	1,174,154.

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

1	Minimum investment return from Part X, line 6			1	1,174,154.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	21,404.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	21,404.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,152,750.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,152,750.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,152,750.

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	1,122,013.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,122,013.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	21,404.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,100,609.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,152,750.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			294,416.	
b Total for prior years 20 09 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006 ... NONE				
b From 2007 ... NONE				
c From 2008 ... NONE				
d From 2009 ... NONE				
e From 2010 ... NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 1,122,013.				
a Applied to 2010, but not more than line 2a			294,416.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				827,597.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				325,153.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007 ... NONE				
b Excess from 2008 ... NONE				
c Excess from 2009 ... NONE				
d Excess from 2010 ... NONE				
e Excess from 2011 ... NONE				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the 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).)

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 9				
Total . . . . ▶ **3a**				1,091,124.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	691,206.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,499,985.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				2,191,191.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 2,191,191.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
	NOT APPLICABLE

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

[signature] 06/12/2012 SVP Tax

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

UW H P FARRINGTON - HPF FDN RSDY 13-6172804

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	22,144.	22,144.
AT&T INC SR UNSECD BD	28,000.	28,000.
ABBOTT LABORATORIES	2,880.	2,880.
AMERICAN TOWER SYSTEMS CORP CL A	3,673.	3,673.
ANADARKO PETROLEUM CORP	3,755.	3,755.
CENTERPOINT ENERGY INC	15,800.	15,800.
CHEVRONTEXACO CORP COM	28,799.	28,799.
CHURCH & DWIGHT INC	2,479.	2,479.
COCA COLA ENTERPRISES INC SR UNSECD NT	21,250.	21,250.
CONOCOPHILLIPS COM	12,227.	12,227.
DEVON ENERGY CORPORATION	1,890.	1,890.
DIEBOLD INC	4,961.	4,961.
DUPONT E I DE NEMOURS & CO COM	17,302.	17,302.
ENTERGY CORP NEW COM	8,300.	8,300.
EXXON MOBIL CORPORATION	16,650.	16,650.
FEDERAL NATL MTG ASSN POOL #745355	11,071.	11,071.
FRANKLIN RES INC COM	1,894.	1,894.
GOVERNMENT NATIONAL MORTGAGE	732.	732.
GOVERNMENT NATIONAL MORTGAGE	1,062.	1,062.
GOVERNMENT NATIONAL MORTGAGE	755.	755.
GOVERNMENT NATIONAL MORTGAGE	367.	367.
GENERAL ELEC CO	7,015.	7,015.
GENERAL ELEC CAP CORP MTN	31,615.	31,615.
GENERAL MILLS INC	12,435.	12,435.
HERSHEY FOODS CORP	1,980.	1,980.
INTERMEDIATE TERM TAXABLE BOND FD	170,817.	170,295.
INTERNATIONAL BUSINESS MACHS	12,326.	12,326.
ISHARES INC MSCI AUSTRALIA INDEX	10,036.	10,036.
ISHARES INC MSCI SINGAPORE INDEX FUND	7,700.	7,700.
ISHARES MSCI EMERGING MKTS INDEX FUND	4,291.	4,291.
JPMORGAN ALERIAN MLP INDEX ETN	9,515.	9,515.
JOHNSON & JOHNSON	6,300.	6,300.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MASTERCARD INC CL A COM	300.	300.
MCKESSON HBOC INC	684.	684.
FEDERATED US TREASURY CASH RESERVES #125	8.	8.
MONSANTO CO NEW COM	3,345.	3,345.
NATIONAL RURAL UTILS COOP FIN CORP COLL	27,250.	27,250.
NORFOLK SOUTHERN CORP	24,900.	24,900.
ORACLE SYS CORP	2,471.	2,471.
PIMCO HIGH YIELD FUND	9,146.	9,146.
PFIZER INC	18,869.	18,869.
ST JUDE MEDICAL INCORPORATED	2,930.	2,930.
SCHLUMBERGER LIMITED	5,600.	5,600.
SHORT TERM TAXABLE BOND FUND FOR TRUSTS	21,300.	21,300.
STAPLES INCORPORATED	500.	500.
TARGET CORP	1,125.	1,125.
TARGET CORP SR UNSECD NT	26,875.	26,875.
TEVA PHARMACEUTICAL INDS LTD ADR	455.	455.
TEXAS INSTRS INC	1,820.	1,820.
3M CO COM	13,200.	13,200.
UNITED PARCEL SERVICE CL B	9,950.	9,950.
VALE S A ADR	1,543.	1,543.
VALERO ENERGY CORP - NEW	653.	653.
WELLS FARGO & CO NEW NEW SUB NT	25,625.	25,625.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	465.	465.
HEINEKEN HLDG NV COM	4,064.	4,064.
ACCENTURE PLC CL A COM	5,947.	5,947.
INGERSOLL-RAND CO LTD COM	2,160.	
TOTAL	691,206.	688,524.

UW H P FARRINGTON - HPF FDN RSDY 13-6172804

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	841.	841.
FEDERAL ESTIMATES - PRINCIPAL	31,238.	
FOREIGN TAXES ON QUALIFIED FOR	900.	900.
FOREIGN TAXES ON NONQUALIFIED	79.	79.
TOTALS	33,058.	1,820.

UW H P FARRINGTON - HPF FDN RSDY 13-6172804

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER NON-ALLOCABLE EXPENSE -	60.	60.
TOTALS	60.	60.

UW H P FARRINGTON - HPF FDN RSDY 13-6172804

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

DESCRIPTION	AMOUNT
COMMON TRUST FUND ADJUSTMENTS	9,839.
SALES ADJUSTMENT	26.
COST ADJUSTMENT	4,400.
ROUNDING	7.
TOTAL	14,272.

UW H P FARRINGTON - HPF FDN RSDY 13-6172804

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

OFFICER NAME:
BANK OF AMERICA
ADDRESS:
114 WEST 47TH ST
NEW YORK, NY 10036
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 42,430.

OFFICER NAME:
ISABELLE T FARRINGTON
ADDRESS:
C/O THREE LAKES MGT,3951 DANBURY RD
BREWESTER, NY 10509
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3
COMPENSATION .... 34,642.

TOTAL COMPENSATION: 77,072.

STATEMENT 6

UW H P FARRINGTON - HPF FDN RSDY 13-6172804
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
EASTER SEAL SOCIETY OF CONNECTICUT
ADDRESS:
P.O. BOX 100
HEBRON, CT 06248
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
OPERATIONAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 181,854.

RECIPIENT NAME:
LIGHTHOUSE INTERNATIONAL
ATTN ANNETTE I DORSKY
ADDRESS:
111 E 59TH ST
NEW YORK, NY 10022
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 181,854.

RECIPIENT NAME:
COMMUNITY SERVICE SOCIETY OF NY
ADDRESS:
ATTN CHANDY VARUGHESE
NEW YORK, NY 10010-5413
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 181,854.

UW H P FARRINGTON - HPF FDN RSDY 13-6172804

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
MEMORIAL CENTER FOR C AD

RECIPIENT NAME:
MEMORIAL SLOAN KETTERING CANCER
DIR TRUST & ESTATE ADMIN
ADDRESS:
633 3RD AVE FL 12
NEW YORK, NY 10017
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 181,854.

RECIPIENT NAME:
COMMUNITY SERVICE SOCIETY OF NY
ADDRESS:
ATTN MAXINE SILENT
NEW YORK, NY 10010-5413

RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
ATTN MR RICHARD D ALLEN
WEST NYACK, NY 10994-1753
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 181,854.

UW H P FARRINGTON - HPF FDN RSDY 13-6172804
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
BOY SCOUTS OF AMERICA
ADDRESS:
8335 N MILITARY TAL

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 181,854.

TOTAL GRANTS PAID: 1,091,124.
===============

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2011

Name of estate or trust: UW H P FARRINGTON - HPF FDN RSDY

Employer identification number: 13-6172804

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-828,028.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	1,120.
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-826,908.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					244.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	2,301,780.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	24,869.
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	2,326,893.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions* **before** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-826,908.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			2,326,893.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			1,499,985.

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

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:

a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

Caution: *Skip this part and complete the* **Schedule D Tax Worksheet** *in the instructions if:*

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

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

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2011

Name of estate or trust: UW H P FARRINGTON - HPF FDN RSDY

Employer identification number: 13-6172804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 6175. CONOCOPHILLIPS COM	04/21/2011	11/30/2011	437,174.00	496,613.00	-59,439.00
5560. DEVON ENERGY CORPORA	04/21/2011	11/30/2011	365,262.00	493,044.00	-127,782.00
1605. FRANKLIN RES INC COM	07/13/2011	10/13/2011	157,489.00	210,587.00	-53,098.00
2985. FRANKLIN RES INC COM	04/21/2011	10/13/2011	292,900.00	375,714.00	-82,814.00
7445. ISHARES MSCI EMERGIN FUND	04/21/2011	11/30/2011	295,337.00	372,399.00	-77,062.00
2825. NOVO-NORDISK A S ADR	04/21/2011	10/14/2011	281,410.00	371,856.00	-90,446.00
136. NOVO-NORDISK A S ADR	07/14/2011	10/14/2011	13,548.00	16,923.00	-3,375.00
1024. NOVO-NORDISK A S ADR	07/13/2011	10/14/2011	102,005.00	125,973.00	-23,968.00
13095. ORACLE SYS CORP	04/21/2011	11/30/2011	409,574.00	454,104.00	-44,530.00
6975. ST JUDE MEDICAL INCO	04/21/2011	11/30/2011	264,164.00	365,597.00	-101,433.00
4115. UNITED PARCEL SERVIC	04/21/2011	09/30/2011	262,911.00	302,374.00	-39,463.00
13055. VALERO ENERGY CORP	04/21/2011	08/08/2011	249,280.00	373,898.00	-124,618.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -828,028.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: UW H P FARRINGTON - HPF FDN RSDY

Employer identification number: 13-6172804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 6000. ABBOTT LABORATORIES	10/31/2007	04/21/2011	305,784.00	327,642.00	-21,858.00
4760. ANADARKO PETROLEUM C	11/11/1988	04/21/2011	377,029.00	30,452.00	346,577.00
17718. DIEBOLD INC	07/01/1987	04/21/2011	647,433.00	191,686.00	455,747.00
1500. DISCOVERY COMMUNICAT SER A COM	11/20/2009	07/27/2011	59,979.00	46,582.00	13,397.00
2900. DUPONT E I DE NEMOUR	07/22/1986	07/27/2011	152,617.00	36,294.00	116,323.00
5000. ENTERGY CORP NEW COM	12/10/2003	07/13/2011	336,214.00	254,704.00	81,510.00
4771.61 FEDERAL NATL MTG A #745355	09/14/2007	03/31/2011	4,772.00	4,591.00	181.00
4105.55 FEDERAL NATL MTG A #745355	09/14/2007	04/30/2011	4,106.00	3,950.00	156.00
3806.2 FEDERAL NATL MTG AS #745355	09/14/2007	05/31/2011	3,806.00	3,662.00	144.00
3971.22 FEDERAL NATL MTG A #745355	09/14/2007	06/30/2011	3,971.00	3,821.00	150.00
4363.16 FEDERAL NATL MTG A #745355	09/14/2007	07/31/2011	4,363.00	4,198.00	165.00
4802.98 FEDERAL NATL MTG A #745355	09/14/2007	08/31/2011	4,803.00	4,621.00	182.00
4963.39 FEDERAL NATL MTG A #745355	09/14/2007	09/30/2011	4,963.00	4,776.00	187.00
5779.83 FEDERAL NATL MTG A #745355	09/14/2007	10/31/2011	5,780.00	5,561.00	219.00
6269.93 FEDERAL NATL MTG A #745355	09/14/2007	11/30/2011	6,270.00	6,033.00	237.00
5621.56 FEDERAL NATL MTG A #745355	09/14/2007	12/31/2011	5,622.00	5,409.00	213.00
5071.12 FEDERAL NATL MTG A #745355	09/14/2007	01/31/2012	5,071.00	4,879.00	192.00
6231.19 FEDERAL NATL MTG A #745355	09/14/2007	02/29/2012	6,231.00	5,996.00	235.00
30.96 GOVERNMENT NATIONAL	02/10/1998	03/31/2011	31.00	31.00	
33.59 GOVERNMENT NATIONAL	02/10/1998	04/30/2011	34.00	34.00	
44.38 GOVERNMENT NATIONAL	02/10/1998	05/31/2011	44.00	45.00	-1.00
30.15 GOVERNMENT NATIONAL	02/10/1998	06/30/2011	30.00	31.00	-1.00
30.33 GOVERNMENT NATIONAL	02/10/1998	07/31/2011	30.00	31.00	-1.00
30.52 GOVERNMENT NATIONAL	02/10/1998	08/31/2011	31.00	31.00	
30.71 GOVERNMENT NATIONAL	02/10/1998	09/30/2011	31.00	31.00	

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

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

UW H P FARRINGTON - HPF FDN RSDY

Employer identification number

13-6172804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 30.04 GOVERNMENT NATIONAL	02/10/1998	10/31/2011	30.00	30.00	
33.63 GOVERNMENT NATIONAL	02/10/1998	11/30/2011	34.00	34.00	
33.83 GOVERNMENT NATIONAL	02/10/1998	12/31/2011	34.00	34.00	
31.7 GOVERNMENT NATIONAL M	02/10/1998	01/31/2012	32.00	32.00	
35.5 GOVERNMENT NATIONAL M	02/10/1998	02/29/2012	36.00	36.00	
53.89 GOVERNMENT NATIONAL	06/19/1997	03/31/2011	54.00	54.00	
54.25 GOVERNMENT NATIONAL	06/19/1997	04/30/2011	54.00	55.00	-1.00
55.42 GOVERNMENT NATIONAL	06/19/1997	05/31/2011	55.00	56.00	-1.00
54.98 GOVERNMENT NATIONAL	06/19/1997	06/30/2011	55.00	55.00	
55.35 GOVERNMENT NATIONAL	06/19/1997	07/31/2011	55.00	56.00	-1.00
73.14 GOVERNMENT NATIONAL	06/19/1997	08/31/2011	73.00	74.00	-1.00
56.2 GOVERNMENT NATIONAL M	06/19/1997	09/30/2011	56.00	57.00	-1.00
42.54 GOVERNMENT NATIONAL	06/19/1997	10/31/2011	43.00	43.00	
42.82 GOVERNMENT NATIONAL	06/19/1997	11/30/2011	43.00	43.00	
2944.54 GOVERNMENT NATIONA	06/19/1997	12/31/2011	2,945.00	2,968.00	-23.00
35.21 GOVERNMENT NATIONAL	06/19/1997	01/31/2012	35.00	35.00	
35.44 GOVERNMENT NATIONAL	06/19/1997	02/29/2012	35.00	36.00	-1.00
19.73 GOVERNMENT NATIONAL	08/21/2000	03/31/2011	20.00	20.00	
24.35 GOVERNMENT NATIONAL	08/21/2000	04/30/2011	24.00	24.00	
24.51 GOVERNMENT NATIONAL	08/21/2000	05/31/2011	25.00	25.00	
20.45 GOVERNMENT NATIONAL	08/21/2000	06/30/2011	20.00	20.00	
20.13 GOVERNMENT NATIONAL	08/21/2000	07/31/2011	20.00	20.00	
24.98 GOVERNMENT NATIONAL	08/21/2000	08/31/2011	25.00	25.00	
25.11 GOVERNMENT NATIONAL	08/21/2000	09/30/2011	25.00	25.00	
25.28 GOVERNMENT NATIONAL	08/21/2000	10/31/2011	25.00	25.00	

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

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UW H P FARRINGTON - HPF FDN RSDY

Employer identification number 13-6172804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 21.22 GOVERNMENT NATIONAL	08/21/2000	11/30/2011	21.00	21.00	
25.62 GOVERNMENT NATIONAL	08/21/2000	12/31/2011	26.00	26.00	
21.05 GOVERNMENT NATIONAL	08/21/2000	01/31/2012	21.00	21.00	
30.62 GOVERNMENT NATIONAL	08/21/2000	02/29/2012	31.00	31.00	
11.1 GOVERNMENT NATIONAL M	05/15/2000	03/31/2011	11.00	11.00	
13.8 GOVERNMENT NATIONAL M	05/15/2000	04/30/2011	14.00	14.00	
10.21 GOVERNMENT NATIONAL	05/15/2000	05/31/2011	10.00	10.00	
10.28 GOVERNMENT NATIONAL	05/15/2000	06/30/2011	10.00	10.00	
10.35 GOVERNMENT NATIONAL	05/15/2000	07/31/2011	10.00	10.00	
10.43 GOVERNMENT NATIONAL	05/15/2000	08/31/2011	10.00	10.00	
10.5 GOVERNMENT NATIONAL M	05/15/2000	09/30/2011	11.00	10.00	1.00
2126.53 GOVERNMENT NATIONA	05/15/2000	10/31/2011	2,127.00	2,110.00	17.00
5.56 GOVERNMENT NATIONAL M	05/15/2000	11/30/2011	6.00	6.00	
5.6 GOVERNMENT NATIONAL MO	05/15/2000	12/31/2011	6.00	6.00	
5.63 GOVERNMENT NATIONAL M	05/15/2000	01/31/2012	6.00	6.00	
5.68 GOVERNMENT NATIONAL M	05/15/2000	02/29/2012	6.00	6.00	
500000. GENERAL ELEC CAP C	02/12/2002	02/15/2012	500,000.00	500,000.00	
1440. GENERAL MILLS INC	11/01/1994	10/13/2011	56,738.00	16,838.00	39,900.00
43507. INTERMEDIATE TERM T FD	10/08/1999	04/21/2011	566,526.00	529,889.00	36,637.00
25997. INTERMEDIATE TERM T FD	10/27/2000	04/21/2011	338,520.00	323,692.00	14,828.00
5147.788 INTERMEDIATE TERM BOND FD	12/08/2000	04/21/2011	67,032.00	64,756.00	2,276.00
38922.924 INTERMEDIATE TER BOND FD	11/20/2009	05/20/2011	511,140.00	504,878.00	6,262.00
4678.219 INTERMEDIATE TERM BOND FD	11/29/2002	05/20/2011	61,435.00	60,209.00	1,226.00
37064.015 INTERMEDIATE TER BOND FD	11/29/2002	07/31/2011	489,868.00	477,838.00	12,030.00
2255. INTERNATIONAL BUSINE	02/10/1965	04/21/2011	376,785.00	16,288.00	360,497.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: UW H P FARRINGTON - HPF FDN RSDY

Employer identification number: 13-6172804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2735. ISHARES INC MSCI BRA INDEX FUND	06/02/2009	05/20/2011	195,617.00	157,044.00	38,573.00
1800. MCKESSON HBOC INC	11/20/2009	07/27/2011	145,542.00	113,972.00	31,570.00
5000. MEDCO HEALTH SOLUTIO	12/24/2007	04/21/2011	289,892.00	253,537.00	36,355.00
4110. NORFOLK SOUTHERN COR	02/03/1965	11/15/2011	306,278.00	20,432.00	285,846.00
5000. ORACLE SYS CORP	11/20/2009	11/30/2011	156,385.00	111,672.00	44,713.00
20510. SHORT TERM TAXABLE FOR TRUSTS	05/21/1993	04/21/2011	222,302.00	216,444.00	5,858.00
55596.93 SHORT TERM TAXABL FOR TRUSTS	11/26/2004	04/21/2011	602,598.00	590,971.00	11,627.00
5000. STAPLES INCORPORATED	11/20/2009	04/21/2011	103,099.00	113,951.00	-10,852.00
1330. STERICYCLE INC COM	08/15/2003	07/27/2011	119,616.00	31,779.00	87,837.00
4500. TARGET CORP	03/05/2002	04/21/2011	224,727.00	187,695.00	37,032.00
2100. TEVA PHARMACEUTICAL	11/20/2009	04/21/2011	96,653.00	110,996.00	-14,343.00
6285. TEXAS INSTRS INC	10/17/2002	07/13/2011	194,268.00	107,411.00	86,857.00
7715. TEXAS INSTRS INC	10/17/2002	07/27/2011	235,362.00	131,849.00	103,513.00
4000. VALE S A ADR	11/20/2009	04/21/2011	134,382.00	113,099.00	21,283.00
3500. HEINEKEN HLDG NV COM	11/23/2009	10/14/2011	143,347.00	146,695.00	-3,348.00
2665. INGERSOLL-RAND CO LT	10/30/2003	07/13/2011	122,095.00	69,346.00	52,749.00
5335. INGERSOLL-RAND CO LT	10/30/2003	10/13/2011	157,093.00	138,182.00	18,911.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 2,301,780.00

UW H P FARRINGTON - HPF FDN RSDY
13-6172804
Balance Sheet
02/29/2012

Bank of America

Cusip	Asset	Units	Basis	Market Value
00206R102	AT&T INC	12800 000	134,288.00	391,552.00
00206RAM4	AT&T INC	500000.000	506,660.00	597,125.00
03027X100	AMERICAN TOWER CORP	10495.000	559,835.05	656,777.10
032511107	ANADARKO PETE CORP	9240.000	59,112.90	777,268.80
037833100	APPLE INC	1805.000	633,899.58	979,104.20
054937107	BB&T CORP	8155.000	239,155.98	238,533.75
084670702	BERKSHIRE HATHAWAY INC DEL	2750.000	165,205.94	215,737.50
15189T107	CENTERPOINT ENERGY INC	20000.000	167,148.00	389,800.00
166764100	CHEVRON CORP	9320.000	137,844 97	1,016,998.40
171340102	CHURCH & DWIGHT INC	14580.000	608,862.26	696,049.20
191219BV5	COCA COLA ENTERPRISES INC	500000.000	499,015.00	548,975.00
263534109	DU PONT E I DE NEMOURS & CO	9100.000	113,886.50	462,735.00
30231G102	EXXON MOBIL CORP	9000.000	21,831.75	778,500.00
31403DBY4	FEDERAL NATL MTG ASSN	188140.041	181,026.00	203,371.86
36207JT45	GOVERNMENT NATL MTG ASSN	10252.450	10,388.92	12,067.24
36208GZ27	GOVERNMENT NATL MTG ASSN	11175.892	11,263.38	13,337.98
36208ULZ8	GOVERNMENT NATL MTG ASSN	9919.240	9,928.63	10,280 60
36212AHR9	GOVERNMENT NATL MTG ASSN	2944.200	2,921.29	3,063.18
369604103	GENERAL ELEC CO	11500.000	27,779.69	219,075.00
370334104	GENERAL MLS INC	11590.000	216,498.45	444,012.90
38259P508	GOOGLE INC	1100.000	637,388.58	680,075.00
427866108	HERSHEY CO	5740 000	342,049.47	348,418.00
45899T998	INTERMEDIATE TAXABLE BOND	241582 978	3,110,155.42	3,208,608.48
459200101	INTERNATIONAL BUSINESS MACHS	3745.000	57,079.33	736,753.85
464286103	ISHARES INC MSCI AUSTRALIA INDEX	9150.000	160,582.50	217,312.50
464286673	ISHARES MSCI SINGAPORE INDEX	16445.000	158,858.70	211,976.05
46625H365	JPMORGAN ALERIAN MLP INDEX ETN	19430.000	683,799.99	792,744.00
478160104	JOHNSON & JOHNSON	2800.000	157,682 00	182,224.00
57636Q104	MASTERCARD INC	500.000	115,713.50	210,000.00
61166W101	MONSANTO CO	6260.000	435,731.30	484,398.80
637432KT1	NATIONAL RURAL UTILS COOP FIN	500000.000	494,415.00	588,765.00
655844108	NORFOLK SOUTHERN CORP	10890.000	51,946.70	750,321.00
670100205	NOVO-NORDISK A S	1970.000	234,910.20	276,450.10
67020Y100	NUANCE COMMUNICATIONS INC	9740.000	228,764.35	252,460.80

UW H P FARRINGTON - HPF FDN RSDY
13-6172804
Balance Sheet
02/29/2012

Bank of America

Cusip	Asset	Units	Basis	Market Value
693390841	PIMCO HIGH YIELD FD	64245.810	575,000.00	600,055.87
717081103	PFIZER INC	30140.000	581,107.89	636,707.50
806857108	SCHLUMBERGER LTD	5600.000	302,386.00	434,616.00
82599C991	SHORT TERM TAXABLE BOND	56955 070	602,034.85	612,523.30
858912108	STERICYCLE INC	4670.000	111,443.58	405,215.90
872540109	TJX COS INC NEW	7220 000	226,767.20	264,324.20
87612EAP1	TARGET CORP	500000.000	510,425 00	593,175.00
88579Y101	3M CO	6000.000	84,781.67	525,600.00
902973304	US BANCORP DEL	8060.000	237,196.13	236,964.00
911312106	UNITED PARCEL SVC INC	4115.000	302,199.49	316,813.85
91324P102	UNITEDHEALTH GROUP INC	4380.000	230,546.99	244,185.00
91911K102	VALEANT PHARMACEUTICALS INTL INC	5185.000	225,538.17	274,338.35
949746CL3	WELLS FARGO & CO NEW	500000.000	499,935.00	511,475.00
G1151C101	ACCENTURE PLC	8810.000	493,429.60	524,547.40
	Cash/Cash Equivalent	659211 980	659,211.98	659,211.98
		Totals:	16,817,632.88	24,434,625.62