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

OMB No 1545-0052

intern.	ument Na Rev	venue Service Note The foundation may	be able to use a copy of this	return to satisfy state repor	ting requirements	ZUII		
		dar year 2011 or lax year beginning MAS			APR 30, 2012			
Nan	ne of	foundation			A Employer identification	number		
F.	ARI	RELL FOUNDATION			54-1475736			
Num	ber ar	nd street (or P O box number if mail is not delivered to stree	Room/suite	8 Telephone number				
_1	824	4 WILLIAMSON ROAD		540-344-1461				
		own, state, and ZIP code NOKE, VA 24012			C if exemption application is pe	ending, check here		
		all that apply Initial return	Initial return of a fo	ormer public chanty	D 1. Foreign organizations	, check here		
		Final return	Amended return					
		Address change	Name change		Foreign organizations med check here and attach cou	mputation		
H C	٠.	type of organization $X$ Section 501(c)(3) e	1		E If private foundation stat	us was terminated		
<u> </u>		ction 4947(a)(1) nonexempt charitable trust	Other taxable private founda		under section 507(b)(1)	(A), check here 🕨 📖		
		arket value of all assets at end of year   J Accoun	*	X Accrual	F If the foundation is in a 6			
•			other (specify)	hoois \	under section 507(b)(1)	(B), check here		
<u>▶</u>	<del></del>	1,707,681. (Part I, col.) Analysis of Revenue and Expenses			<del></del>	(d) o		
Pa	rt l	<ul> <li>Analysis of neverties and expenses</li> <li>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</li> </ul>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net	(d) Disbursements for charitable purposes		
	1	Contributions, gifts, grants, etc., received	101,826.		78/1078/2013/6/12/45	(cash basis only)		
		Check if the foundation is not required to attach Sch. B	\$270,888,4897038.8					
	3	Interest on savings and temporary cash investments	24,131.	24,131.	24,131.	3. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.		
	4	Dividends and interest from securities				Chillian T. March C. C. C.		
	5a	Gross rents				15% - B. G. Con 23		
	b	Net rental income or (loss)		2012 6 70 70 70 70 70 70 70 70 70 70 70 70 70		Car of the market of the first		
•	6a	Net gain or (loss) from sale of assets not on line 10		ASSESSED TO THE		<i>च्या</i> देशका १८५४ होता.		
Revenue	b	Gross sales price for all assets on line 6a	<b>か</b> ときんとつき。	1.35000克米多力。	WELL STANFARE	体系的 经收益		
leve	7	Capital gain net income (from Part IV, tipe 2)	8 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	0.	第三年第二次等數學多名	20 h 3 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
Œ	8	Net short-term capital gain 2 2012	A STEEL STATE OF	The section of the section of				
	9	Income modifications	A STATE OF THE STA			<u>學式學的情報等等</u>		
	10a	Gross sales less fotums OGDEN, UT	1917 X S S X S X X X X X X X X X X X X X X	-3-75-78-5-85-78-78		\$ 1980 \$ 18 To land		
	ļ	Less Cost of goods sold	****************		1885/3/1863/1963/1868/8	1 1 1 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2		
	ı	Gross profit or (loss)				William William		
		Other income	125,957.	24,131.	24,131.			
	12	Total. Add lines 1 through 11  Compensation of officers, directors, trustees, etc.	123,337.	0.	<del></del>	0.		
	14	Other employee salaries and wages		ļ	·			
	15	Pension plans, employee benefits	-		1			
365		Legal fees						
seuses	1	Accounting fees STMT 1	757.	0.	0.	0.		
滋	C	Other professional fees						
Ž.	17	Interest		<u> </u>				
trat	18	Taxes . STMT 2	25.	0.	0.	0.		
inis	19	Depreciation and depletion .				THE STATE OF THE S		
Ę	20	Occupancy			<u> </u>			
φ	21	Travel, conferences, and meetings		<del> </del>				
) an	22	Printing and publications Other expenses STMT 3	14.	0.	0.	0.		
ting	23		14.	0.	- 0.	<u> </u>		
Operating and Administrative	24	Total operating and administrative expenses. Add lines 13 through 23	796.	0.	0.	0.		
õ	25	Contributions, gifts, grants paid	136,410.	<u> </u>		136,410.		
	1	Total expenses and disbursements.	250/110.	100 VS 15555 10 V				
	-	Add lines 24 and 25	137,206.	0.	0.	136,410.		
	27	Subtract line 26 from line 12	PARTICIPATION OF STREET	1907 1907 1907 1907 1907 1907 1907 1907	· 图1000000000000000000000000000000000000	では、大学を表示して、		
	1	Excess of revenue over expenses and disbursements	-11,249.	图2014年第2章				
	1	Net Investment Income (if negative, enter -0-)	2000 CE (CO CO)	24,131.	· 第200年至14年2月	图 2000年1月1日 11日本1日		
	ŀ	Adjusted net income (if negative, enter -0-)	1.7 (\$1)25 m 125 med	· "我就是我的意思的。"	24,131.	BELLICE MANAGES		

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

Form **990-PF** (2011)

Form 990-PF

Fbrm 990-PF (2011) FARRELL FOUNDATION		54-	1475736 Page 2
Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End o	f year
column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
1 Cash - non-interest-bearing		5,282.	
2 Savings and temporary cash investments	1,314,980.	1,185,611.	1,185,611.
3 Accounts receivable			CARLO MARKET
Less: allowance for doubtful accounts	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	all commercial and the control of th	7-2-20-20-20-0-0-0-0-0-0-0-0-0-0-0-0-0-0
4 Pledges receivable ►	(\$2.77.400 \$46.000 \$		1600 1600 1600 1600 1600 1600 1600 1600
Less. allowance for doubtful accounts			<del></del>
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other			
disqualified persons	8 . 1 . 3 ( mail 2 8) 2 . 12 mil 1 . 12	11.0 A. SWA W. 1104 A. C. S.	20 27 27 27 28 - 280 8 E. Z.
7 Other notes and loans receivable			N.CHARTAN
Less allowance for doubtful accounts			
8 Inventories for sale or use 9 Prepaid expenses and deferred charges	ļ	· · · · · · · · · · · · · · · · · · ·	
9 Prepaid expenses and deferred charges			
10a Investments - U.S. and state government obligations b Investments - corporate stock STMT 4	476,098.	516,788.	516,788.
1	470,030.	310,780.	310,788.
c Investments - corporate bonds	201 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	NO-8540 NUMBER 1853	
11 Investments land, buildings, and equipment basis	] X -5 - VALOPE, GRA SHOPE S ]	1945 4.0 (38,4% N. 44,533)	Mariah vizitsi 1994/1949 (i.k.) T
Less: accumulated depreciation			
12 Investments - mortgage loans			
14 Land, buildings, and equipment basis	5 July 20 5 15 15 19 16	20256228C	
Less accumulated depreciation	1 1 2 2 2 3 3 3 5 7 3 3 3 5 7 3	Box 24.00 20.00 & 14.00 12.00 4.20	Haddiaumes and Capition Capi
15 Other assets (describe			
10 0000 00000 0000 -		·····	
16 Total assets (to be completed by all filers)	1,791,078.	1,707,681.	1,707,681.
17 Accounts payable and accrued expenses	17,041.	507.	83888888888888888888888888888888888888
18 Grants payable			
Deterred revenue			
21 Mortgages and other notes payable			
22 Other liabilities (describe )			
23 Total flabilities (add lines 17 through 22)	17,041.	507.	
Foundations that follow SFAS 117, check here			
and complete lines 24 through 26 and lines 30 and 31.			Common de la
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
Foundations that do not follow SFAS 117, check here			
and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	0.	0.	
27 Capital stock, trust principal, or current turius 28 Paid-in or capital surplus, or land, bldg, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances	0.	0.	也學養的深見經
29 Retained earnings, accumulated income, endowment, or other funds	1,774,037	1,707,174.	
30 Total net assets or fund balances	1,774,037	1,707,174.	
	1,791,078	1,707,681.	
31 Total liabilities and net assets/fund balances		1,707,001.	1 2 kg 10, 7 a a a a a a 2, 20, 20, 20, 20, 20, 20, 20, 20, 20,
Part III Analysis of Changes in Net Assets or Fund I	Balances		
1 Total net assets or fund balances at beginning of year - Part II, column (a), lin	e 30		T
(must agree with end-of-year figure reported on prior year's return)	· ••	1	1,774,037.
2 Enter amount from Part I, line 27a		2	-11,249.
3 Other increases not included in line 2 (itemize)	•	3	0.
4 Add lines 1, 2, and 3		4	1,762,788.
5 Decreases not included in line 2 (itemize) UNREALIZED LOS	SSES ON INVEST		55,614.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II,		6	1,707,174.
			Form <b>990-PF</b> (2011)

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7 Add lines 5 and 6

Form **990-PF** (2011)

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

8 Enter qualifying distributions from Part XII, line 4

118,845.

136,410.

7

777	990-PF(2011) FARRELL FOUNDATION					<u> 1475</u>			age 4
-,	rt VI Excise Tax Based on Investment Income (Section 4940			or 49	48 -	see i	nstruc	tion	ıs)
1a	Exempt operating foundations described in section 4940(d)(2), check here   and en	ter "N//	N° on line 1	i i	%2. 7		234.5	17.7	8.7
	Date of ruling or determination letter (attach copy of letter if nece	essary-	see instructions)	Ĭ.			20 2 2 3 3 3 4 3 4 4 4 4 4 4 4 4 4 4 4 4 4	ar ja sijak Karangan	``\ <b>3</b> 55
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here				1			_2	41.
	of Part I, line 27b		1	(A)			10 ( 8 17 ) 1 ( 18	35 M	
C	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4%	of Part	1, line 12, col (b).	T.	X. ;			30,00	1. S. J.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Otl	hers en	ter <del>-0-</del> ) .	L	2				0.
3	Add lines 1 and 2			Г	3			2	41.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Of	hers er	nter -0-)	. [	4				0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			Γ	5			24	41.
6	Credits/Payments			Į.	46.00	1300			<u> </u>
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3	32.					100
b	Exempt foreign organizations - tax withheld at source	6b		Š	1			25.36 20.36	
	Tax paid with application for extension of time to file (Form 8868)	Вс		7	37.8	Jacob .			
	Backup withholding erroneously withheld	6d				100 mg/2000			
	Total credits and payments. Add lines 6a through 6d				7	1	2, ,	3	32.
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attack	ched		·	8				
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		•		9				
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		•	•	10				91.
	Enter the amount of line 10 to be Credited to 2012 estimated tax		91 . Refunde	d ▶ ├	11				0.
_	rt VII-A Statements Regarding Activities			<del>- / _  </del>					
,,,,,,,	During the tax year, did the foundation attempt to influence any national, state, or local legisl	lation o	r did it participate or int	ervene in	1	10.44	1200	Yes	No
	any political campaign?		, orange participate of the		-		1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purpos	es (sec	instructions for definit	on\?	•		10		X
-	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and				for		34	- 33	汉法
	distributed by the foundation in connection with the activities.	о сор,			•			7.55 S	
c	Did the foundation file Form 1120-POL for this year?						10	`,	X
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the	vear			•		<b>V</b> 5.	88. Pr	. 133 E
-	(1) On the foundation $\blacktriangleright$ \$ (2) On foundation managers			0.			148 g	3	
A	Enter the reimbursement (if any) paid by the foundation during the year for political expendi						0.33	79.38 G 70.75	100
Ŭ	managers ►\$ 0.	1010 102	t in possible on rosmostici	•			13.50	130.5	10000
2	Has the foundation engaged in any activities that have not previously been reported to the II	RS2					2	, 6 %	X
-	If "Yes," attach a detailed description of the activities.	10.	•		••	•	35.7	7,53	<u> </u>
3	Has the foundation made any changes, not previously reported to the IRS, in its governing i	netnim	ent articles of incornor	ation or			199	77.5	K
J	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change		one, artiolog of moorpor	20011, 01			3	STYP I	X
42	Did the foundation have unrelated business gross income of \$1,000 or more during the year		•	••••	••		4a		X
	If 'Yes,' has it filed a tax return on Form 990-T for this year?		•		N	/A ]	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	,			-		5		X
•	If "Yes," attach the statement required by General Instruction T.		•	•			1,30	2 . 3	5.33%
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied el	ther						14.15 13.75	13.3
•	By language in the governing instrument, or						12 30	%.% \$43.43	A 1000
	By state legislation that effectively amends the governing instrument so that no mandator	v direc	tions that conflict with th	ne state l	ลพ		155%		633
	remain in the governing instrument?	,	tions that commet with the				6	χ̈́	
7	Did the foundation have at least \$5,000 in assets at any time during the year?				•		7	X	$\vdash$
•	if "Yes," complete Part II, col. (c), and Part XV.			•	•		47 y ç	1	200
Řa	Enter the states to which the foundation reports or with which it is registered (see instruction	ıns\ ▶	•				1/3/3	13.00	
va	VA	11137					87.2		
	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the A	ttome	General (or decionate)					25 m (2) 2 m/20	148
U	of each state as required by General Instruction G? If "No," attach explanation	atoriie)	actional for assistinges)				8b	X	13.05.65
O	Is the foundation claiming status as a private operating foundation within the meaning of se	iction 4	942/i)/3) or 4942/i)/5)	ior calen	dar	•	50 July 1		15319
3	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," c			iui Calell	Jai		g	1 7 WO	X
10	Old any persons become substantial contributors during the tax year? History a school	-			•		10		X

Form **990-PF** (2011)

	990-PF(2011) FARRELL FOUNDATION 54-147	57 <u>36</u>	P	age 5
Pa	rt·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		$\neg$	
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		Х
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 ► FARRELL FOUNDATION Telephone no. ► 540-3		61	
	Located at ► 1824 WILLIAMSON ROAD, ROANOKE, VA ZIP+4 ►2	4012		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		•	
	and enter the amount of tax-exempt interest received or accrued during the year	N/	'A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,		res	No
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filling requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign	2000	54.	Fally.
	country	\$ (3)	3,000	14 1
PE	ert 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.	1	<b>Yes</b>	No
1a	During the year did the foundation (either directly or indirectly)	<b>18.77</b>	\$	75.75
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		<b>3</b> 04	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)		<i>(</i>	Since.
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or relmburse the expenses of, a disqualified person? Yes X No	<b>1</b>	333	28X
	(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)?	18.8		
	(6) Agree to pay money or property to a government official? (Exception. Check "No"	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		100
	if the foundation agreed to make a grant to or to employ the official for a period after			3, 3, 7, 7
	termination of government service, if terminating within 90 days )		18.3	/ <sup>3</sup> 3.3.3
t	o 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	186	5.6	2,818
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		31 2212
	Organizations relying on a current notice regarding disaster assistance check here	7 62	X.*	
	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected	16%	1.75	SAN K
	before the first day of the tax year beginning in 2011?	10		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))		# 500 V C V	
ā	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			200
	before 2011? Yes X No			
	If "Yes," list the years			1933 6
t	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	12.3	૧મેં	1.00
	statement - see instructions )	2b	35.72	156, 158
(	: If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			A
•	Od the foundation held man those OOV district and land lateral to the land of the lateral to the		*30	33
37	a 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		\$33.X	
	o If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after		377	<b>5.</b> 33
	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		ŠÆ.	3. 3. 6. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.
	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,	VX	Reservit	3. 2. 20.5
4.	Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b		X
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	10 21.0	8.25 C
•	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that		F X 5/	v
	had not been removed from jeopardy before the first day of the tax year beginning in 2011?	orm <b>990</b>	DE /	X 2011)
	r	ハロコ マラび	· r r (	4011)

123541 12-02-11

Form 990-PF (2011) FARRELL FOUNDATION			54-147573	6 Page 6
Part:VII-B Statements Regarding Activities for Which F	orm 4720 May Be R	lequired (continu	Jed)	
5a During the year did the foundation pay or incur any amount to			.3*	2. SE 5 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	4945(e))?	. $\square$ Ye	s 🛛 No 🕌	
(2) Influence the outcome of any specific public election (see section 4955), or	r to carry on, directly or indire	ectly,	42.	
any voter registration drive?			s 🗶 No 🐉	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		· —	s X No 🛠	
(4) Provide a grant to an organization other than a charitable, etc., organization	<u>-</u>		- N	
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	s 🗓 No 🛞	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational numoses, or f	-		
the prevention of cruelty to children or animals?	or outside purposso, or .		s X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	Iar the excentions described i	-		
section 53 4945 or in a current notice regarding disaster assistance (see instru	•	ii nogolations	N/A 5	P
Organizations relying on a current notice regarding disaster assistance (see institution)	,			25/2007/2007/
• • • •				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr			. — "	
expenditure responsibility for the grant?		[/A	s LLL No 🏻 🔝	\$4.54a3
If "Yes," attach the statement required by Regulations section 53.4945	• •			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to p	pay premiums on			
a personal benefit contract?		L	s 🛛 No 🥳	的特殊學歷典
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		<u> </u>	b 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 s	helter transaction?	Ye	s 🔀 No 🔀	
b If "Yes," did the foundation receive any proceeds or have any net income attribu	table to the transaction?	<u> </u>	N/A 1	b
Part VIII Information About Officers, Directors, Trusto	ees, Foundation Ma	magers, Highly	1	
Faid Employees, and Contractors				
1 List all officers, directors, trustees, foundation managers and their	compensation.	14.5	7-8	
(a) flame and address	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(e) Name and address	to position	(If not paid, enter -0-)	compensation	allowances
BRUCE FARRELL	PRESIDENT	-	-	
1824 WILLIAMSON ROAD				
ROANOKE, VA 24012	0.00	0.	0.	0.
ANNE FEAZELLE	SECRETARY			
1824 WILLIAMSON ROAD		1		
ROANOKE, VA 24012	0.00	0.	0.	0.
	1			
	1			
				<del> </del>
**************************************				
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."	·	
	(b) Title, and average	1	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	and deferred compensation	account, other allowances
NONE	devotes to pession	<del> </del>	CONSTRUCTION	
	1	1		
	<u> </u>	1		
	1			
		<del></del>		<del></del>
	1			
		<del></del>		
	4			
	<del> </del>	<del> </del>		
	4		1	
	Ļ		<u></u>	
Total number of other employees paid over \$50,000			<u> </u>	0
			Form	990-PF (2011)

		Form 990-PF (2011)
Total. Add lines 1 through 3	. >	0.
3	<del></del>	
All other program-related investments. See instructions.		
2		
1N/A		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
Part IX-B Summary of Program-Related Investments		
4	·	
3		
2		
		· · · · · · · · · · · · · · · · · · ·
1 N/A	<del></del>	<del></del>
List the foundation's four largest direct chantable activities during the tax year. Include relevant statistical information such number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	h as the	Expenses
Part IX-A Summary of Direct Charitable Activities		<del></del>
Total number of others receiving over \$50,000 for professional services		▶ 0
		ļ
NONE		
(a) Name and address of each person paid more than \$50,000 (b) T	ype of service	(c) Compensation
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."		
Part VIII Information About Officers, Directors, Trustees, Foundation Managers Paid Employees, and Contractors (continued)	s, Highly	
om 990-PF (2011) FARRELL FOUNDATION		14/5/36 Page 7

P	art X 3 Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations, s	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out chantable, etc., purposes:	8 B	
а	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	2,641.
ε	Fair market value of all other assets	10	1,746,739.
d	Total (add lines 1a, b, and c)	10	1,749,380.
8	Reduction claimed for blockage or other factors reported on lines 1a and	(38)	
	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,749,380.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26,241.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,723,139.
6	Minimum Investment return Enter 5% of line 5	6	86,157.
P	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	86,157.
2a	Tax on investment income for 2011 from Part VI, line 5 241.	<b>100</b>	
b	Income tax for 2011 (This does not include the tax from Part VI)	極多	
C	Add lines 2a and 2b	2ε	241.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	85,916.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	85,916.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	85,916.
P	art XII Qualifying Distributions (see instructions)	7	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	343	
a	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	136,410.
b	Program-related investments - total from Part IX-B	15	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	12.2	
а	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	136,410.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income Enter 1% of Part I, line 27b	5	241.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	136,169.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years	qualifies fo	the section

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## 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,				85,916.
2	Undistributed Income, if any	, as of the end of 2011			The state of the s	11367 CAR STORY
a	Enter amount for 2010	only .			0.	
b	Total for prior years			0.		
3	Excess distributions car	ryover, if any, to 2011:			AND THE PROPERTY OF THE PROPER	THE STATE OF THE S
a	From 2006	30,924.				
t	From 2007	23,659.				
C	From 2008	45,272.				
C	l From 2009	9,311.				
E	From 2010	46,442.				
f	Total of lines 3a through	ne.	155,608.			\$347845 XXXXX
4	Qualifying distributions					
	Part XII, line 4 ► \$	136,410.				
	Applied to 2010, but no				0.	
t	Applied to undistributed	·				
	years (Election required	- see instructions)		0.		
(	Treated as distributions					
	(Election required - see	· '	0.			
	Applied to 2011 distribu		\$6.45 \\ \frac{1}{2} \left\{ \frac{1}{2} \left		A CONTRACTOR OF THE CONTRACTOR	85,916.
	Remaining amount dist	•	50,494.		THE TAX SECTION WINDS	
5	Excess distributions carryov (If an amount appears in col	rer applied to 2011 umn (d) the same amount	0.		W. J. C. S.	0.
	must be shown in column (a	• •		The state of the s		
6	Enter the net total of ea	ich column as		<b>发展的发展的</b>		
	Indicated below:		206,102.			
	Corpus Add lines 3f, 4c, an		200,102.	(1700) \$ 500 C 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	120 - 120 120 120 120 120 120 120 120 120 120	177 78 3 75 3 75 3 74 5 3 7 7 7 7 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	) Prior years' undistribute line 4b from line 2b	ed illconne 2000act		0.		
	Enter the amount of pri		30 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		16 15 18 10 18 16 16 16 16 16 16 16 16 16 16 16 16 16	37.7.50 × 7.60 × 7.00 × 5.7.5
•	undistributed income fo					
	deficiency has been iss				<b>医医疗检查检查</b>	
	the section 4942(a) tax assessed	nas been previously		0.		
	1 Subtract line 6c from lin	ie 6b. Taxable	12 75 15 15 15 15 15 15 15 15 15 15 15 15 15		23448181885	15 15 15 15 15 15 15 15 15 15 15 15 15 1
	amount - see Instruction			0.		
(	e Undistributed income fo	or 2010 Subtract line	\$ \$\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	SUBSTANCE TO BE SEEN		4744488888
	4a from line 2a Taxable	amount - see instr		<b>经验证证证</b>	0.	1914 1818 1818 1818 1818 1818 1818 1818
1	Undistributed income fo	or 2011 Subtract	ALANGOS CAPE	ALCONO CONTRACTOR	<b>经产的安全公司</b>	
	lines 4d and 5 from line	1 This amount must			Karaga Kababa	
	be distributed in 2012					0.
7	Amounts treated as dis					
	corpus to satisfy requir	• •				
	section 170(b)(1)(F) or		0.		The Advantage of the Control of the	
8	Excess distributions ca	=	20.024			
_	not applied on line 5 or		30,924.	(1) 1542 / VIV. VIV. VIV. VIV. VIV. VIV. VIV. VI	1 3/2 4/26 4/6 (3/2 1/2) 1/2 / 1/2 (1/2 1/2 1/2 1/2 1/2 1/2 1/2 1/2 1/2 1/2	100 00 00 00 00 00 00 00 00 00 00 00 00
9	Excess distributions ca	=	175,178.			
• •	Subtract lines 7 and 8 f Analysis of line 9.	rom ane oa	1/3/1/0.	3114 840 4 JEST NOVERS	1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -	POWER COLLEGE SE SONE .
	a Excess from 2007	23,659.			<b>电影记忆建设流</b>	
	b Excess from 2007	45,272.				
	Excess from 2008	9,311.		· · · · · · · · · · · · · · · · · · ·	极为经济的	1775年的
	d Excess from 2010	46,442.				
	e Excess from 2011	50,494.				
_	5 CAOO SO 11 O A11 ZO 11	= -,	Take waste and waste to	1 15 SECULAR LATTER STATES	11. 1 Jan J. 141, St. 15 15 16 25	Form <b>QQ</b> 0_DF (2011)

	FOUNDATION			54-14	75736 Page 10
Part XIV Private Operating F	oundations (see ins	tructions and Part VII-	A, question 9)	N/A	
1 a If the foundation has received a ruling of	r determination letter that	it is a private operating	}		
foundation, and the ruling is effective for	2011, enter the date of the	he ruling	. ▶		
b Check box to indicate whether the found	ation is a private operatin	g foundation described in	section	4942(j)(3) or49	42(1)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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					
•			<del></del>	<del> </del>	
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	<del></del>			· · · · · · · · · · · · · · · · · · ·	<u> </u>
alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets				······································	ļ <del></del>
(2) Value of assets qualifying under section 4942(j)(3)(8)(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		
(1) Total support other than gross					
investment income (interest,					
dividends, rents, payments on	!				
secunties loans (section 512(a)(5)), or royalties)		ì			
(2) Support from general public					
and 5 or more exempt					
organizations as provided in					
section 4942(j)(3)(B)(iii)				<del> </del>	<del> </del>
(3) Largest amount of support from					
an exempt organization					<del> </del>
(4) Gross investment income Part XV Supplementary Info	motion (Comple	to this port only	if the foundation	had \$5 000 or m	ore in accets
at any time during t			ii the loundation	nad \$5,000 or m	ore in assets
	<del></del>	uctions.j			- <del></del>
1 Information Regarding Foundation	•				
a List any managers of the foundation wh			ributions received by the	foundation before the clo	ise of any tax
year (but only if they have contributed i	nore than \$5,000). (See s	section 507(a)(2) )			
NONE					
<ul> <li>b List any managers of the foundation when other entity) of which the foundation has</li> </ul>			or an equally large portion	on of the ownership of a p	partnership or
NONE	•				
	ion Grant Gift Loan	Scholarchia etc. Dr	'Antame'		
2 Information Regarding Contribut Check here ► if the foundation				ent account upperfloited mai	usets for funds. If
the foundation makes gifts, grants, etc					
	<u> </u>			mpioto itemo ca, b, c, an	
a The name, address, and telephone num		m applications should be	augressed		
ANNE FEAZELLE, 540-3		773 04010			
1824 WILLIAMSON ROP			······································		
b The form in which applications should LETTER WITH A BROCHU					
c Any submission deadlines			•		
NONE					
d Any restrictions or limitations on award	ls, such as by geographic	al areas, chantable fields,	kinds of institutions, or	other factors	
DETERMINED UPON RECE			<b>, -</b> -		
123601 12-02-11				· · · · · · · · · · · · · · · · · · ·	Form <b>990-PF</b> (2011)
		1.0			

Grants and Contributions Paid During the	Year or Approved for Future I	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	or substantial contributor	recipient		
MERICAN HEART ASSOCIATION	N/A		CHARITABLE	
217 PARK PLACE COURT				
LEN ALLEN, VA 23060	'			4,1
OY SCOUTS OF AMERICA BLUE RIDGE	N/A		CHARITABLE	
131 VALLEY VIEW BLVD NW				
OANORE, VA 24012				2,5
OUR LADY OF PERPETUAL HELP	N/A		RELIGIOUS	
SALEN, VA 24153				65,0
ROANOKE WOMEN'S FOUNDATION	N/A		CHARITABLE	
P.O. BOX 1159			CHARTABDE	
ROANOKE, VA 24006				14,6
SAINT PRANCIS SERVICE DOGS	N/A		CHARITABLE	
P.O. BOX 19538				
ROANORE, VA 24019	OMBTNUADTON CHEE	Im ( C )		3,0
Total SEE C  b Approved for future payment	ONTINUATION SHEE	T(S)	<u>▶ 3a</u>	136,4
2 / pprofession totals paymon.				
NONE				
	•			
Tatal				
Total	<del></del>		<b>▶</b> 3b	orm <b>990-PF</b> (2

Program service revenue:    Susiness code	nter gross amounts unless otherwise indicated	Unrelated	business income		ded by section 512, 513, or 514	(e)
Program service revenue:   Code   C	·	(a)	(b)	(c) Exclu-	(d)	Related or exempt
g Fees and contracts from government agencies g Membership dues and assessments g Membership dues and assess	•	code	Amount	code	Announg	Tunction income
Fees and contracts from government agencies  Membership dues and assessments Interest on savings and temporary cash Investments Interest from securities Interest on savings and temporary cash Investments Interest on savings and temporary cash Investments Income or (loss) from real estate Interest income or (loss) from personal Interest income or (loss) from personal Interest income or (loss) from sales of assets other Interestment income or (loss) from sales of inventory Interestment	a			-		
g Fees and contracts from government agencies Membership dues and assessments Interest on savings and temporary cash investments. Dividends and interest from securities Net rental income or (loss) from real estate a Debt-financed property b Not debt-financed property b Not ental income or (loss) from personal property Cother investment income 3 Gain or (loss) from sales of assets other than inventory Divident investment income 3 Gain or (loss) from sales of inventory Other revenue a b c Substatal Add columns (b), (d), and (e) 7 Total. Add line 12, columns (b), (d), and (e) 8 Sew worksheet in line 13 instructions to verify calculations  Peart XVI-B  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	b	_		<u> </u>		
g Fees and contracts from government agencies  Membership dues and assessments Interest on savings and temporary cash Investments Dividends and interest from securities Not rental income or (loss) from real estate a Debt-financed property b Not debt-financed property b Not debt-financed property Chter investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from sales of assets other than inventory Net income or (loss) from sales of inventory Chter revenue  a b c c subtotal. Add columns (b), (d), and (e) c e worksheat in line 13 instructions to verify calculations)  Part XVI-B  Relationship of Activities to the Accomplishment of Exempt Purposes  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)	E	_	· · · · · · · · · · · · · · · · · · ·	<b>_</b>		
f grees and contracts from government agencies  Membership dues and assessments  Interest on savings and temporary cash Investments  Dividends and interest from securities Note rental income or (loss) from real estate  a Debt-financed property b Not debt-financed property b Not debt-financed property c Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from sales of assets other than inventory Net income or (loss) from sales of inventory Other revenue a b c 2 Subtotal. Add columns (b), (d), and (e) c 2 Subtotal. Add columns (b), (d), and (e)  Total. Add line 12, columns (b), (d), and (e)  Sew orksheet 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)	d	_	<del> </del>			
## Membership dues and assessments ## Interest on savings and temporary cash Investments ## 14 24,131. ## 14 24,131. ## 14 24,131. ## 15 Not rental income or (loss) from real estate ## 16 Not debt-financed property ## 15 Not rental income or (loss) from personal ## 17 Property ## 17 Other investment Income ## 18 Other revenue ## 18 O	0					
Interest on savings and temporary cash investments	1	_				
Interest on savings and temporary cash investments  Dividends and interest from securities  But rental income or (loss) from real estate  a Debt-financed property  b Not debt-financed property  Other investment income  Gain or (loss) from sales of assets other than inventory  Other revenue  B Gain or (loss) from sales of inventory  Other revenue  B Subtotal. Add columns (b), (d), and (e)  Subtotal. Add columns (b), (d), and (e)  Subtotal. Add columns (b), (d), and (e)  B Total. Add line 12, columns (b), (d), and (e)  B Total. Add 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)				-		
Investments	•	<u> </u>			· · · · · · · · · · · · · · · · · · ·	
Dividends and interest from securities  is Net rental income or (loss) from real estate  a Debt-financed property b Not debt-financed property b Not debt-financed property c Not rental income or (loss) from personal property c Other investment income d Gain or (loss) from sales of assets other than inventory l Net income or (loss) from special events O Gross profit or (loss) from sales of inventory Other revenue  a b c d d e 2 Subtotal. Add columns (b), (d), and (e) d Total. Add line 12, columns (b), (d), and (e) d Total. Add line 12, columns (b), (d), and (e) d Total. Add line 13 instructions to verify calculations  Pert 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)	Interest on savings and temporary cash			١.,		
is Net rental income or (loss) from real estate a Debt-financed property b Not debt-financed property c) Net rental income or (loss) from personal property 7 Other investment income 3 Gain or (loss) from sales of assets other than inventory 3 Net income or (loss) from special events G cross profit or (loss) from sales of inventory 1 Other revenue a b c d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) 4 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 tunds for such purposes)	investments			14	24,131.	
a Debt-financed property b Not debt-financed property c Not rental income or (loss) from personal property c Other investment income d Gain or (loss) from sales of assets other than inventory d Not income or (loss) from sales of inventory d Not income or (loss) from sales of inventory d Not income or (loss) from sales of inventory d Other revenue a b c c d e d solution (loss) from sales of inventory d Other inventory  Total Add columns (b), (d), and (e) d c d c d c d c d c d c d c d c d c d c		2:50 - 2:50		23 - 52		77.00
b Not debt-financed property 6 Not rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 8 Not income or (loss) from sales of inventory 9 Not income or (loss) from sales of inventory 10 Other revenue 10 Gross profit or (loss) from sales of inventory 11 Other revenue 12 Subtotal. Add columns (b), (d), and (e) 12 Subtotal. Add columns (b), (d), and (e) 13 24, 13 15 See worksheet in line 13 instructions to verify calculations  15 Part XVI-B  16 Relationship of Activities to the Accomplishment of Exempt Purposes  17 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)	Net rental income or (loss) from real estate		Kale Francis	5 × 22	不是"是"。"不是是是	2000,180,180,180,180,00
is Net rental Income or (loss) from personal property  / Other investment Income  3 Gain or (loss) from sales of assets other than inventory 3 Net income or (loss) from special events 4 Offices profit or (loss) from sales of inventory 5 Other revenue 8						
property  / Other investment Income  3 Gain or (loss) from sales of assets other than inventory 3 Net income or (loss) from special events 3 Gross profit or (loss) from sales of inventory 4 Other revenue 5 Company of the foliation of the foliation of the foundation's exempt purposes    Description of the foundation's exempt purposes (other than by providing funds for such purposes)				_		
7 Other investment income 3 Gain or (loss) from sales of assets other than inventory 3 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue a b c d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) 4 See worksheet in line 13 instructions to verify calculations )  Part:XVI-S  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)	Net rental income or (loss) from personal				İ	<u> </u>
Sam or (loss) from sales of assets other than inventory Not income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue  a b c d e Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations  Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes  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)	property					
than inventory  Net income or (loss) from special events  Gross profit or (loss) from sales of inventory  Other revenue  a b c d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e)  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)	7 Other investment income					<u> </u>
A Net income or (loss) from special events  Di Gross profit or (loss) from sales of inventory  I Other revenue  a b c d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e)  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)	3 Gain or (loss) from sales of assets other			1		
Of Gross profit or (loss) from sales of inventory  Other revenue  a b c d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e)  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)	than inventory .					
to Other revenue  a b c d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) 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)	Net income or (loss) from special events					
a b c d e Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) 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)	Gross profit or (loss) from sales of inventory					
b c d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) 3 Total. Add 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)	Other revenue			İ		
b c d d d d d d d d d d d d d d d d d d	a					
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) 3 Total. Add 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)	b					
e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) 5ee 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)	G					
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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)					24.131.	
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)		表的人類特	<u> </u>	• 200	4	1)
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)	2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e)			<u>•1~%30</u>		24,13
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)	2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e)			•   ~~~		0.4.10
the foundation's exempt purposes (other than by providing funds for such purposes)	2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation	s)		,	. 13 _	24,13
	2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation	s)		,	. 13 _	24,13
	2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation.  Part:XVI-B Relationship of Activitie  Line No. Explain below how each activity for which	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation.  Part:XVI-B Relationship of Activitie  Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of the column	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation.  Part:XVI-B Relationship of Activitie  Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of the column	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation: Part:XVI-B Relationship of Activitie Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of t	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation.  Part:XVI-B Relationship of Activitie  Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
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	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation: Part:XVI-B Relationship of Activitie Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of t	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation: Part:XVI-B Relationship of Activitie Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of t	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation.  Part:XVI-B Relationship of Activitie  Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation.  Part:XVI-B Relationship of Activitie  Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation.  Part:XVI-B Relationship of Activitie  Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation: Part:XVI-B Relationship of Activitie Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of t	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation: Part:XVI-B Relationship of Activitie Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of t	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
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	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) Eee worksheet in line 13 instructions to verify calculation.  Part:XVI-B Relationship of Activitie  Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation: Part:XVI-B Relationship of Activitie Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of t	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13
	Subtotal. Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation: Part:XVI-B Relationship of Activitie Line No. Explain below how each activity for which the foundation's exempt purposes (other the columns of t	s) es to the Acco	omplishment of Incolumn (e) of Part XV	Exemp	. 13 _ ot Purposes	24,13

123621 12-02-11

	)-PF (20 <u>11)</u>	FARRE	LL FOUNDATIO	ON						54-14	75736	Page 13
Part)		mation Re		s To a	nd Trai	nsac	tion	s ar	nd Relationships W	ith Noncl	haritable	
1 Did	the organization	directly or indi	rectly engage in any of the	following	with any	other	organi	zation	described in section 501(c)	of	SE Y	es No
the	Code (other than	section 501(c)	)(3) organizations) or in se	ction 527	, relating i	to poli	tical o	rgann	zations?			N 86.35
a Tra	nsfers from the r	eporting tounda	ation to a noncharitable ex	empt org	anization o	of-						
(1)	Cash										1a(1)	X
(2)	Other assets										1a(2)	X
<b>b</b> Oth	er transactions											本級。
(1)	Sales of assets	to a noncharita	ble exempt organization								10(1)	<u> X</u>
(2)	Purchases of as	ssets from a no	ncharitable exempt organi	zation							16(2)	<u> X</u>
(3)	Rental of facilities	es, equipment,	or other assets	-							1b(3)	X
(4)	Reimbursement	t arrangements	•								1b(4)	X
(5)	Loans or loan g	uarantees				-					1b(5)	X
(6)	Performance of	services or me	embership or fundraising s	olicitation	ns .						1b(6)	<u> </u>
	-		uling lists, other assets, or		•					-	10	X
									ays show the fair market valu			s <b>.</b>
					d less thai	n fair i	market	value	e in any transaction or shann	g arrangemei	nt, show in	
			other assets, or services re									
(8) Line n	o (D) AMOU	nt involved	(c) Name of nonc		exempt or	rganiz	ation		(d) Description of transfers	s, transactions,	end shanng arran	gements
				N/A							<del></del>	
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20 101	the foundation di	reeth, or indicac	tly affiliated with, or relate	d to one	or more to		mot o		rations described			
		-	er than section 501(c)(3)) (			IA-6X6	inpt o	Aama	ations obscribed		Yes	X No
	Yes,* complete th	•		VI III 360(I	1011 327	••						LEEJ 190
		(a) Name of or		-	(b) Type	of ord	antzai	10N	(c) Descri	ption of relati	ionship	
		N/A		····	1-7:76-							
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	$\sim$	<del></del>	·							<del></del>		
		I perjury, I declare	that I have examined this retui	m, includin	g accompar	ying e	chedule	s,and	statements, end to the best of my	knowledge	May the IRS die	cuss this
Sign	and perief, this tru	e, correct, and fo	implete. Declaration of preparer	(other than	taxpayer) i		d on all	inform	ation of which preparer has any k	nowledge	May the IRS dis return with the p shown below (s	preparer
Here		MCL	1 Jane		<del> </del>	81	24/	12	- PRESIDENT		X Yes	No No
	Signature of c	Dat	te l		-	Title		L				

Form 990-PF (2011)

P00297041

617-471-1120

Firm's EIN ► 04-3000523

Paid

Preparer

**Use Only** 

Print/Type preparer's name

RAYMOND LOFSTROM

Firm's name ► O'CONNOR & DREW, P.C.

Firm's address ▶ 25 BRAINTREE HILL OFC PK, SUITE 102

BRAINTREE, MA 02184

Date

07/31/12

Check \_\_\_\_\_ if self- employed

#### Schedule B (Form 990, 990-EZ, or 990-PF)

Schedule of Contributors

OMB No 1545-0047

2011

Department of the Treasury Internal Revenue Service

Name of the organization

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

Employer identification number

	FARRELL FOUNDATION	54-1475736
Organization type (chec	k one).	
Filers of:	Section:	
Form 990 or 990-EZ	501(c)( ) (enter number) organization	
	4947(a)(1) nonexempt charitable trust not treated as a private foundation	
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
	on is covered by the <b>General Rule</b> or a <b>Special Rule.</b> 1(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Spec	cial Rule. See instructions.
•	ation filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more implete Parts I and II.	e (in money or property) from any one
Special Rules		
509(a)(1) and 1	01(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of t 70(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution on on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.	
total contributi	01(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one ons of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, of cruelty to children or animals. Complete Parts I, II, and III.	
contributions f If this box is ch purpose. Do no	01(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one or use exclusively for religious, charitable, etc., purposes, but these contributions did tecked, enter here the total contributions that were received during the year for an except complete any of the parts unless the <b>General Rule</b> applies to this organization because, etc., contributions of \$5,000 or more during the year.	not total to more than \$1,000. clusively religious, charitable, etc.,
but it must answer 'No	on that is not covered by the General Rule and/or the Special Rules does not file Sche on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or or neet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).	•

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Schedule B (Form 990, 990-EZ, or 990-PF) (2011) Page 2 Name of organization Employer identification number FARRELL FOUNDATION 54-1475736 Part 1 Contributors (see instructions) Use duplicate copies of Part I if additional space is needed. (a) No. Name, address, and ZIP + 4 **Total contributions** Type of contribution 1 BERGLUND CHEVROLET Person Payroll PO BOX 12608 96,304. Noncash (Complete Part II if there ROANOKE, VA 24027 is a noncash contribution) (c) No. Name, address, and ZIP + 4 **Total contributions** Type of contribution 2 SHANE FARRELL Person Payroll PO BOX 12608 5,522. Noncash (Complete Part II if there ROANOKE, VA 24027 is a noncash contribution.) (a) (b) (c) (d) No. Name, address, and ZIP + 4 **Total contributions** Type of contribution Person Payroll Noncash (Complete Part II if there is a noncash contribution) (a) (c) Name, address, and ZIP + 4 **Total contributions** Type of contribution Nο. Person Payroli Noncash (Complete Part II if there is a noncash contribution.) (a) (b) (c) (d) Name, address, and ZIP + 4 **Total contributions** No. Type of contribution Person Payroll Noncash (Complete Part II if there is a noncash contribution) (a) No. Name, address, and ZIP + 4 **Total contributions** Type of contribution

123452 01-23-12

Person Payroll Noncash (Complete Part II if there is a noncash contribution) Schedule B (Form 990, 990-EZ, or 990-PF) (2011) Name of organization

Employer Identification number

ărțijî	Noncash Property (see instructions). Use duplicate copies of Pa	art il if additional space is needed	
(a) No. from	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_1	MARKETABLE SECURITIES		
		\$ 96,304.	04/30/12
(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>\$</b>	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		<b>\$</b>	
(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

me of org	3 (Form 990, 990-EZ, or 990-PF) (2011)		Employer identification numb	Pag
07 019			Limployes lasking shall have	161
	LL FOUNDATION		54-1475736	
ert III	Exclusively religious, charitable, etc., integrated in the complete columns (a) through (e) and the total of exclusively religious, charitable, use duplicate copies of Part III if additions.	I the following line entry. For organization etc., contributions of \$1,000 or less for t	(7), (8), or (10) organizations that total more than \$1,000 ns completing Part III, enter the year. (Enter this information once.)	for th
(a) No. from	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held	
Part I	(6) 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	(c) 0.30 c. g.n.	(c) Description of new girls new	
ŀ	Transference name address	(e) Transfer of gift		
	Transferee's name, address,	and ZIP + 4	Relationship of transferor to transferee	
(a) No.				
Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held	
		(e) Transfer of gift		
	Transferee's name, address,	•	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held	
	Transferee's name, address,	(e) Transfer of gift	t  Relationship of transferor to transferee	
•	Transferee's fiame, address,		Treationship of transferor to transferee	
(a) No. from	(h) Durana of wife	(a) Na a d aide		
Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held	
		(e) Transfer of gift	t	
	Transferee's name, address	, and ZIP + 4	Relationship of transferor to transferee	

Part XV: Supplementary Information	FOUNDATION			75736
3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
ALVATION ARMY - 2011 TOYS FOR TOTS	N/A		CHARITABLE	
724 DALE AVENUE				
ROANORE, VA 24013				1,50
RIDGEWOOD BAPTIST CHURCH	N/A		CHARITABLE	
03 HEMLOCK ROAD, NW			į	
ROANOKE, VA 24017				200
PAUBMAN MUSEUM OF ART	N/A		CHARITABLE	
110 SALEM AVE SE				
ROANORE, VA 24011		<u></u>		500
JNITED WAY OF ROANORE VALLEY	N/A		CHARITABLE	
325 CAMPBELL AVE SW	"/"		CIMITABLE	
ROANORE, VA 24016				15,50
WESTERN VA EDUCATION CLASSIC	N/A		CHARITABLE	
P.O. BOX 2868	\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\		CHARTIABLE	
ROANORE, VA 24001-2868				1,00
WESTERN VA LAND TRUST	N/A		CHARITABLE	
722 PIRST ST SW SUITE L	["/"			
ROANORE, VA 24016-4120				2,50
FRIENDS OF THE BLUE RIDGE PARKWAY	N/A		CHARITABLE	
P.O. BOX 20986				
ROANOKE, VA 24018				2,00
SHOWTIMERS THEATRE	N/A		CHARITABLE	
3490 PINE DRIVE				
SALEM, VA 24153		<del></del>		1,00
SALEM HISTORICAL MUSEUM	N/A		CHARITABLE	
801 EAST MAIN STREET				
SALEM, VA 24153				20,00
VIRGINIA DISASTER RELIEF FUND	N/A		CHARITABLE	
1111 E BROAD STREET				İ
RICHMOND, VA 23219				1,00
Total from continuation sheets				47,20

3 Grants and Contributions Paid During the Y		·		ļ
Reciplent Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		
VIRGINIA VETERANS SERVICES FOUNDATION	N/A		CHARITABLE	
900 EAST MAIN STREET	[			
RICHMOND, VA 23219				1,000
RESCUE MISSION OF ROANORE	N/A		CHARITABLE	
402 4TH STREET				
ROANOKE, VA 24013				1,000
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Total from continuation sheets				1

FORM 990-PF	ACCOUNTI	NG FEES	· · · · · · · · · · · · · · · · · · ·	STATEMENT 1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		CHARITABLE
LEGAL AND ACCOUNTING	757.	0.	0	. 0.
TO FORM 990-PF, PG 1, LN 16B	757.	0.	0	. 0.
FORM 990-PF	TAX	ES		STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS			CHARITABLI
TAXES AND LICENSES	25.	0.	0	0.
TO FORM 990-PF, PG 1, LN 18	25.	0.	0	0.
FORM 990-PF	OTHER E	XPENSES		STATEMENT
FORM 990-PF DESCRIPTION	(A) EXPENSES	(B)		(D) CHARITABL
	(A) EXPENSES	(B) NET INVEST- MENT INCOME	ADJUSTED NET INCOME	(D) CHARITABL
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DESCRIPTION BANK FEES	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME  0.	ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES 0. 0
DESCRIPTION BANK FEES TO FORM 990-PF, PG 1, LN 23	(A) EXPENSES PER BOOKS  14.	(B) NET INVEST- MENT INCOME  0.  0.	ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES 0. 0
DESCRIPTION BANK FEES TO FORM 990-PF, PG 1, LN 23 FORM 990-PF	(A) EXPENSES PER BOOKS  14.	(B) NET INVEST- MENT INCOME  0.  0.	ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES  0. 0  STATEMENT  FAIR MARKET