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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 07-01-2011 , and ending 06-30-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
The Mary Peace Sterling Foundation

Number and street (or P O box number if mail is not delivered to street address)
Foundation Source 501 Silverside Rd

City or town, state, and ZIP code
Wilmington, DE 198091377

A Employer identification number
57-1114028






B Telephone number (see page 10 of the instructions)
(800) 839-1754

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 2,398,013

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	122	122		
	4 Dividends and interest from securities.	69,307	69,307		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	33,289			
	b Gross sales price for all assets on line 6a _____ 845,246				
	7 Capital gain net income (from Part IV , line 2)		33,289		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 29	29		
	12 Total. Add lines 1 through 11	102,747	102,747		
	13 Compensation of officers, directors, trustees, etc				
	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)	 21,418	21,418		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) 	4,925	3,525		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	 15,635	443		15,192
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	41,978	25,386		15,192
	25 Contributions, gifts, grants paid	122,000			122,000
	26 Total expenses and disbursements. Add lines 24 and 25	163,978	25,386		137,192
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-61,231			
	b Net investment income (if negative, enter -0-)		77,361		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Form **990-PF** (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	100,371	179,674	179,674
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,249,912	2,109,378	2,218,339
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,350,283	2,289,052	2,398,013	
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)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,350,283	2,289,052	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,350,283	2,289,052	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,350,283	2,289,052	

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	2,350,283
2	Enter amount from Part I, line 27a	2	-61,231
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,289,052
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,289,052

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)
1 a 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 845,246		811,957	33,289
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			33,289
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	33,289
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	101,954	2,427,987	000 041991
2009	106,990	2,181,170	000 049052
2008	170,285	2,105,687	000 080869
2007	142,853	3,388,287	000 042161
2006	174,139	3,508,804	000 049629

2 Total of line 1, column (d).	2	000 263702
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	000 052740
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	2,377,770
5 Multiply line 4 by line 3.	5	125,404
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	774
7 Add lines 5 and 6.	7	126,178
8 Enter qualifying distributions from Part XII, line 4.	8	137,192

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	774
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	774
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	774
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,454	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	1,454
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	680
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 680	Refunded	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (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?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy 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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of Foundation Source Telephone no (800) 839-1754 Located at 501 Silverside Road Suite 123 Wilmington DE ZIP+4 198091377			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years 20 , 20 , 20 , 20			
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 page 20 of the 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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did 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 page 22 of the 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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		No
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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		Yes

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Mary Peace Sterling	Trustee	0		
Foundation Source 501 Silverside Rd Wilmington, DE 19809	001 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,300,033
b	Average of monthly cash balances.	1b	113,947
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,413,980
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	
3	Subtract line 2 from line 1d.	3	2,413,980
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	36,210
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,377,770
6	Minimum investment return. Enter 5% of line 5.	6	118,889

Part XI

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

1	Minimum investment return from Part X, line 6.	1	118,889
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	774
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	774
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	118,115
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	118,115
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	118,115

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	137,192
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	137,192
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	774
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	136,418
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				118,115
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only.			116,602	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2011				
a	From 2006.				
b	From 2007.				
c	From 2008.				
d	From 2009.				
e	From 2010.				
f	Total of lines 3a through e.				
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 137,192				
a	Applied to 2010, but not more than line 2a			116,602	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d	Applied to 2011 distributable amount.				20,590
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b.				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				97,525
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.				
10	Analysis of line 9				
a	Excess from 2007. . . .				
b	Excess from 2008. . . .				
c	Excess from 2009. . . .				
d	Excess from 2010. . . .				
e	Excess from 2011. . . .				

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

Mary Peace Sterling

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	122,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the 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			14	122	
4	Dividends and interest from securities. . . .			14	69,307	
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	33,312	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a Foreign Tax Refund _____			01	6	
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .				102,747	
13	Total. Add line 12, columns (b), (d), and (e).			13		102,747

[illegible]

Part XVII

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

[illegible]

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

b If "Yes," complete the following schedule				
(a) Name of organization		(b) Type of organization	(c) Description of relationship	
<p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge</p>				
<p>*****</p> <p>Signature of officer or trustee</p>		<p>2013-02-14</p> <p>Date</p>	<p>*****</p> <p>Title</p>	
<div style="writing-mode: vertical-rl; transform: rotate(180deg);"> Sign Here Paid Preparer's Use Only </div>	<p>Preparer's Signature</p> <p>Jeffrey D Haskell</p>	<p>Date</p> <p>2013-02-14</p>	<p>Check if self-employed <input checked="" type="checkbox"/></p>	<p>PTIN</p>
	<p>Firm's name</p> <p>Foundation Source</p>	<p>Firm's EIN</p>		<p>Phone no (800) 839-1754</p>
	<p>55 Walls Drive</p> <p>Firm's address</p> <p>Fairfield, CT 06824</p>			

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

TY 2011 General Explanation Attachment

Name: The Mary Peace Sterling Foundation

EIN: 57-1114028

Software ID: 11000218

Software Version: 2011.0.0

TY 2011 Investments Corporate
 Stock Schedule

Name: The Mary Peace Sterling Foundation

EIN: 57-1114028

Software ID: 11000218

Software Version: 2011.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
175 shares of AARONS INC. AAN	3,016	4,954
443 shares of ABAXIS, INC ABAX	9,317	16,391
105 shares of ABBOTT LABS ABT	5,861	6,769
133 shares of ACCENTURE PLC ACN	7,454	7,992
90 shares of ACUITY BRANDS INC AYI	3,453	4,582
120 shares of ADVISORY BOARD COMPANY THE ABCO	2,333	5,951
1546 shares of AEGON N V ORD AMER REG AEG	20,431	7,143
102 shares of AFFILIATED MANAGERS GROUP AMG	4,483	11,164
290 shares of ALLSTATE CORP ALL	12,789	10,176
23 shares of AMAZON COM AMZN	3,918	5,252
390 shares of AMEREN CORPORATION AEE	18,288	13,081
435 shares of AMERICA MOVIL SA AMX	10,014	11,336
288 shares of AMERICAN ELECTRIC POWER INC. AEP	11,893	11,491
261 shares of AMERIPRISE FINANCIAL INC AMP	11,188	13,640
151 shares of AMETEK INC. AME	3,607	7,536
632 shares of ANNALY MTG MGMT INC. COM NLY	10,280	10,605
555 shares of ANSYS INC. ANSS	17,001	35,025
35 shares of APPLE INC. AAPL	11,312	20,440
348 shares of APTAR GROUP INC ATR	12,252	17,765
235 shares of ASTELLAS PHARMA INC ALPMY	8,563	10,237
319 shares of ASTRAZENECA AZN	14,118	14,275
340 shares of ATT CORP COM T	8,394	12,124
300 shares of BANK NEW YORK MELLON CORP COM BK	6,570	6,585
1148 shares of BANK OF AMERICA CORP BAC	12,713	9,391
283 shares of BARRICK GOLD CORP COM ABX	13,579	10,632
68 shares of BIO RAD LABS INC CL A BIO	4,514	6,801
83 shares of BIOGEN IDEC INC BIIB	8,605	11,984
507 shares of BLACKBAUD INC BLKB	6,246	13,015
44 shares of BORG WARNER INC. BWA	3,206	2,886
1220 shares of BOSTON SCIENTIFIC BSX	18,225	6,917

Name of Stock	End of Year Book Value	End of Year Fair Market Value
315 shares of BP PLC SPONSORED ADR BP	13,892	12,770
590 shares of BROWN BROWN INC. BRO	10,819	16,089
456 shares of CA INC. CA	11,930	12,353
148 shares of CABOT MICROELECTRONICS CORPORATION CCMP	7,420	4,323
185 shares of CANON INC. CAJ	6,601	7,389
160 shares of CAPITAL ONE FINANCIAL CORP COF	7,795	8,746
39 shares of CARBO CERAMICS INC CRR	1,285	2,992
151 shares of CARLISLE COS INC CSL	5,204	8,006
291 shares of CARMAX INC KMX	5,779	7,549
2655 shares of CARREFOUR S.A. CRRFY	21,363	9,266
785 shares of CENTRAIS ELECTRICAS BRASIL BRASILEIRAS EBR	5,731	5,519
86 shares of CHECK POINT SOFTWARE TECHNOLOGIES LTD CHKP	4,997	4,265
875 shares of CHESAPEAKE ENERGY CORPORATION CHK	18,354	16,275
130 shares of CHEVRON CORP CVX	6,825	13,715
11 shares of CHIPOLTE MEX GRILL CMG	1,954	4,179
102 shares of CHURCH DWIGHT COMMON CHD	2,925	5,658
701 shares of CISCO SYSTEMS INC CSCO	11,585	12,036
297 shares of CITIGROUP INC C	7,091	8,141
260 shares of CITY NATL CP CYN	11,713	12,631
135 shares of CLARCOR INC CLC	6,298	6,502
625 shares of COHEN STEERS INC CNS	17,323	21,569
49 shares of COLUMBIA SPORTSWEAR CO. COLM	1,868	2,627
265 shares of COMPUTER PROGRAMS AND SYSTEMS, INC CPSI	10,202	15,163
447 shares of CONOCOPHILLIPS COP	20,918	24,978
1062 shares of COPART INC. CPRT	19,184	25,159
865 shares of CORNING INC GLW	14,921	11,184
320 shares of CRH PLC - AMERICAN DEPOSITARY SHARES CRH	5,425	6,157
511 shares of CSX CORP CSX	11,719	11,426
49 shares of CULLEN FROST BANKERS INC CFR	2,888	2,817
31 shares of CUMMINS INC CMI	3,013	3,004

Name of Stock	End of Year Book Value	End of Year Fair Market Value
410 shares of DAIICHI SANKYO CO LTD SPONSORED ADR LEVEL 1 DSNKY	9,060	6,872
251 shares of DENTSPLY INTERNATIONAL INC XRAY	6,649	9,490
970 shares of DEUTSCHE TELE AG ADS DTEGY	16,518	10,602
118 shares of DOLLAR TREE INC. DLTR	4,855	6,348
40 shares of DRIL QUIP INC DRQ	2,642	2,624
241 shares of DU PONT DE NEMOURS DD	12,659	12,187
255 shares of ELI LILLY CO LLY	8,400	10,942
410 shares of ENI S.P.A. E	17,540	17,433
216 shares of ENSCO PLC ESV	11,179	10,146
155 shares of EQUIFAX INC. EFX	5,109	7,223
975 shares of ERICSSON L M TEL CO ERIC	11,052	8,902
373 shares of EXPONENT, INC EXPO	10,296	19,706
216 shares of FACTSET RESH SYST INC. FDS	13,726	20,075
196 shares of FAIR ISSAC CO INC. FICO	2,811	8,287
623 shares of FEDERATED INVESTRS B FII	14,161	13,613
235 shares of FLIR SYSTEMS INC FLIR	5,930	4,583
319 shares of FOREST CITY ENTERPRISES CL A FCE-A	1,936	4,657
1215 shares of FRANCE TELECOM ADS FTE	25,636	15,929
339 shares of FREEPORT-MCMORAN COPPER GOLD INC. FCX	13,648	11,550
465 shares of FUJIFILM HOLDINGS FUJIY	13,531	8,742
40 shares of FUSION-IO INC FIO	1,092	836
1065 shares of GENERAL ELECTRIC CO GE	16,803	22,195
258 shares of GENTEX CORPORATION GNTX	6,845	5,384
260 shares of GLAXOSMITHKLINE PLC GSK	13,625	11,848
9 shares of GOOGLE INC CL A GOOG	5,525	5,221
100 shares of GRACO INC GGG	1,633	4,608
14 shares of GRAINGER W W INC. GWW	2,513	2,677
242 shares of HAEMONETICS CP HAE	12,456	17,935
255 shares of HALLIBURTON COMPANY HAL	9,815	7,239
320 shares of HARRIS CORP DEL HRS	13,111	13,392

Name of Stock	End of Year Book Value	End of Year Fair Market Value
340 shares of HCC INS HLDGS INC. HCC	9,653	10,676
738 shares of HENRY JACK ASSOC INC. JKHY	15,279	25,476
118 shares of HENRY SCHEIN INC HSIC	4,728	9,262
540 shares of HEWLETT PACKARD CO HPQ	12,829	10,859
361 shares of HITTITE MICROWAVE CORPORATION HITT	18,881	18,454
190 shares of HONDA MOTOR CO LTD HMC	7,165	6,585
1715 shares of HUDSON CITY BANCORP INC COMMON HCBK	17,145	10,925
90 shares of HUNT J B JBHT	3,492	5,364
155 shares of IDEX CP IEX	2,949	6,042
1135 shares of INTEL CORP INTC	20,812	30,247
737 shares of INTERNATIONAL PAPER CO. IP	20,510	21,307
830 shares of INTESA SANPAOLO S/ADR ISNPY.PK	14,039	7,080
19 shares of INTUITIVE SURGICAL, INC. ISRG	5,425	10,522
565 shares of J SAINSBURY PLC S/ADR JSAIY	12,414	10,633
159 shares of JACOBS ENGINEERNG GP JEC	6,399	6,020
193 shares of JOHNSON JOHNSON JNJ	11,392	13,039
691 shares of JP MORGAN CHASE CO JPM	25,608	24,689
385 shares of KEYCORP KEY	4,521	2,980
145 shares of KIMBERLY CLARK CORP KMB	9,068	12,147
117 shares of KINDER MORGAN HOLDCO LLC WARRANTS - EXP 02/15/2017 KMI-WT	235	253
76 shares of KINDER MORGAN INC KMI	2,578	2,449
151 shares of KIRBY CORPORATION KEX	4,655	7,109
620 shares of KONINKLIJKE AHOLD AHONY	6,298	7,682
495 shares of KROGER CO KR	10,332	11,479
240 shares of LANDSTAR SYSTEM LSTR	11,346	12,413
89 shares of LIMITED BRANDS INC LTD	4,130	3,785
230 shares of LINCOLN ELECTRIC HOLDING INC. LECO	3,931	10,072
20 shares of LINKEDIN CORPORATION CLASS A LNKD	1,753	2,125
310 shares of LKQ CORPORATION LKQ	5,889	10,345
140 shares of LOCKHEED MARTIN CORP LMT	11,596	12,191

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150 shares of LUKOIL HOLDING CO SP/ADR LUKOY	7,884	8,412
100 shares of LYONDELLBASELL INDUSTRIES NV LYB	3,901	4,027
374 shares of MARATHON OIL CORP COM MRO	7,897	9,563
32 shares of MARKEL CORP MKL	9,210	14,134
950 shares of MARKS SPENCER GRP ADR MAKSY	9,674	9,728
200 shares of MARSH AND MCLENNAN COMPANIES INC MMC	4,375	6,446
870 shares of MASCO CORP MAS	13,982	12,067
15 shares of MASTERCARD INC MA	5,278	6,452
395 shares of MATTELL INC. MAT	10,404	12,814
280 shares of MEDTRONIC INC MDT	9,535	10,844
600 shares of MERCK CO INC. MRK	20,593	25,050
354 shares of METLIFE INC. MET	10,282	10,921
22 shares of METTLER-TOLEDO INTL MTD	1,005	3,429
595 shares of MICROSOFT CORPORATION MSFT	14,328	18,201
1670 shares of MITSUBISHI TOKYO FIN MTU	17,301	7,933
86 shares of MONSANTO CO MON	6,224	7,119
65 shares of MONSTER BEVERAGE CORP MNST	2,988	4,628
185 shares of MORNINGSTAR, INC. MORN	7,431	10,700
153 shares of NATL OILWELL VARCO NOV	10,939	9,859
730 shares of NEWS CORP CL A NWS-A	11,744	16,268
123 shares of NIELSEN HOLDINGS N.V. COMMON STOCK NLSN	3,498	3,225
770 shares of NIPPON TELEPHONE ADR NTT	17,741	17,818
185 shares of NORTHROP GRUMMAN CORP NOC	8,404	11,801
102 shares of OREILLY AUTOMOTIVE INC. ORLY	5,262	8,545
117 shares of OCCIDENTAL PETROLEUM CORP OXY	11,935	10,035
83 shares of OCEANERING INTL INC OII	1,404	3,972
464 shares of OI S.A. ADR OIBR	14,043	5,726
217 shares of OI SA OIBR-C	3,396	1,009
688 shares of OWENS AND MINOR INC OMI	21,816	21,073
57 shares of PALL CP PLL	2,527	3,124

Name of Stock	End of Year Book Value	End of Year Fair Market Value
489 shares of PEPSICO INC PEP	30,702	34,552
1131 shares of PFIZER INC. PFE	25,173	26,013
377 shares of PHILLIPS 66 PSX	11,196	12,531
817 shares of PITNEY BOWES INC. PBI	17,372	12,230
424 shares of PNC FINANCIAL GROUP INC. PNC	31,760	25,911
607 shares of POOL CORPORATION - COMMON STOCK POOL	12,637	24,559
1050 shares of PORTUGAL TELECOM SGPS PT	11,008	4,673
50 shares of PRECISION CASTPARTS PCP	5,790	8,225
11 shares of PRICELINE.COM INCORPORATED PCLN	5,152	7,310
199 shares of R L I CP RLI	11,464	13,572
781 shares of R R DONNELLEY SONS CO RRD	19,467	9,192
48 shares of RALPH LAUREN CORP RL	6,223	6,723
201 shares of RBC BEARINGS INCORPORATED ROLL	3,989	9,507
73 shares of RED HAT, INC RHT	3,201	4,123
297 shares of REYNOLDS AMERN INC RAI	5,827	13,326
342 shares of ROLLINS INC ROL	3,919	7,651
214 shares of ROSS STORES, INC. ROST	8,181	13,369
160 shares of ROYAL DUTCH SHELL PLC RDS-A	13,144	10,789
545 shares of SAFEWAY INCSWY	11,089	9,892
331 shares of SALLY BEAUTY HLDG SBH	1,656	8,520
275 shares of SANOFI-AVENTIS SPONSORED ADR SNY	11,230	10,390
96 shares of SEATTLE GENETICS, INC. SGEN	1,857	2,437
285 shares of SEI INVESTMENTS SEIC	3,381	5,669
271 shares of SENSATA TECHNOLOGIES HOLDINGS ST	6,702	7,257
95 shares of SEVEN I HOLDINGS C SVNDY	4,611	5,706
85 shares of SOLERA HOLDINGS INC SLH	4,507	3,552
395 shares of SONY CORP ADR SNE	12,929	5,625
67 shares of STANLEY BLACK DECKER INC SWK	5,198	4,312
205 shares of STATE STREET CORPORATION STT	8,436	9,151
282 shares of STEINER LEISURE LIMITED - COMMON SHARES STNR	12,148	13,088

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1410 shares of STMICROELECTRONICS STM	19,189	7,670
384 shares of SUPERVALU INC SVU	12,318	1,989
165 shares of SWISS RE LTD-SPN ADR SSREY	9,660	10,461
365 shares of TAKEDA PHARMACEUTICAL CO LTD TKPYY	8,441	8,286
190 shares of TE CONNECTIVITY LTD TEL	6,724	6,063
265 shares of TECHNE CORPORATION TECH	15,905	19,663
1615 shares of TELECOM ITALIA ADR TI	38,628	15,908
360 shares of TELEFONICA S A ADR TEF	4,977	4,716
92 shares of TESLA MOTORS INC TSLA	2,847	2,879
73 shares of TIM PARTICIPACOE S A SPONSORED ADR REPSTG PFD TSU	899	2,005
339 shares of TIME WARNER INC. TWX	10,684	13,052
300 shares of TOKIO MARINE HOLDINGS INC TKOMY	8,103	7,515
118 shares of TORO CO TTC	7,761	8,648
878 shares of TOTAL FINA ELF S.A. TOT	52,551	39,465
85 shares of TOYOTA MTR CORP TM	6,705	6,841
52 shares of TRANSDIGM GRP INC TDG	5,166	6,984
190 shares of TRAVELERS COMPANIES INC TRV	6,800	12,130
55 shares of ULTA SALON, COSMETICS FRAGRANCE, INC. ULTA	2,869	5,136
398 shares of UMPQUA HOLDINGS CORPORATION UMPQ	5,169	5,238
390 shares of UNILEVER N V N Y UN	9,403	13,007
455 shares of VALERO ENERGY CORP VLO	7,983	10,988
122 shares of VARIAN MEDICAL SYSTEMS INC VAR	5,995	7,414
100 shares of VERISK ANALYTICS, INC VRSK	3,227	4,926
143 shares of VIACOM INC. CL B VIA-B	6,404	6,724
58 shares of VMWARE INC VMW	5,832	5,280
175 shares of WAL-MART STORES INC. WMT	9,455	12,201
853 shares of WELLS FARGO CO. WFC	37,849	28,523
280 shares of WESTERN DIGITAL CORP WDC	7,243	8,534
59 shares of WEX INC WXS	2,900	3,641
183 shares of WHIRLPOOL CORP WHR	11,635	11,192

Name of Stock	End of Year Book Value	End of Year Fair Market Value
184 shares of WILEY JOHN SONS INC CL A JW-A	6,665	9,014
74 shares of WYNN RESORTS LIMITED COMMON WYNN	10,130	7,675
2645 shares of XEROX CP XRX	32,380	20,816
107 shares of YUM BRANDS INC YUM	5,478	6,893

TY 2011 Other Expenses Schedule**Name:** The Mary Peace Sterling Foundation**EIN:** 57-1114028**Software ID:** 11000218**Software Version:** 2011.0.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	15,192			15,192
Bank Charges	443	443		

TY 2011 Other Income Schedule

Name: The Mary Peace Sterling Foundation

EIN: 57-1114028

Software ID: 11000218

Software Version: 2011.0.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Foreign Tax Refund	6	6	
Lazard Ltd K-1 Pass-Through Share of Partnership Income	23	23	


TY 2011 Other Professional Fees Schedule**Name:** The Mary Peace Sterling Foundation**EIN:** 57-1114028**Software ID:** 11000218**Software Version:** 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	21,418	21,418		

TY 2011 Taxes Schedule**Name:** The Mary Peace Sterling Foundation**EIN:** 57-1114028**Software ID:** 11000218**Software Version:** 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2012	1,400	0	0	0
Foreign Tax Paid	3,525	3,525	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHRIST CHURCH EPISCOPAL SCHOOL245 CAVALIER DR GREENVILLE,SC 29607	N/A	509(a)(1)	General Unrestricted	1,000
DINING FOR WOMENPO BOX 25633 GREENVILLE,SC 29616	N/A	509(a)(1)	General Unrestricted	5,000
FURMAN UNIVERSITY3300 POINSETT HWY GREENVILLE,SC 29613	N/A	509(a)(1)	Richard Furman Society	10,000
GOVERNORS SCHOOL FOR THE ARTS FDN IPO BOX 8458 GREENVILLE,SC 29604	N/A	509(a)(1)	General Unrestricted	1,000
GREENVILLE FORWARD24 CLEVELAND ST GREENVILLE,SC 29601	N/A	509(a)(1)	General Unrestricted	15,000
GREENVILLE LITERACY ASSOCIATION INC225 S PLEASANTBURG DR STE C-10 GREENVILLE,SC 29607	N/A	509(a)(1)	General Unrestricted	5,000
GREENVILLE SYMPHONY ASSOCIATION200 S MAIN ST GREENVILLE,SC 29601	N/A	509(a)(1)	General Unrestricted	5,000
MEALS ON WHEELS FOR SR CITIZENS FUN15 OREGON ST GREENVILLE,SC 29605	N/A	509(a)(2)	General Unrestricted	5,000
METROPOLITAN ARTS COUNCIL16 AUGUSTA ST GREENVILLE,SC 29601	N/A	509(a)(2)	General Unrestricted	5,000
PEACE CENTER FOUNDATION101 W BROAD ST GREENVILLE,SC 29601	N/A	509(a)(1)	General Unrestricted	15,000
TRIUNE MERCY CENTERPO BOX 3844 GREENVILLE,SC 29608	N/A	509(a)(1)	General Unrestricted	15,000
UNITED WAY OF GREENVILLE COUNTY INC105 EDINBURGH COURT GREENVILLE,SC 29607	N/A	509(a)(1)	General Unrestricted	15,000
UPCOUNTRY HISTORY MUSEUM540 BUNCOMBE ST GREENVILLE,SC 29601	N/A	509(a)(1)	General Unrestricted	15,000
UPSTATE FOREVER507 PETTIGRU ST GREENVILLE,SC 29601	N/A	509(a)(1)	General Unrestricted	10,000
Total  3a				122,000