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

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
FREE FAMILY FOUNDATION CORP

A Employer identification number
59-3611945

Number and street (or P O box number if mail is not delivered to street address)
614 W BAY ST SUITE B

Room/suite

B Telephone number (see instructions)
(813) 435-5600

City or town, state, and ZIP code
TAMPA, FL 33606

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,948,710

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

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

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

	Line	Description	(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)	1,283,629			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,174	1,174		
	4	Dividends and interest from securities	33,084	33,084		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-42,594			
	b	Gross sales price for all assets on line 6a 1,822,824				
	7	Capital gain net income (from Part IV, line 2)		346,529		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,275,293	380,787		
Operating and Administrative Expenses	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)	3,500	2,500		1,000
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	6,040	370		61
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	23,314			23,314
	22	Printing and publications				
	23	Other expenses (attach schedule)	16,562	3,929		12,633
	24	**Total operating and administrative expenses.** Add lines 13 through 23	49,416	6,799		37,008
	25	Contributions, gifts, grants paid	230,000			230,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	279,416	6,799		267,008
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	995,877			
	b	**Net investment income** (if negative, enter -0-)		373,988		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	506,727	479,966	479,966
	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)	1,278,501	2,301,139	2,468,744
	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)	1,785,228	2,781,105	2,948,710
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** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	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	1,785,228	2,781,105	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,785,228	2,781,105	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,785,228	2,781,105	

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	1,785,228
2	Enter amount from Part I, line 27a	2	995,877
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,781,105
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	2,781,105

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	346,529
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	286,741

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))
2011	894,507	2,309,632	0 387294
2010	1,460,359	2,652,085	0 550646
2009	1,485,734	3,130,192	0 474646
2008	2,059,816	3,938,904	0 522941
2007	988,519	2,921,815	0 338324

2	**Total** of line 1, column (d).	2	2 273851
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 454770
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	2,302,328
5	Multiply line 4 by line 3.	5	1,047,030
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,740
7	Add lines 5 and 6.	7	1,050,770
8	Enter qualifying distributions from Part XII, line 4.	8	267,008

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary–see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	7,480
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	7,480
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	7,480
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,240		
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	3,240
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	4,240
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		
	*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		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	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 instructions) ▶ FL			
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *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 instructions).	11		No
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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶DOUGLAS J FREE Telephone no ▶(813) 435-5600

Located at ▶614 W BAY ST SUITE B TAMPA FL ZIP+4 ▶33606

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 2012, 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		No

See 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.		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☑ No			
	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 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?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012.)*		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 2012?		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))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE FOUNDATION HAS BEEN ESTABLISHED FOR THE PURPOSE OF PROVIDING FUNDS TO ORGANIZATIONS QUALIFIED UNDER INTERNAL REVENUE CODE SECTION 501(C)(3)	267,008
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
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 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	1,874,344
b	Average of monthly cash balances	1b	463,045
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,337,389
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	2,337,389
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,061
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,302,328
6	**Minimum investment return.** Enter 5% of line 5	6	115,116

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

1	Minimum investment return from Part X, line 6			1	115,116
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,480		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,480
3	Distributable amount before adjustments Subtract line 2c from line 1			3	107,636
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	107,636
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	107,636

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	267,008
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	267,008
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	267,008

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					107,636
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2012					
a From 2007.	844,790				
b From 2008.	1,864,433				
c From 2009.	1,329,717				
d From 2010.	1,328,185				
e From 2011.	782,256				
f **Total** of lines 3a through e.		6,149,381			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 267,008					
a Applied to 2011, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2012 distributable amount.					107,636
e Remaining amount distributed out of corpus		159,372			
5 Excess distributions carryover applied to 2012 *(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		6,308,753			
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 instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .		844,790			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		5,463,963			
10 Analysis of line 9					
a Excess from 2008. . . .	1,864,433				
b Excess from 2009. . . .	1,329,717				
c Excess from 2010. . . .	1,328,185				
d Excess from 2011. . . .	782,256				
e Excess from 2012. . . .	159,372				

Part XIV Private Operating Foundations (see 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 2012, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NATIONAL CHRISTIAN FOUNDATION P O BOX 22774 TAMPA, FL 33622	NONE	501(C)(3)	GENERAL FUNDS	230,000
Total . . . . ▶ **3a**				230,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	1,174	
4 Dividends and interest from securities. . . .			14	33,084	
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	-42,594	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				-8,336	

13 Total. Add line 12, columns (b), (d), and (e). 13 -8,336

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	**1a(1)**		**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**

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-08-22	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
ROBERT E CROWN CPA	ROBERT E CROWN CPA	2013-09-04		
Firm's name ▶	CROWN & COMPANY CPA'S PA		Firm's EIN ▶	
Firm's address ▶	1219 FRANKLIN CIRCLE CLEARWATER, FL 33756		Phone no (727) 446-3091	

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
FREE FAMILY FOUNDATION CORP

Employer identification number
59-3611945

Organization type (check 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	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

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

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

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

Name of organization
FREE FAMILY FOUNDATION CORP

Employer identification number
59-3611945

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HARRY J CAROLE J FREE 614 W BAY ST SUITE B TAMPA, FL 33606	$ 949,635	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
2	DOUGLAS TABITHA FREE 614 W BAY ST SUITE B TAMPA, FL 33606	$ 108,270	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
3	DIANE E CHARLES G HANLON 614 W BAY ST SUITE B TAMPA, FL 33606	$ 112,579	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
4	THOMAS E FREE 614 W BAY ST SUITE B TAMPA, FL 33606	$ 113,145	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
FREE FAMILY FOUNDATION CORP	59-3611945

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	See Additional Data Table	$	

(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
		$	

(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
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
FREE FAMILY FOUNDATION CORP

Employer identification number
59-3611945

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 59-3611945
Name: FREE FAMILY FOUNDATION CORP

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	CVS CAREMARK- 125SHS	$ 5,445	
1	I SHARES DOW JONES- 35SHS	$ 1,431	
1	I SHARES MSCI- 310SHS	$ 13,080	
2	CINTAS CORP- 150SHS	$ 6,314	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
AUTODESK INC	P	2011-09-08	2012-03-28
ALLERGAN INC	D	2010-12-02	2012-06-13
DOLLAR TREE INC	P	2012-01-01	2012-10-24
INTEL CORP	D	2011-09-08	2012-06-13
NEWS CORP INC	D	2012-05-31	2012-10-24
STANDARD BANK GROUP LIMITED	P	2012-06-08	2012-10-24
W R BERKLEY CORP	D	2012-01-01	2012-06-13
CATERPILLAR INC	P	2011-09-08	2012-03-28
AMERICAN EXPRESS CO	P	2011-09-08	2012-06-13
DOMINION RESOURCES INC VA	D	2011-10-04	2012-06-13
INTERCONTINENTAL HOTELS GROUP NEW	D	2012-01-01	2012-10-17
NEXTERA ENERGY INC	P	2011-09-08	2012-06-13
STAPLES INC	P	2011-09-08	2012-10-24
WALMART STORES INC	D	2012-06-08	2012-08-09
COMCAST CORPORATION	D	2012-01-30	2012-03-28
ANGLOGOLD ASHANTI LTD	P	2012-06-13	2012-10-24
DOW CHEMICAL CO	P	2012-06-08	2012-10-24
INTERNATIONAL BUSINESS MACHINES COR	D	2012-01-01	2012-06-13
NIKE INC B	P	2012-06-08	2012-10-24
STAPLES INC	P	2011-09-08	2012-06-13
WALT DISNEY CO	P	2012-06-08	2012-10-24
GENUINE PARTS CO	D	2010-12-22	2012-03-28
APARTMENT INVESTMENT & MANAGEMENT C	P	2012-06-08	2012-10-24
E M C CORP MASS	D	2010-12-22	2012-06-13
JOHNSON & JOHNSON	P	2011-09-08	2012-06-13
O REILLY AUTOMOTIVE INC NEW	P	2012-01-01	2012-08-09
STARBUCKS CORP	P	2012-06-08	2012-10-24
WELLPOINT INC	P	2012-06-08	2012-08-09
HALLIBURTON CO	D	2010-12-22	2012-03-28
ARCHER DANIELS MIDLAND CO	P	2012-06-08	2012-08-09

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
EATON CORP	P	2011-04-08	2012-12-04
JOHNSON CONTROLS INC	P	2012-06-08	2012-08-09
OCCIDENTAL PETROLEUM CORP	P	2012-06-08	2012-10-24
STERLITE INDUSTRIES (INDIA) LTD	P	2012-08-06	2012-10-24
SARA LEE (COFFEECO)	D	2012-06-08	2012-08-09
HESS CORP	P	2011-09-08	2012-03-28
BED BATH & BEYOND INC	P	2012-06-08	2012-10-24
EMERSON ELECTRIC CO	D	2010-12-22	2012-06-13
JOHNSON CONTROLS INC	P	2012-06-08	2012-06-13
OCCIDENTAL PETROLEUM CORP	P	2012-06-08	2012-06-13
STRYKER CORP	D	2011-09-08	2012-06-13
NEWS CORP INC	D	2012-05-31	2012-03-28
BLACKROCK INC	P	2011-09-08	2012-06-13
EQUITY RESIDENTIAL	P	2012-06-08	2012-10-24
JP MORGAN CHASE & CO	D	2012-05-07	2012-06-13
ORACLE CORP	D	2011-09-08	2012-06-13
TARGET CORP	P	2012-03-23	2012-06-13
CVS CAREMARK CORPORATION	D	2011-04-08	2012-05-02
CANON INC	P	2012-06-08	2012-10-24
GENERAL ELECTRIC CO	P	2011-09-08	2012-06-13
JUNIPER NETWORKS INC	D	2011-04-08	2012-06-13
PENTAIR LTD	D	2012-01-01	2012-11-11
THE TRAVELERS COMPANIES INC	D	2011-04-08	2012-06-13
INVESCO VAN KAMPEN SENIOR INCOME	P	2012-01-01	2012-11-14
CBS CORP	P	2012-06-08	2012-10-24
GOLDMAN SACHS GROUP INC	D	2012-01-01	2012-06-13
KRAFT FOODS GROUP INC	D	2012-06-08	2012-10-22
PEPSICO INC	D	2011-09-08	2012-06-13
THERMO FISHER SCIENTIFIC INC	P	2011-09-08	2012-06-13
ISHARES DOW JONES U S ENERGY SECTOR	D	2011-08-03	2012-05-08

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
CISCO SYSTEMS INC	D	2011-09-08	2012-06-13
GOOGLE INC	D	2012-01-01	2012-06-13
LABORATORY CORP AMERICAN HOLDINGS	P	2012-03-23	2012-06-13
PHILIP MORRIS INTERNATIONAL	D	2011-10-04	2012-06-13
TRANSALTA CORP	P	2012-06-08	2012-10-24
ISHARES S&P MIDCAP 400 INDEX FUND	D	2011-08-03	2012-05-08
CITRIX SYSTEMS INC	P	2012-06-08	2012-10-24
GOOGLE INC	D	2012-01-01	2012-10-24
LAS VEGAS SANDS CORP	P	2012-06-08	2012-08-09
PRAXAIR INC	P	2011-09-08	2012-06-13
UNITED TECHNOLOGIES CORP	D	2012-01-01	2012-06-13
JPM SHORT DURATION BOND FD - SEL	P	2011-05-03	2012-11-28
COSTCO WHOLESALE CORP	D	2012-01-01	2012-06-13
H J HEINZ CO	P	2012-06-08	2012-06-13
MEAD JOHNSON NUTRITION COMPANY	P	2012-06-08	2012-10-24
QUALCOMM INC	D	2011-10-04	2012-06-13
UNITEDHEALTH GROUP INC	D	2011-12-23	2012-06-13
PIMCO SHORT-TERM FUND	P	2011-05-03	2012-05-04
CVS CAREMARK CORPORATION	D	2011-04-08	2012-06-13
HARLEY DAVIDSON INC	P	2012-06-08	2012-10-24
METLIFE INC	P	2012-03-23	2012-06-13
RTS - BANCO SANTANDER SA	P	2012-01-01	2012-11-16
VERIZON COMMUNICATIONS INC	P	2011-09-08	2012-06-13
3M CO	P	2011-09-08	2012-06-13
DANAHER CORP	P	2012-12-22	2012-06-13
HASBRO INC	P	2011-09-08	2012-06-13
MONSANTO CO	P	2011-09-08	2012-06-13
SCHLUMBERGER LTD	P	2011-09-08	2012-06-13
VISA INC CLASS A SHARES	D	2011-09-08	2012-06-13
AES CORP	P	2012-06-08	2012-10-24

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
DELL INC	P	2012-06-08	2012-10-24
HEWLETT-PACKARD CO	P	2012-06-08	2012-10-24
NEWS CORP INC	D	2012-05-31	2012-06-13
SHISEIDO LTD	P	2012-06-08	2012-10-24
VORNADO REALTY TRUST	D	2012-06-08	2012-12-21

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
20,370		13,386	6,984
25,766		12,275	13,491
863		1,171	-308
26,317		20,475	5,842
3,732		2,367	1,365
1,156		1,333	-177
19,227		14,915	4,312
27,041		21,527	5,514
12,579		11,072	1,507
16,582		11,610	4,972
18		18	
13,104		10,988	2,116
1,171		1,465	-294
3,576		3,262	314
7,362		4,829	2,533
357		401	-44
2,174		2,335	-161
31,915		13,933	17,982
1,740		1,955	-215
11,492		12,491	-999
1,246		1,106	140
27,697		15,111	12,586
1,361		1,384	-23
20,362		15,399	4,963
11,834		12,101	-267
1,033		1,174	-141
1,824		2,141	-317
1,260		1,587	-327
17,095		10,536	6,559
1,274		1,588	-314

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,963		1,563	400
1,779		2,314	-535
3,793		4,380	-587
1,208		1,272	-64
926		794	132
14,952		14,610	342
1,139		1,348	-209
18,749		12,148	6,601
12,591		13,756	-1,165
11,034		12,654	-1,620
11,517		8,882	2,635
2,949		2,367	582
15,247		13,953	1,294
1,094		1,171	-77
10,107		6,120	3,987
20,406		19,074	1,332
14,731		14,524	207
25,253		17,019	8,234
1,244		1,501	-257
6,931		5,689	1,242
13,480		17,266	-3,786
11		11	
20,667		10,452	10,215
25,000		25,000	
1,407		1,350	57
14,435		10,581	3,854
16		16	
10,840		10,127	713
11,873		12,432	-559
197,907		135,114	62,793

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
10,778		9,093	1,685
33,633		10,962	22,671
13,026		13,587	-561
6,199		3,562	2,637
1,623		1,823	-200
195,400		101,536	93,864
1,165		1,384	-219
14,984		12,914	2,070
1,063		1,244	-181
12,492		11,483	1,009
25,280		18,371	6,909
230,000		229,791	209
25,756		13,788	11,968
13,370		13,245	125
1,059		1,219	-160
25,993		18,370	7,623
39,483		33,169	6,314
255,284		258,234	-2,950
7,740		4,180	3,560
1,281		1,407	-126
11,100		14,063	-2,963
57		63	-6
12,820		10,890	1,930
10,558		9,815	743
13,011		13,751	-740
15,727		16,899	-1,172
12,586		10,690	1,896
7,854		9,172	-1,318
26,356		19,175	7,181
1,051		1,192	-141

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,030		1,298	-268
1,677		2,563	-886
7,484		4,584	2,900
1,111		1,339	-228
16		16	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			6,984
			13,491
			-308
			5,842
			1,365
			-177
			4,312
			5,514
			1,507
			4,972
			2,116
			-294
			314
			2,533
			-44
			-161
			17,982
			-215
			-999
			140
			12,586
			-23
			4,963
			-267
			-141
			-317
			-327
			6,559
			-314

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			400
			-535
			-587
			-64
			132
			342
			-209
			6,601
			-1,165
			-1,620
			2,635
			582
			1,294
			-77
			3,987
			1,332
			207
			8,234
			-257
			1,242
			-3,786
			10,215
			57
			3,854
			713
			-559
			62,793

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,685
			22,671
			-561
			2,637
			-200
			93,864
			-219
			2,070
			-181
			1,009
			6,909
			209
			11,968
			125
			-160
			7,623
			6,314
			-2,950
			3,560
			-126
			-2,963
			-6
			1,930
			743
			-740
			-1,172
			1,896
			-1,318
			7,181
			-141

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-268
			-886
			2,900
			-228

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
HARRY J FREE 614 W BAY ST SUITE B TAMPA, FL 33606	PRESIDENT 4 00	0	0	0
CAROLE J FREE 614 W BAY ST SUITE B TAMPA, FL 33606	VICE PRES 3 00	0	0	0
DIANE E HANLON 614 W BAY ST SUITE B TAMPA, FL 33606	SECRETARY 3 00	0	0	0
THOMAS E FREE 614 W BAY ST SUITE B TAMPA, FL 33606	DIRECTOR 2 00	0	0	0
DOUGLAS J FREE 614 W BAY ST SUITE B TAMPA, FL 33606	TREASURER 4 00	0	0	0

Form 990PF Part XV Line 1a - 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).

DOUGLAS TABITHA FREE
DIANE E CHARLES G HANLON
THOMAS E FREE

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491247000543

TY 2012 Accounting Fees Schedule

Name: FREE FAMILY FOUNDATION CORP

EIN: 59-3611945

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANNUAL ACCOUNTING FEES	3,500	2,500		1,000

TY 2012 Compensation Explanation

Name: FREE FAMILY FOUNDATION CORP

EIN: 59-3611945

Person Name	Explanation
HARRY J FREE	
CAROLE J FREE	
DIANE E HANLON	
THOMAS E FREE	
DOUGLAS J FREE	

TY 2012 Investments Corporate Stock Schedule

Name: FREE FAMILY FOUNDATION CORP

EIN: 59-3611945

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	4,149	4,828
ABB LTD	1,707	2,183
ABBOTT LABORATORIES	3,522	3,734
ACCENTURE PLC - CL A	2,103	2,394
ADIDAS SALOMON AG	1,168	1,420
ADOBE SYSTEMS INC	1,358	1,620
ADT CORPORATION	451	604
ADVANCED AUTO PARTS INC	1,632	1,736
AETNA INC	1,298	1,389
AFFILIATED MANAGERS GROUP INC	1,345	1,692
AFLAC INC	1,501	1,965
AGILENT TECHNOLOGIES INC	1,342	1,392
AGL RESOURCE INC	1,486	1,559
AIR PRODUCTS & CHEMICALS INC	1,273	1,344
ALCOA INC	1,431	1,458
ALEXANDRIA REAL ESTATE EQUITIES INC	1,202	1,178
ALEXION PHARMACEUTICALS INC	1,197	1,219
ALLERGAN INC	3,980	4,953
ALLIANZE SE	1,542	2,349
ALTERIA CORP	1,337	1,376
ALTRIA GROUP INC	2,366	2,264
AMAZON	4,372	5,017
AMERICA MOVIL SA DE CV	1,584	1,550
AMERICAN EXPRESS CO	3,625	4,254
AMERIPRISE FINANCIAL INC	1,163	1,503
AMETEK INC	1,241	1,353
AMGEN INC	2,620	3,276
ANADARKO PETROLEUM CORP	2,105	2,452
ANALOG DEVICES INC	1,373	1,556
ANALOGIC CORP	6,981	6,613

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ANGLO AMERICAN PLC	2,037	1,940
ANGLOGOLD ASHANTIL LTD	801	690
APACHE CORP	4,681	4,318
APPLE INC	32,056	29,270
APPLIED MATERIALS INC	1,367	1,453
ARCELORMITTAL NY REGISTERED	2,616	2,952
ARCHER DANIELS MIDLAND CO	1,690	1,616
ARTHUR J GALLAGHER & CO	2,745	2,599
ASSA ABLOY AB	1,603	2,315
ASTELLAS PHARMA INC	1,259	1,434
ASTRAZENECA PLC	4,346	4,585
AT&T INC	8,755	8,562
AUSTRALIA & NEW ZEALAND BANKING	2,053	2,471
AUTODESK INC		
AUTOMATIC DATA PROCESSING INC	1,556	1,651
AXA	1,219	1,760
BAKER HUGHES INC	1,564	1,634
BANCO BILBAO VIZCAYA ARGENTARIA SA	1,526	2,214
BANCO BRADESCO	1,679	1,980
BANCO SANTANDER CENTRAL HISPANO SA	1,848	2,459
BANCOLOMBIA SA	2,881	3,129
BANK OF AMERICA CORP	4,329	6,687
BANK OF HAWAII CORP	1,600	1,542
BANK OF MONTREAL	1,924	1,962
BANK OF NEWYORK MELLON CORP	1,472	1,850
BANK OF NOVA SCOTIA HALIFAX	2,287	2,431
BANK OF THE OZARKS INC	6,824	7,096
BARCLAYS PLC	1,310	1,905
BARRICK GOLD CORP	1,607	1,435
BASFSE	1,882	2,533

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BAXTER INTERNATIONAL INC	1,619	2,133
BAYER A G	1,675	2,559
BB & T CORP	1,156	1,164
BEAM INC	1,281	1,283
BERKSHIRE HATHAWAY INC DEL CL B	5,669	6,279
BEST BUY INC	2,290	1,564
BG GROUP PLC SPONS ADR	1,851	1,547
BHP LTD	3,337	4,156
BIOGENIDEC INC	1,870	2,049
BLACKROCK INC	1,903	2,481
BNP PARIBAS	1,552	2,414
BOEING CO	2,648	2,864
BOSTON PROPERTIES INC	1,258	1,270
BP PLC	2,478	2,707
BRE PROPERTIES INC CL A	1,241	1,271
BRISTOL MYERS SQUIBB CO	2,125	2,021
BRITISH AMERICAN TOBACCO PLC	2,317	2,430
BROADCOM CORP	1,462	1,428
BUNGE LIMITED	1,124	1,381
BUNZL PLC	1,717	1,722
CAMDEN PROPERTY TRUST	1,196	1,228
CAMERON INTERNATIONAL CORPORATION	1,378	1,694
CANADIAN IMPERIAL BK OF COMMERCE	1,373	1,612
CANADIAN NATIONAL RAILWAY	1,631	1,820
CANADIAN NATURAL RESOURCES LTD	1,561	1,646
CANADIAN PACIFIC RAILWAY LTD	1,365	1,931
CAPITAL ONE FINANCIAL CORP	1,467	1,622
CARDINAL HEALTH INC	1,216	1,194
CARLISLE COS INC	1,308	1,469
CATERPILLAR INC	3,324	3,405

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CELGENE CORPORATION	1,690	2,040
CENOVUS ENERGY INC	1,268	1,342
CENTERPOINT ENERGY INC	1,263	1,194
CHESAPEAKE ENERGY CORP	1,286	1,163
CHEUNG KONG HLDGS LTD	1,814	2,441
CHEVRON CORP	9,075	9,733
CHINA LIFE INSURANCE CO	1,343	1,938
CHINA MOBILE HONG KONG LTD	2,774	3,230
CHUNGHWA TELECOM CO LTD	2,131	2,296
CIA SANEAMENTO BASICO DE	1,359	1,588
CIGNA CORP	1,341	1,604
CIMAREX ENERGY CO	2,130	1,963
CINTAS CORP	8,402	8,180
CISCO SYSTEMS INC	6,515	6,975
CITIGROUP INC NEW	4,399	6,290
CLP HOLDINGS LTD	1,727	1,782
CMS ENERGY CORP	1,387	1,438
CNOOC LTD	1,442	1,760
COACH INC	1,470	1,277
COCA COLA AMATIL LTD	1,813	1,899
COCA COLA ENTERPRISES	1,209	1,428
COCA-COLA CO	6,312	6,090
COGNIZANT TECHNOLOGY SOLUTIONS CORP	1,587	1,995
COLFAX CORP	4,533	5,003
COLGATE PALMOLIVE CO	1,900	1,986
COMCAST CORP	30,770	37,536
COMPAGNIE FIN RICHEMONTAG SW	1,453	2,028
COMPAGNIE GENERALE DES GEOPHYSIQUE	1,985	2,014
COMPANHIA PARANAENSE ENERGIA COPEL	2,915	2,855
COMPASS GROUP PLC	1,424	1,673

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMPASS MINERALS INTERNATIONAL INC	1,216	1,270
CONCHO RESOURCES INC	1,195	1,047
CONOCOPHILLIPS	3,349	3,595
CORNING INC	1,340	1,287
CORPORATE OFFICE PROPERTIES TRUT	1,325	1,474
COSTCO WHOLESALE CORP	4,264	5,825
COVIDIEN PLC NEW	1,567	1,732
CREDIT SUISSE GROUP	1,379	1,670
CROWN CASTLE INTERNATIONAL CORP	1,172	1,515
CSL LIMITED	1,369	1,959
CSX CORP	1,661	1,559
CULLEN FROST BANKERS INC	1,391	1,357
CUMMINS INC	1,642	1,842
CVS CAREMARK CORPORATION	4,187	6,140
DAI NIPPON PRINTING CO LTD	1,443	1,526
DAIICHI SANKYO CO LTD	1,369	1,330
DAIMLER AG	1,869	2,309
DANAHER CORP	2,554	2,627
DANONE	1,544	1,579
DBS GROUP HOLDINGS LTD	1,722	2,041
DEERE & CO	2,078	2,420
DELHAIZE LE LION SA	1,222	1,419
DENSO CORP	1,410	1,616
DENTSPLY INTERNATIONAL INC	1,262	1,347
DEUTSCHE BANK AG	1,362	1,683
DEVON ENERGY CORP	1,820	1,613
DIAGEO PLC	1,868	2,215
DIREC TV	1,235	1,404
DOCTOR REDDY'S LAB	1,196	1,365
DOMINION RESOURCES INC VA	4,386	4,558

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOUGLAS EMMETT INC	1,303	1,375
DOVER CORP	1,415	1,643
E I DU PONT DE NEMOURS & CO	2,272	2,069
E M C CORP MASS	3,856	4,377
E ON AG	1,358	1,393
EASTGROUP PROPERTIES INC	1,467	1,560
EASTMAN CHEMICAL	1,236	1,769
EASTON CORP PLC	1,963	2,059
EBAY INC	2,583	3,213
ECOLAB INC	11,403	12,583
ELI LILLY & CO	1,166	1,381
EMERSON ELECTRIC CO	5,696	5,190
ENELON CORP	1,389	1,100
ENI SPA	1,879	2,310
ENTERGY CORP	1,393	1,339
EOG RESOURCES INC	1,780	2,295
ERICSSON ADR B SEK 10	1,198	1,414
ESSEX PROPERTY TRUST INC	1,221	1,173
EW SCRIPPS CO - CLASS A	4,526	4,573
EXPEDITORS INTERNATIONAL	1,258	1,266
EXPERIAN GROUP LTD	1,524	1,673
EXPRESS SCRIPTS HOLDING	2,553	2,592
EXXON MOBIL CORP	23,992	25,532
EXXON MOBIL CORP		2,337
FANUC CORPORATION	1,361	1,473
FEDEX CORP	1,664	1,743
FIAT SPA	1,743	1,669
FIRSTSERVICE CORP	1,211	1,299
FISERV INC	1,311	1,502
FLOWSERVE CORP	1,260	1,762

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FLUOR CORP	1,309	1,586
FMC TECHNOLOGIES INC	1,298	1,371
FOMENTO ECONOMICO MEXICANO SA DE CV	1,341	1,712
FORD MOTOR CO	2,471	3,004
FRANCE TELECOM SA	1,240	1,116
FRANKLIN ELECTRIC INC	8,252	8,560
FREEPORT-MCMORAN COOPER & GOLD INC	2,336	2,360
FUJIFILM HOLDINGS CORP	2,373	2,650
GAMESTOP CORP - CLASS A	2,806	3,061
GAZPROM OAO	2,333	2,352
GDF SUEZ	1,272	1,273
GENERAL DYNAMICS CORP	1,280	1,385
GENERAL ELECTRIC CO	10,070	13,413
GENUINE PARTS CO	1,353	1,399
GILEAD SCIENCES INC	2,284	3,379
GLACIER BANCORP INC	1,042	1,000
GLAXOSMITHKLINE PLC	2,320	2,260
GOLDCORP INC	1,455	1,358
GOLDMAN SACHS GROUP INC	7,933	5,995
GOOGLE INC CL A	24,083	24,051
GRAND CANYON EDUCATION INC	1,812	1,807
H J HEINZ CO	2,649	2,884
HACHIJUNI BANK LTD-UNS	1,600	1,745
HALLIBURTON CO	1,897	2,359
HARMONY GOLD MINING CO LTD	1,699	1,926
HARTFORD FINANCIAL SERVICES GROUP	1,163	1,526
HASBRO INC	1,631	1,580
HDFC BANK LTD	1,392	1,873
HENNES & MAURITZ AB	1,292	1,484
HENRY JACK & ASSOCIATES INC	3,851	3,926

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HENTRY SHEIN INC	1,261	1,367
HESS CORP	1,340	1,589
HOME DEPOT INC	4,242	5,010
HONDA MOTOR LTD	2,212	2,586
HONEYWELL INTERNATIONAL INC	2,290	2,602
HONG KONG EXCHANGES - UNSP	1,761	2,178
HOST HOTELS & RESORTS INC	1,213	1,238
HSBC HOLDING PLC	2,564	3,290
HUMANA INC	1,188	1,029
HUTCHISON WHAMPOA LTD	1,512	1,941
IBERDROLA SA	2,721	2,898
ICICI BANK LTD	1,511	2,181
ILLINOIS TOOL WORS INC	1,564	1,703
IMPERIAL TOBACCO PLC	1,476	1,543
INFOSYS LIMITED	1,222	1,184
ING GROUP NV	1,141	1,775
INGERSOLL RAND PLC	1,305	1,535
INTEGRYS ENERGY GROUP INC	1,606	1,514
INTEL CORP	7,547	6,743
INTERCONTINENTAL HOTELS GROUP NEW	1,520	1,669
INTERNATIONAL BUSINESS MACHINES	12,555	16,473
INTERNATIONAL PAPER CO	1,227	1,673
INTUIT INC	1,367	1,427
INTUITIVE SURGICAL INC	1,609	1,471
INVESCO CAN KAMPEN TR		
INVESCO LTD	1,337	1,539
ISHARES DOW JONES US HEALTHCARE	133,143	207,773
ISHARES MSCI EMERGING MARKET INDEX	29,705	31,222
ITAU UNIBANCO HOLDING SA	1,690	1,959
ITC HOLDINGS CORP	1,251	1,384

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JACOBS ENGINEERING GROUP INC	1,199	1,405
JOHNSON & JOHNSON	8,819	9,604
JOHNSON CONTROLS INC		
JP MORGAN CHASE & CO	11,467	12,048
JPM SHORT DURATION BOND FD SEL	443,388	443,671
JUNIPER NETWORKS INC		
KAO CORPORATION	1,319	1,327
KB FINANCIAL GROUP INC	1,657	1,831
KEPPEL LTD	1,951	2,305
KIMBERLY-CLARK CORP	1,218	1,266
KIMCO REALTY CORP	1,159	1,217
KOHLS CORP	1,172	1,117
KOMATSU LTD	1,166	1,263
KONINKLIJKE PHILIPS ELECTRS NV	1,178	1,725
KOREA ELECTRIC POWER CO	1,333	1,816
KRAFT FOODS GROUP INC	779	864
KT CORP	1,263	1,707
KYOCERA CORP	1,143	1,279
LABORATORY CORP AMERICAN HOLDINGS	2,056	1,992
LAFARGE COPPEE SA	1,276	2,098
LAM RESEARCH CORP	1,167	1,120
LATAM AIRLINES GROUP SA	1,765	1,649
LEAR CORPORATION	3,281	3,747
LIBERTY GLOBAL INC	37,168	42,300
LIMITED BRANDS INC	1,239	1,365
LINDE AG SPONSORED	1,348	1,566
LINEAR TECHNOLOGY CORP	1,406	1,612
LORILLAR INC	1,106	1,050
LOWES COMPANIES INC	1,984	2,522
LUKOIL OAO SPONS ADR	1,212	1,244

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LUXOTTICA GROUP SPA	1,136	1,447
LVMH MOET HENNESSY LOUIS VUITTON	1,349	1,647
MACERICH CO	1,197	1,224
MACK CALI REALTY CORP	1,508	1,410
MACQUARIE BANK LIMITED	1,268	1,769
MACYS INC	1,374	1,444
MAKITA ELECTRIC WORKS LTD	1,182	1,579
MANULIFE FINANCIAL CORP	1,168	1,495
MARATHON OIL CORP	1,499	1,840
MARRIOTT INTERNATIONAL INC	1,244	1,230
MARTIN MARIETTA MATERIALS INC	1,284	1,791
MARVELL TECHNOLOGY GROUP LTD	1,835	1,750
MASTERCARD INC - CLASS A	2,074	2,456
MC DONALDS CORP	3,508	3,528
MCKESSON CORP	1,326	1,454
MEADWESTVACO CORP	1,340	1,530
MEDTRONIC INC	1,902	2,092
MERICK AND CO INC	4,919	5,240
METLIFE INC	1,875	1,647
MICHELIN (C GDE)	1,466	2,265
MICROSOFT CORP	10,808	9,749
MINE SAFETY APPLIANCES CO	920	1,068
MITSUBISHI CORP	1,347	1,333
MITSUBISHI ESTATE LTD	1,163	1,730
MITSUBISHI UFJ FINANCIAL	1,190	1,480
MOL HUNGARIAN OIL AND GAS NYRT	1,262	1,447
MONDELEZ INTERNATIONAL W/I	1,440	1,476
MONSANTO CO	2,756	3,881
MORGAN STANLEY	1,570	2,199
MS&AD INSURANCE GROUP HOLDINGS INC	1,139	1,479

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MTN GROUP LTD	1,352	1,758
MUENCHENER RUECKVERSICHERUNGS	1,277	1,793
MURPHY OIL CORP	1,235	1,608
MYLAN INC	1,227	1,565
NASPERS LTD	1,128	1,344
NATIONAL AUSTRALIA BANK LTD	2,025	2,362
NATIONAL OILWELL VARCO INC	2,061	2,119
NESTLE SA	3,550	4,037
NETFLIX.COM INC	1,572	2,222
NEWCREST MINING LIMITED	1,322	1,243
NEWMONT MINING CORP	1,763	1,625
NEWS CORP INC - CLASS A	3,981	4,974
NEWS CORP INC - CLASS B	3,709	3,936
NEXTERA ENERGY INC	3,027	3,736
NOBLE ENERGY INC	1,440	1,730
NORFOLD SOUTHERN CORP	1,527	1,422
NORTHEAST UTILITIES	1,269	1,329
NOVARTIS AG	2,255	2,722
NOVO NORDISK AS	1,722	2,122
NOVOZYMES A/S	1,156	1,210
NUCOR CORP	1,302	1,511
ONEOK INC	1,239	1,283
ORACLE CORP	6,813	8,230
ORIX CORP	1,274	1,699
PACCAR INC	1,504	1,763
PANASONIC CORPORATION LTD	1,141	1,020
PARKER-HANNIFIN CORP	1,461	1,531
PENTAIR LTD	246	295
PEOPLE'S UNITED FINANCIAL INC	1,422	1,390
PEPSICO INC	5,836	6,227

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PERNOD RICARD SA	1,294	1,499
PETROCHINA CO LTD	1,297	1,438
PETROLEO BRASILEIRO SA PETROBRAS	2,023	2,025
PETSMART INC	1,197	1,230
PFIZER INC	7,068	8,025
PHILIP MORRIS INTERNATIONAL	7,782	10,539
PHILIPPINE LONG DISTANCE TEL	1,042	1,165
PIMCO CORP OPPTY FD	75,000	58,365
PIMCO ST BOND F		
PING AN INS GROUP CO CHINA L	3,055	3,316
PINNACLE WEST CAPITAQL CORP	1,377	1,376
PIONEER NATURAL RESOURCES CO	1,314	1,492
PLUM CREEK TIMBER COMPANY INC	1,193	1,420
PNC FINANCIAL SERVICES GROUP INC	1,420	1,399
POSCO	1,823	1,889
POTASH CORP SASKATCHEWAN INC	1,194	1,261
PPG INDUSTRIES INC	1,446	1,895
PRAXAIR INC	3,114	3,502
PRECISION CASTPARTS CORP	1,313	1,515
PRICELINE.COM INC	1,919	1,861
PROCTER & GAMBLE CO	7,643	8,283
PROLOGIS INC	1,271	1,460
PRUDENTIAL FINANCIAL INC	1,720	1,920
PRUDENTIAL PLC	1,430	1,884
PT BK MANDIRI PERSERO TBK	1,768	1,984
QUALCOMM INC	6,543	7,671
RECKITT BENCKISER GROUP PLC	4,787	5,320
REGENCY CENTERS CORP	1,157	1,225
RIO TINTO PLC	2,414	3,137
ROCHE HOLDINGS LTD	2,408	3,015

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROCKWELL AUTOMATION INC	1,258	1,512
ROHM COMPANY LIMITED	1,390	1,263
ROLLS ROYCE HOLDINGS PLC	1,205	1,349
ROPER INDUSTRIES INC	1,404	1,561
ROSS STORES INC	1,353	1,136
ROYAL BANK OF CANADA	1,573	1,930
ROYAL DUTCH SHELL PLC	3,601	3,930
RYDER SYSTEM INC	1,201	1,398
S L GREEN REALTY CORP	1,281	1,303
SABMILLER PLC	1,479	1,791
SALESFORCE.COM INC	1,360	1,681
SANDVIK AB	1,389	1,750
SANOFI	1,993	2,748
SAP AKTIENGESELLSCHAFT	1,488	2,090
SASOL LTD	1,426	1,429
SCHLUMBERGER LTD	5,864	5,405
SCHNEIDER ELECTRIC SA	1,526	2,024
SECOM LTD	1,549	1,805
SEKISUI HOMES LTD	1,245	1,634
SEMPRA ENERGY	1,198	1,277
SGS SA	1,841	2,213
SHINHAN FINANCIAL GROUP CO LTD	1,615	1,759
SHIRE PLC	1,310	1,383
SIEMENS AG	2,127	2,846
SILICONWARE PRECISION	1,324	1,442
SIMON PROPERTY GROUP INC	1,800	1,897
SIMS GROUP LTD	1,240	1,242
SK TELECOM LTD	1,093	1,504
SMITH & NEPHEW PLC	1,169	1,385
SOCIETE GENERALE FRANCE	1,821	2,877

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SONY CORP	2,499	2,251
SOUTHWESTERN ENERGY CO	1,163	1,437
SPDR GOLD TRUST	318,510	324,040
SPX CORP	5,073	5,261
SSE PLC	1,532	1,683
ST JUDE MEDICAL INC	1,323	1,229
STANELY BLACK & DECKER INC	1,293	1,479
STANTEC INC	1,392	1,925
STAPLES INC		
STARWOOD HOTELS & RESORTS	1,458	1,606
STATE STREET CORP	1,257	1,410
STERLITE INDUSTRIES (INDIA) LTD	1,372	1,533
STRYKER CORP	4,114	4,112
SUBSEA 7 SA	1,221	1,472
SUMITOMO CORPORATION	1,258	1,209
SUMITOMO MITSUI FINANCIAL GROUP INC	1,286	1,578
SUNCOR ENERGY INC	1,786	2,078
SURGUTNEFTEGAS	1,274	1,404
SWEDBANK AB	1,316	1,698
SWISS COM AG	1,108	1,291
SYMANTEC CORP	1,183	1,524
SYNGENTA AG	1,606	2,020
T ROWE PRICE GROUP INC	1,347	1,498
TAIWAN SEMICONDUCTOR MANUFACTURING	3,153	4,015
TAKEDA PHARMACEUTICAL CO LTD	1,305	1,382
TARGET CORP	2,975	3,018
TAUBMAN CENTERS INC	1,336	1,417
TECHNIP	1,250	1,488
TECK RESOURCES LIMITED	1,506	1,745
TELEF ONICA SA	1,888	2,077

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TELEKOMUNIKASI IND	1,349	1,589
TENCENT HLDGS LTD	1,630	1,831
TEVA PHARMACEUTICAL INDUSTRIES LTD	1,332	1,270
TEXAS INSTRUMENTS INC	2,050	2,224
THE ADVISORY BOARD CO	7,339	7,393
THE TRAVELERS COMPANIES INC.	10,775	12,138
THERMO FISHER SCIENTIFIC INC	2,178	2,615
THOMPSON CREEK METALS CO INC	1,828	2,976
TIFFANY & CO	2,000	1,778
TIME WARNER INC	1,443	1,961
TJX COMPANIES INC	1,861	1,910
TOKIO MARINE HOLDIGNS INC	1,199	1,461
TOKYO ELECTRON LTD	1,780	1,775
TORCHMARK CORP	1,373	1,498
TORONTO DOMINION BANK	1,443	1,602
TOTAL SA	2,175	2,601
TOTO LTD	1,402	1,569
TOYOTA MOTOR CORP	3,210	3,917
TYCO INTERNATIONAL LTD	689	761
UBS AG-REG	1,577	2,125
UDR INC	1,193	1,094
UNILEVER NV	1,222	1,494
UNION PACIFIC CORP	2,763	3,143
UNITED NATURAL FOODS INC	1,606	1,661
UNITED OVERSEAS BANK LTD	1,908	2,271
UNITED PARCEL SERVICE INC	2,143	2,064
UNITED TECHNOLOGIES CORP	7,233	7,299
UNITED THERAPEUTICS CORP DEL	2,603	2,457
UNITED UTILITIES GROUP PLC	1,737	1,795
UNITEDHEALTH GROUP INC	11,726	11,607

Name of Stock	End of Year Book Value	End of Year Fair Market Value
US BANCORP DEL	1,921	2,044
VALE SA	1,905	2,117
VALSPAR CORP	1,244	1,560
VARIAN MEDICAL SYSTEMS INC	1,128	1,335
VERIZON COMMUNICATIONS INC	6,079	7,053
VIACOM INC	1,379	1,529
VINA CONCHA Y TORO SA	1,703	1,799
VINCI SA	1,760	2,039
VISA INC CLASS A SHARES	3,526	5,760
VODAFONE GROUP PLC	1,489	1,411
VORNADO REALTY TRUST	1,318	1,281
WABTEC CORP	3,310	3,414
WACOAL CORP	1,497	1,395
WALGREEN CO	1,464	1,739
WALMART STORES INC	23,577	22,038
WALT DISNEY CO	2,350	2,440
WALT DISNEY CO	2,531	2,539
WANT WANT CHINA HOLDINGS LIMITED	2,500	2,687
WELLS FARGO & CO	6,861	7,485
WEST PHARMACEUTICAL SERVICES INC	1,330	1,369
WESTAR ENERGY INC	1,678	1,631
WESTERN ASSET PREMIER BD 0.362% PFD	100,000	71,910
WESTERN UNION CO	1,183	994
WESTPAC BANKING CORP	2,041	2,758
WEYERHAEUSER CO	1,161	1,586
WILLIAMS COMPANIES INC	1,350	1,506
WOODSIDE PETROLEUM LTD	3,037	3,060
WOORI FINANCE HOLDINGS	4,042	4,602
WORSELEY PLC-ADR	1,342	1,758
WR BERKLEY CORP	11,834	11,926

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WYNDHAM WORLDWIDE CORP	1,165	1,224
XILINX CORP	1,313	1,434
XSTRA TA PLC	1,534	1,790
YAHOO INC	1,187	1,512
YUM BRANDS INC	1,543	1,594
ZURICH INSURANCE GROUP - ADR	1,692	2,127

TY 2012 Other Expenses Schedule

Name: FREE FAMILY FOUNDATION CORP

EIN: 59-3611945

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT FEES - OTHERS	3,929	3,929		
OFFICE EXPENSE	23			23
MISSION TRIP TO GUATEMALA	12,610			12,610

TY 2012 Taxes Schedule

Name: FREE FAMILY FOUNDATION CORP

EIN: 59-3611945

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES	61			61
FOREIGN TAXES PAID	370	370		
	5,609			