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Form 990-PF

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

2011

Department of the Treasury Internal Revenue Service

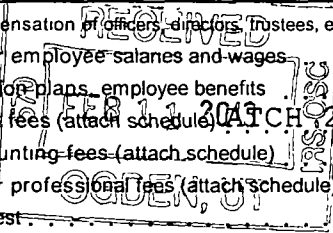
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation: HALL ART FOUNDATION, INC.
Employer identification number: 26-1386173
Telephone number: (203) 221-5918
City or town, state, and ZIP code: SOUTHPORT, CT 06890
G Check all that apply: Initial return, Final return, Address change
H Check type of organization: Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year: \$ 37,944,286

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, Interest, Dividends, Rents, Capital gain, Other income, Total Add lines 1 through 11, Operating and Administrative Expenses, Total expenses and disbursements, and Adjusted net income.

SCANNED FEB 20 2013 Revenue



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 . . . . .		330,359.	62,591.	62,591.
	2	Savings and temporary cash investments . . . . .		834.	835.	835.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U.S. and state government obligations (attach schedule) . . . . .				
	b	Investments - corporate stock (attach schedule) . . . . .				
	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 ▶ <b>ATCH 5</b> )		34,571,829.	34,571,829.	37,880,860.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		34,903,022.	34,635,255.	37,944,286.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	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 and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	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 . . . . .		34,903,022.	34,635,255.	
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .		34,903,022.	34,635,255.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		34,903,022.	34,635,255.		

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 34,903,022.
2	Enter amount from Part I, line 27a . . . . .	2 -267,767.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 34,635,255.
5	Decreases not included in line 2 (itemize) ▶	5
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 34,635,255.

**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					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
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		
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	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3		

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	2,906,965.	289,295.	10.048445
2009	2,540,167.	477,022.	5.325052
2008	7,943,695.	1,691,285.	4.696840
2007			
2006			
2 Total of line 1, column (d)			20.070337
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			5.017584
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			34,275,581.
5 Multiply line 4 by line 3			171,980,607.
6 Enter 1% of net investment income (1% of Part I, line 27b)			.
7 Add lines 5 and 6			171,980,607.
8 Enter qualifying distributions from Part XII, line 4 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.			944,456.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, domestic foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, total credits, tax due, and overpayment.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political purposes, Form 1120-POL, tax on political expenditures, reimbursement, IRS reporting, changes in governing instrument, unrelated business income, liquidation, section 508(e) requirements, assets, and substantial contributors.

ATTACHMENT 6

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of ANDREW HALL Telephone no
Located at PO BOX 1184 SOUTHPORT, CT ZIP + 4 06890
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? Yes No

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.

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
1b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here
1c 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? Yes 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? Yes No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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))?
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(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)
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
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)?
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?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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).

Table with 5 columns: (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. Row 1: ATTACHMENT 7, 0, 0, 0.

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

Table with 5 columns: (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. Row 1: 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
ATTACHMENT 8		77,421.

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 SEE FOOTNOTE ATTACHED	944,456.

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
<b>Total.</b> 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	
b	Average of monthly cash balances	1b	225,715.
c	Fair market value of all other assets (see instructions)	1c	34,571,829.
d	<b>Total</b> (add lines 1a, b, and c)	1d	34,797,544.
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	34,797,544.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	521,963.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,275,581.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	1,713,779.

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

**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	944,456.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	944,456.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	944,456.

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

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7 . . . . .				
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only . . . . .				
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 ▶ \$ _____				
a Applied to 2010, 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 2011 distributable amount . . . . .				
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 instructions . . . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 . . . . .				
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 2006 not applied on line 5 or line 7 (see 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 instructions and Part VII-A, question 9)

1 a 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 01/13/2008

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

	Tax year		Prior 3 years		(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	1.	2.	3.		6.
b 85% of line 2a	1.	2.	3.		6.
c Qualifying distributions from Part XII, line 4 for each year listed	944,456.	2,906,965.	2,540,167.	7,943,700.	14,335,288.
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	944,456.	2,906,965.	2,540,167.	7,943,700.	14,335,288.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets	37,944,286.	38,212,053.	33,854,983.	4,822,428.	114,833,750.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	34,571,829.	32,321,829.	32,321,829.	3,131,143.	102,346,630.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

**ATTACHMENT 9**

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

N/A

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

Check here  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 <i>Paid during the year</i>  ATTACHMENT 10				
<b>Total</b> ..... ▶ 3a				744,287.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal, 13 Total.

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

Table with 2 columns: 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

- 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
(2) Other assets
b Other transactions.
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' for (b) and (d).

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are currently empty.

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.
Signature of officer or trustee: [Handwritten Signature]
Date: Feb 4, 2013
Title: President
May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [ ] No

Paid Preparer Use Only: Print/Type preparer's name: SUSAN E VAN VELSON, CPA; Preparer's signature: [Handwritten Signature]; Date: 1/29/13; Check [ ] if self-employed; PTIN: P00163072; Firm's name: FULVIO & ASSOCIATES, L.L.P.; Firm's EIN: 13-3311619; Firm's address: 5 W. 37TH STREET, 4TH FL. NEW YORK, NY 10018; Phone no. 212-490-3113

**Schedule of Contributors**

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

**2011**

Name of the organization  
HALL ART FOUNDATION, INC.

Employer identification number  
26-1386173

**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 **HALL ART FOUNDATION, INC.**

Employer identification number  
26-1386173

**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	ANDREW J. & CHRISTINE C. HALL P.O. BOX 1184 SOUTHPORT, CT 06890-1184	\$ 11,868.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	ANDREW J & CHRISTINE C HALL FOUNDATION P.O. BOX 428 SOUTHPORT, CT 06890-0428	\$ 195,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	ANDREW J & CHRISTINE C HALL FOUNDATION P.O. BOX 428 SOUTHPORT, CT 06890-0428	\$ 225,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	ANDREW J & CHRISTINE C HALL FOUNDATION P.O. BOX 428 SOUTHPORT, CT 06890-0428	\$ 245,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	1.	1.
TOTAL	<u>1.</u>	<u>1.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
MORRISON COHEN LLP	36,665.			36,665.
TOTALS	<u>36,665.</u>			<u>36,665.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
CONSULTING FEES	77,421.	77,421.
TOTALS	<u>77,421.</u>	<u>77,421.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
BANK CHARGES	180.	180.	
INSURANCE	23,770.		23,770.
CRATING, HANDLING & TRANSPORT CT CORP	61,185. 568.		61,185. 568.
TOTALS	<u>85,703.</u>	<u>180.</u>	<u>85,523.</u>

ATTACHMENT 5

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ARTWORK PORTFOLIO DEPOSITS FOR ARTWORK	30,571,829. 4,000,000.	33,880,860. 4,000,000.
TOTALS	<u>34,571,829.</u>	<u>37,880,860.</u>



**Attoe, Dan**

**Complicated Animals 2008**  
Neon sculpture, neon lights, animation, wires, transformer  
192 x 185 (75" x 72" in)

ATTOE0809.01 Hall Art Foundation 21-Apr-08 Acquisition 20,000.00 USD



**Attoe, Dan**

**The End of the Day 2007**  
Oil on canvas on panel  
31 x 31 (12" x 12" in)

ATTOE0809.02 Hall Art Foundation 21-Apr-08 Acquisition 10,000.00 USD



**Attoe, Dan**

**Looking for Warmth 2008**  
Neon sculpture in multiple parts, neon light, animation, wires,  
transformers, plexiglass panels  
170 x 275 (66" x 108" in)

ATTOE0809.03 Hall Art Foundation 12-Jun-08 Acquisition 20,000.00 USD



**Attoe, Dan**

**Men are Women 2008**  
Neon sculpture, neon lights, animation, wires, transformers  
205 x 175 (80-1/2" x 69" in)

ATTOE0809.04 Hall Art Foundation 12-Jun-08 Acquisition 20,000.00 USD



**Attoe, Dan**

**Waste Your Life 2008**  
Neon sculpture, neon light, animation, wires, transformer  
178 x 61 (70" x 24" in)

ATTOE0809.05 Hall Art Foundation 12-Jun-08 Acquisition 20,000.00 USD



**Baselitz, Georg**

**Regimergrün 1991**  
Oil on canvas  
290 x 290 (114" x 114" in)

BASEL0810.01 Hall Art Foundation 18-Dec-08 Appraisal (Asset) 360,000.00 USD



**Baselitz, Georg**

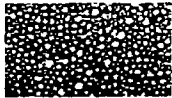
**Bilddreizehn 1993**  
Oil on canvas  
285 x 457 (112" x 180" in)

BASEL0810.02 Hall Art Foundation 18-Dec-08 Appraisal (Asset) 480,000.00 USD



**Baselitz, Georg**  
Foto Frivol (Frivolous Photo) 2002  
Oil on Canvas  
290 x 290 (114" x 114" in)  
BASELO810.03 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 657,000.00 USD



**Bleckner, Ross**  
New Radical 2000  
Oil on linen  
213 x 365 (84" x 144" in)  
BLECK0810.04 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 71,700.00 USD



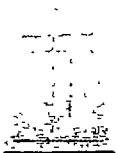
**Bleckner, Ross**  
Blue Star 2001  
Oil on linen  
270 x 270 (106-1/2" x 106-1/2" in)  
BLECK0810.05 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 69,310.00 USD



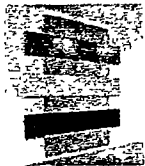
**Bradley, Joe**  
Superman 2008  
Grease pencil on canvas  
177 x 152 (70" x 60" in)  
BRADLO808.01 Hall Art Foundation

08-Dec-17 Acquisition 7,500.00 USD



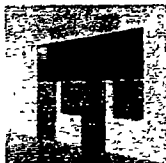
**Bradley, Joe**  
On The Cross 2008  
Grease pencil on canvas  
254 x 165 (100" x 65" in)  
BRADLO808.02 Hall Art Foundation

08-Dec-17 Acquisition 12,500.00 USD



**Bradley, Joe**  
ABC Painting 2008  
Vinyl on wood stretchers  
289 x 175 (114" x 69" in)  
BRADLO809.06 Hall Art Foundation

15-Jul-08 Acquisition 18,000.00 USD



**Bradley, Joe**  
Peter and Paul 2008  
Vinyl on wood stretchers  
233 x 213 (92" x 84" in)  
BRADLO809.07 Hall Art Foundation

15-Jul-08 Acquisition 18,000.00 USD



**Bradley, Joe**

Fisherman 2008  
Vinyl on wood stretchers  
218 x 241 (86" x 95" in)

BRADL0809.08 Hall Art Foundation 15-Jul-08 Acquisition 18,000.00 USD



**van der Broek, Koen**

Viaduct 2002  
Oil on canvas  
280 x 420 (110" x 165" in)

BROEK0809.09 Hall Art Foundation 11-Dec-08 Appraisal (FMV) 50,000.00 USD



**Charlton, Alan**

Corner Painting in 12 Parts 2004  
acrylic on cotton duck canvas  
175 x 22 (69" x 9" in) each, 175 x 165 (69" x 65" in) each wall

CHARL0809.10 Hall Art Foundation 11-Dec-08 Appraisal (FMV) 32,000.00 USD



**Charlton, Alan**

Corner Painting in 8 Parts 2004  
acrylic on cotton duck canvas  
175 x 36 (69" x 14" in) each, 175 x 165 (69" x 65" in) each wall

CHARL0809.11 Hall Art Foundation 11-Dec-08 Appraisal (FMV) 32,000.00 USD



**Cognee, Philippe**

Rome 2003  
Wax painting on canvas, triptych  
200 x 468 (78" x 184" in)

COGNE0809.12 Hall Art Foundation 11-Dec-08 Appraisal (FMV) 65,000.00 USD



**Craig-Martin, Michael**

Wrench 2002  
Acrylic on canvas  
289 x 81 (114" x 32" in)

CRAIG0809.13 Hall Art Foundation 11-Dec-08 Appraisal (FMV) 85,000.00 USD




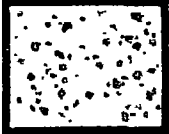





**Eliasson, Olafur**

Waterfall 2004  
Scaffolding, water  
600 x 700 x 1000 (236" x 275" x 393" in) lwh

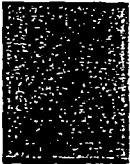





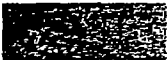
ELIAS0807.01 Hall Art Foundation 29-Aug-09 Converted Acq. 572,100.00 USD  
TBG 9938



	<b>Fetting, Rainer</b> Ricky III 1981 Oil, Synthetic Resin and Coloured Chalk on Canvas 221 x 170 (87" x 67" in) FETTIO809.14 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	45,400.00 USD
	<b>Fischl, Eric</b> Scenes from Late Paradise: The Parade 2006-2007 Oil on linen 193 x 274 (76" x 108" in) FISCH0801.01 Hall Art Foundation	01-Jan-10	Acquisition	1,100,000.00 USD
	<b>Fischl, Eric</b> Scenes from Late Paradise: The Drink 2006-2007 Oil on linen 190 x 243 (75" x 96" in) FISCH0801.02 Hall Art Foundation	01-Jan-10	Acquisition	1,100,000.00 USD
	<b>Fischl, Eric</b> Scenes from Late Paradise: Beached 2006-2007 Oil on linen 193 x 304 (76" x 120" in) FISCH0801.03 Hall Art Foundation	01-Jan-10	Acquisition	1,100,000.00 USD
	<b>Fischl, Eric</b> Scenes from Late Paradise: The Stupidity 2006-2007 Oil on linen 213 x 274 (84" x 108" in) FISCH0801.04 Hall Art Foundation	01-Jan-10	Acquisition	1,100,000.00 USD
	<b>Fischl, Eric</b> Scenes from Late Paradise: The Welcome 2006-2007 Oil on Linen 198 x 218 (78" x 86" in) FISCH0801.05 Hall Art Foundation	01-Jan-10	Acquisition	1,100,000.00 USD
	<b>Fischl, Eric</b> Woman Surrounded by Dogs 1979-1980 Oil on Linen 165 x 243 (65" x 96" in) FISCH0810.06 Hall Art Foundation	18-Dec-08	Appraisal (Asset)	396,800.00 USD

	<b>Foerg, Guenther</b> Untitled 1987 Acrylic, lead on wood, 10 parts Each: 60 x 40 (23-1/2" x 16" in) FOERG0809.15 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	160,000.00	USD
	<b>Foerg, Guenther</b> Untitled 2007 Acrylic, crayon on canvas 220 x 260 (86" x 102" in) FOERG0809.16 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	92,250.00	USD
	<b>Fonseca, Caio</b> 5th Street #10, C00.10 2000 Acrylic on canvas 167 x 350 (66" x 138" in) FONSE0809.17 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	150,000.00	USD
	<b>Gelitin,</b> Cock Juice Joe 2004 Mixed media sculpture, fabric, foam, steel, lights 460 x 280 x 180 (180" x 110" x 72" in) GELIT0809.18 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	72,000.00	USD
	<b>Gerhard, Till</b> Versuchsgott 2007 Oil on Canvas 230 x 300 (90-1/2" x 118" in) GERHA0809.19 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	35,700.00	USD
	<b>Gormley, Antony</b> Distillate 2003 Mild steel blocks 27 x 200 x 55 (11" x 79" x 22" in) GORML0809.20 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	420,000.00	USD
	<b>Halley, Peter</b> Red Cell Over Two Horizontal Prisons 2008 Acrylic, roll-a-tex on canvas 184 x 119 (72-1/2" x 47" in) HALLE0802.01 Hall Art Foundation MBG#10100	17-Nov-08	Acquisition	68,000.00	USD

	<b>Halley, Peter</b> Violet Cell Over Two Horizontal Prisons 2008 Acrylic, roll-a-tex on canvas 183 x 112 (72" x 44" in) HALLE0802.02 Hall Art Foundation MBG#10101	17-Nov-08	Acquisition	68,000.00	USD
	<b>Halley, Peter</b> Stacked Prisons 2008 Acrylic, roll-a-tex on canvas 183 x 99 (72" x 39" in) HALLE0802.03 Hall Art Foundation MBG#10102	17-Nov-08	Acquisition	68,000.00	USD
	<b>Halley, Peter</b> Intent 2008 Acrylic, roll-a-tex on canvas 190 x 183 (75" x 72" in) HALLE0802.04 Hall Art Foundation MBG#10103	17-Nov-08	Acquisition	98,000.00	USD
	<b>Halley, Peter</b> Free in Deed 2008 Acrylic, roll-a-tex on canvas 190 x 183 (75" x 72" in) HALLE0802.05 Hall Art Foundation MBG#10104	17-Nov-08	Acquisition	100,000.00	USD
	<b>Heck, Kati</b> Kein Zeit Fur Meisterwerke (Himmelfahrtskommando) 2007 Oil on canvas 304 x 523 (119-1/2" x 206" in) HECKK0809.21 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	65,000.00	USD
	<b>Heck, Kati</b> Euter der Goetter oder unterwegs was vergessen 2008 Oil, charcoal on canvas 248 x 299 (98" x 118" in) HECKK0809.22 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	35,000.00	USD
	<b>Hirst, Damien</b> The Martyrdom of St. Andrew 2003 Nickel plated stainless steel and glass cabinet 180 x 90 x 24 (70" x 35" x 9" in) HIRST0809.23 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	900,000.00	USD

	<p><b>Hirst, Damien</b> Syphilis 2003 Mixed media and resin on canvas 137 x 101 (54" x 40" in) HIRST0809.24 Hall Art Foundation</p>	11-Dec-08	Appraisal (FMV)	400,000.00 USD
	<p><b>Kapoor, Anish</b> Untitled 1992 Resin and pigment 120 x 120 x 80 (47" x 47" x 31" in) KAPOO0809.25 Hall Art Foundation</p>	11-Dec-08	Appraisal (FMV)	500,000.00 USD
	<p><b>Kapoor, Anish</b> White Dark XII 2004 Fiberglass and paint 122 x 122 x 57 (48" x 48" x 22" in) KAPOO0809.26 Hall Art Foundation</p>	11-Dec-08	Appraisal (FMV)	362,500.00 USD
	<p><b>Kiefer, Anselm</b> The Women of the Revolution 1992 Installation composed of 26 beds, 29 tags and various unique elements, Dimensions vary with installation (400m2) KIEFE0809.27 Hall Art Foundation</p>	11-Dec-08	Appraisal (FMV)	1,000,000.00 USD
	<p><b>Kiefer, Anselm</b> A.E.I.O.U (Elisabeth von Oesterreich) 1987 Lead and paint 280 x 330 x 20 (110" x 130" x 7" in) KIEFE0809.45 Hall Art Foundation</p>	11-Dec-08	Appraisal (FMV)	975,000.00 USD
	<p><b>Kiefer, Anselm</b> Air-Battle England 1988 Lead and paint 330 x 280 x 25 (130" x 110" x 9" in) KIEFE0809.46 Hall Art Foundation</p>	11-Dec-08	Appraisal (FMV)	975,000.00 USD
	<p><b>Kiefer, Anselm</b> Rorate Caeli et Nubes Pluant Iustum 2005-2006 Oil, acrylic and shellac on canvas with lead planes 280 x 760 (110" x 299" in) KIEFE0809.47 Hall Art Foundation</p>	11-Dec-08	Appraisal (FMV)	1,725,000.00 USD

**Kiefer, Anselm**



**Aperiatur Terra et Germinet Salvatorem** 2005-2006

Oil, acrylic, emulsion and shellac on canvas

280 x 760 (110" x 299" in)

KIEFE0809.48 Hall Art Foundation 11-Dec-08 Appraisal (FMV) 1,725,000.00 USD

**Kiefer, Anselm**



**Nachricht vom Fall Trojas** 2005-2006

Oil, acrylic, emulsion and shellac on canvas

280 x 760 (110" x 299" in)

KIEFE0809.49 Hall Art Foundation 11-Dec-08 Appraisal (FMV) 1,725,000.00 USD

**Kiefer, Anselm**



**Olympe - Für Victor Hugo** 2005-2006

Oil, acrylic, emulsion and shellac on canvas

280 x 570 (110" x 224" in)

KIEFE0809.50 Hall Art Foundation 11-Dec-08 Appraisal (FMV) 1,725,000.00 USD

**Kiefer, Anselm**



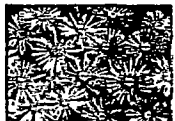
**Etroits sont les Vaisseaux** 2002

Reinforced concrete, lead, earth

150 x 2500 x 280 (60" x 960" x 110" in)

KIEFE1001.01 Hall Art Foundation 14-Dec-10 Appraisal (Dona. 750,000.00 USD

**Kruger, Barbara**



**Untitled (Unacknowledged/Untold/Unafraid...)** 2007

Oil, acrylic, emulsion and shellac on canvas

256 x 342 (101" x 135" in)

KRUGE0809.28 Hall Art Foundation 11-Dec-08 Appraisal (FMV) 175,000.00 USD

**Kruger, Barbara**



**Untitled (I know what you're thinking)** 1996

Photographic silkscreen on vinyl

305 x 305 (120" x 120" in)

KRUGE0810.07 Hall Art Foundation 18-Dec-08 Appraisal (Asset) 250,000.00 USD

**Meese, Jonathan**



**DER KAMPFER de LARGE (Der Zeushagen von Troja de NEUTRAL** 200

Bronze

266 x 130 x 210 (104" x 51" x 82" in)

MEESE0806.01 Hall Art Foundation 12-Dec-08 Converted Acq. 346,900.00 USD

MEE/S 222/AP



**Meese, Jonathan**

DIE KÄMPFERIN de Large (KRIEMHILD de Stehender PUPPE, wie Burgfrä

Bronze

253 x 120 x 80 (99" x 47" x 31" in)

MEESE0806.02 Hall Art Foundation

MEE/S 223/AP

12-Dec-08 Converted Acq. 300,200.00 USD



**Mir, Aleksandra**

Bad Weather 2007

Installed environment, 21 drawings, furniture, drawing supplies, music

Dimensions variable

MIRAL0810.08 Hall Art Foundation

29-Sep-07 Acquisition 150,000.00 USD



**Noland, Kenneth**

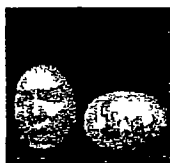
Across Center 1965

Acrylic on canvas

112 x 602 (44" x 237" in)

NOLAN0809.29 Hall Art Foundation

11-Dec-08 Appraisal (FMV) 200,000.00 USD



**Oursler, Tony**

Shock-Rock 2002

Video-projection on two ovals made out of fiberglass

170 x 177 (67" x 70" in)

OURSLO809.30 Hall Art Foundation

11-Dec-08 Appraisal (FMV) 115,000.00 USD



**Paeffgen, C.O.**

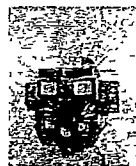
Untitled 1987-95

Acrylic on canvas

292 x 177 (115" x 70" in)

PAEFF0809.31 Hall Art Foundation

11-Dec-08 Appraisal (FMV) 61,000.00 USD



**Paik, Nam June**

Cro-Magnon Man 1991

Aluminum, cathode tubes, wiring, antennae

149 x 167 x 81 (59" x 66" x 32" in)

PAIKNO809.31 Hall Art Foundation

11-Dec-08 Appraisal (FMV) 190,000.00 USD



**Polke, Sigmar**

Lummerbraten 1982



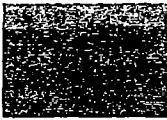

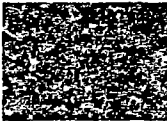


Acrylic on cotton

330 x 292 (130" x 115" in)

POLKE0809.33 Hall Art Foundation

11-Dec-08 Appraisal (FMV) 1,046,800.00 USD

	<b>Rauschenberg, Robert</b> Dairy Cage - Open - Unit 1 1971 Wood on paper board container 217 x 95 (85" x 37" in) RAUSC0809.34 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	514,700.00 USD
	<b>Rubins, Nancy</b> Drawing 2003 Graphite on paper 340 x 340 x 90 (134" x 134" x 36" in) RUBIN0809.35 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	48,000.00 USD
	<b>Ruscha, Ed</b> Pretty Girls vs Evil and Trouble 1979 Oil on canvas 56 x 404.5 (22" x 159-1/4" in) RUSCH0809.36 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	500,000.00 USD
	<b>Salle, David</b> Lightening 2002 Oil on linen 202 x 345.5 (79-1/2" x 136" in) SALLE0809.37 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	180,000.00 USD
	<b>Salle, David</b> Untitled (Interior with Duck) 1999 Oil and acrylic on three canvases 106 x 167 (42" x 66" in) SALLE0810.09 Hall Art Foundation	18-Dec-08	Appraisal (Asset)	84,000.00 USD
	<b>Salle, David</b> Sweet Dreams 2000 Oil and acrylic on canvas 242.5 x 183 (95-1/2" x 72" in) SALLE0810.10 Hall Art Foundation	11-May-06	Acquisition	156,000.00 USD
	<b>Salle, David</b> Untitled (It goes without saying that the flour sack strikes the rat dead) Oil and acrylic on canvas 213 x 264 (84" x 104" in) SALLE0810.11 Hall Art Foundation	18-Dec-08	Appraisal (Asset)	132,000.00 USD

	<b>Savu, Serban</b> The Edge of the Empire 2008 Oil on canvas 126 x 190 (49-1/2" x 75" in)	SAVUS0901.01	Hall Art Foundation	06-Mar-09	Acquisition	18,270.00	USD
	<b>Savu, Serban</b> Peripheral View 2008 Oil on canvas 33 x 33 (13" x 13" in)	SAVUS0901.02	Hall Art Foundation	06-Mar-09	Acquisition	5,115.00	USD
	<b>Savu, Serban</b> They Cannot Hear Us 2008 Oil on canvas 30 x 42 (11-3/4" x 16-1/2" in)	SAVUS0901.03	Hall Art Foundation	06-Mar-09	Acquisition	5,115.00	USD
	<b>Scharf, Kenny</b> Time Flies When You're Having Fun 2005 Oil on canvas (diptych) 269 x 678 (106" x 267" in)	SCHAR0809.38	Hall Art Foundation	11-Dec-08	Appraisal (FMV)	200,000.00	USD
	<b>Scharf, Kenny</b> Chips Galore aka Chip Chip Hooray! aka Mother Chip! aka Where the Ch Oil, acrylic, and silkscreen ink on linen 274 x 365 (108" x 144" in)	SCHAR0810.12	Hall Art Foundation	18-Dec-08	Appraisal (Asset)	200,000.00	USD
	<b>Scharf, Kenny</b> Chocolate Donut in Space 2007 Oil on linen 243 x 243 (96" x 96" in)	SCHAR0810.13	Hall Art Foundation	18-Dec-08	Appraisal (Asset)	160,000.00	USD
	<b>Schnabel, Julian</b> Untitled (Treatise on Melancholia) 1989 Oil, gesso on tarp 457 x 457 (180" x 180" in)	SCHNA0803.01 P89.0073	Hall Art Foundation	17-Nov-08	Acquisition	500,000.00	USD





Schnabel, Julian  
Untitled (Treatise on Melancholia) 1989  
Oil, gesso on tarp  
457 x 457 (180" x 180" in)  
SCHNA0803.02 Hall Art Foundation  
P89.0074

17-Nov-08 Acquisition 500,000.00 USD



Schnabel, Julian  
Untitled (Treatise on Melancholia) 1989  
Oil, gesso on tarp  
457 x 457 (180" x 180" in)  
SCHNA0803.03 Hall Art Foundation  
P89.0075

17-Nov-08 Acquisition 500,000.00 USD



Schnabel, Julian  
Untitled (Treatise on Melancholia) 1989  
Oil, gesso on tarp  
457 x 609 (180" x 240" in)  
SCHNA0803.04 Hall Art Foundation  
P89.0076

17-Nov-08 Acquisition 500,000.00 USD



Schnabel, Julian  
Untitled (Treatise on Melancholia) 1989  
Gesso on tarp  
457 x 457 (180" x 180" in)  
SCHNA0803.05 Hall Art Foundation  
P89.0142

17-Nov-08 Acquisition 500,000.00 USD



Schnabel, Julian  
Oliver Cromwell 1990  
Patinated bronze  
122 x 488 x 51 (48" x 192" x 20" in)  
SCHNA0804.01 Hall Art Foundation  
S90.09.05

16-Dec-08 Acquisition 166,666.66 USD









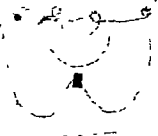
Schnabel, Julian  
Celtic Hook 1987  
Patinated bronze  
434 x 289 x 22 (171" x 114" x 9" in)  
SCHNA0804.02 Hall Art Foundation  
S87.04.02

16-Dec-08 Acquisition 166,666.67 USD



Schnabel, Julian  
Si Tacuisses 1990  
Patinated bronze with oil paint  
347 x 228 x 167 (137" x 90" x 66" in)  
SCHNA0804.03 Hall Art Foundation  
S90.08.05

16-Dec-08 Acquisition 166,666.67 USD

	<b>Schnabel, Julian</b> MacBeth 1989 Patinated bronze 300 x 150 x 150 (120" x 60" x 60" in) SCHNA0804.04 Hall Art Foundation S89.08.04	16-Dec-08	Acquisition	166,666.66	USD
	<b>Schnabel, Julian</b> Idiota 1988 Patinated bronze 538 x 508 x 40 (212" x 200" x 16" in) SCHNA0804.05 Hall Art Foundation S88.01.03	16-Dec-08	Acquisition	166,666.67	USD
	<b>Schnabel, Julian</b> Joe 1983 Patinated bronze 370 x 223 x 121 (146" x 88" x 48" in) SCHNA0804.06 Hall Art Foundation S83.08.	16-Dec-08	Acquisition	166,666.67	USD
	<b>Schnabel, Julian</b> Treasure Chest 1983 Oil, bondo, epoxy, wax and ceramic plates on panels 274 x 365 x 45 (108" x 144" x 18" in) SCHNA0805.01 Hall Art Foundation	26-Nov-08	Acquisition	302,500.00	USD
	<b>Skreber, Dirk</b> Untitled (Ultraviolence) 1999 Oil on canvas 230 x 325.5 (90-1/2" x 128" in) SKREB0809.39 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	270,000.00	USD
	<b>Sonnier, Keith</b> Untitled 1969 Four neon tubes, spraypaint, cables and transformer 236 x 139 x 63 (93" x 55" x 25" in) SONNIO809.40 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	67,000.00	USD
	<b>Keith, Sonnier</b> Neon Wrapping Neon with Six Loops 1969 Two neon tubes, two light bulbs, cables and transformer 190 x 213 x 22 (75" x 84" x 9" in) SONNIO809.41 Hall Art Foundation	11-Dec-08	Appraisal (FMV)	61,900.00	USD



**Sonnier, Keith**  
Abaca Code C-VIII 1976  
Pigment on manila hemp  
197.5 x 197.5 (77-3/4" x 77-3/4" in)  
SONNIO809.42 Hall Art Foundation

11-Dec-08 Appraisal (FMV) 20,600.00 USD

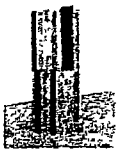
**Sonnier, Keith**  
Untitled 1967  
Satin, gossamer and wooden box  
20 x 74 x 385 (7" x 29" x 151" in)  
SONNIO809.43 Hall Art Foundation

11-Dec-08 Appraisal (FMV) 31,000.00 USD



**Sonnier, Keith**  
Cycladic Extrusion II 1988  
Neon, wires, aluminum  
190 x 214 x 81 (75" x 84" x 32" in)  
SONNIO810.14 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 145,000.00 USD



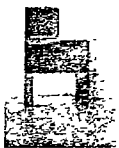
**Sonnier, Keith**  
Column I 1981  
Neon, enamel and aluminium  
200 x 81 x 40 (79" x 32" x 16" in)  
SONNIO810.15 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 130,000.00 USD



**Sonnier, Keith**  
Lac Prison 1981  
Neon, glass and aluminum  
183 x 244 x 61 (72" x 96" x 24" in)  
SONNIO810.16 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 163,000.00 USD



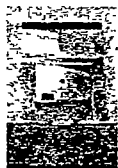
**Sonnier, Keith**  
Kiosk II 1987  
Neon and aluminum  
299 x 200 x 200 (118" x 79" x 79" in)  
SONNIO810.17 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 180,000.00 USD



**Sonnier, Keith**  
Charioteer 1988  
Neon and aluminum  
200 x 381 x 64 (79" x 150" x 25" in)  
SONNIO810.18 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 180,000.00 USD



**Sonnier, Keith**  
New Orleans Dyad 1A 1989  
Neon, glass mirror and aluminum  
187 x 185 x 20 (74" x 73" x 8" in)  
SONNIO810.19 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 145,000.00 USD



**Sonnier, Keith**  
Washer 1989  
Neon, glass and aluminum  
152 x 86 x 20 (60" x 34" x 8" in)  
SONNIO810.20 Hall Art Foundation

18-Dec-08 Appraisal (Asset) 72,000.00 USD



**West, Franz**  
Les Pommes D'Adam 2007  
Suite of 4 sculptures, epoxy, metal, paint, concrete  
Dimensions vary with installation. Heights from 6.5 - 8.5m (20 - 28ft)  
WESTFO809.44 Hall Art Foundation

11-Dec-08 Appraisal (FMV) 800,000.00 USD

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Total current value: 33,880,860.00 USD

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 6

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
ANDREW J. & CHRISTINE C. HALL P.O. BOX 1184 SOUTHPORT, CT 06890-1184	01/20/2011	11,868.
<u>TOTAL CONTRIBUTION AMOUNTS</u>		<u>11,868.</u>

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

ATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ANDREW J. HALL PO BOX 1184 SOUTHPORT, CT 06890	PRESIDENT 5.00	0	0	0
CHRISTINE C. HALL PO BOX 1184 SOUTHPORT, CT 06890	SECRETARY / TREASURER 5.00	0	0	0
DAVID TOBEY 145 CENTRAL PARK WEST NEW YORK, NY 10023	VICE PRESIDENT 2.00	0	0	0
SIR NORMAN ROSENTHAL 47 LEXINGTON STREET LONDON W1F 9AW UNITED KINGDOM	DIRECTOR 2.00	0	0	0
EMMA HALL 259 WEST 4TH STREET NEW YORK, NY 10014	DIRECTOR 2.00	0	0	0

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

ATTACHMENT 7 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
HARRY PHILBRICK C/O ALDRICH CONTEMPORARY ART MUSEUM 258 MAIN STREET RIDGEFIELD, CT 06877	DIRECTOR 2.00	0	0	0
<b>GRAND TOTALS</b>		<u>0</u>	<u>0</u>	<u>0</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
ART CONFIDENT LLC C/O HALL ART FOUNDATION PO BOX 1184 SOUTHPORT, CT 06890	CONSULTING	77,421.
	TOTAL COMPENSATION	<u>77,421.</u>



FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

ANDREW J. HALL  
CHRISTINE C. HALL

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

MASS MOCA FOUNDATION INC.  
1040 MASS MOCA WAY  
NORTH ADAMS, MA 02147

NONE  
501(C)(3)

TO ENABLE THE ORGANIZATION TO CONTINUE ITS  
CHARITABLE PURPOSE AS A CONTEMPORARY ART MUSEUM

744,287.

TOTAL CONTRIBUTIONS PAID

744,287.

FEDERAL FOOTNOTES

## FORM 990-PF PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES

HALL ART FOUNDATION IS ORGANIZED AND OPERATED AS A PRIVATE OPERATING FOUNDATION FOR THE PURPOSE OF DEVELOPING EXHIBITIONS OF FINE ART FOR THE CULTURAL AND EDUCATIONAL BENEFIT OF THE GENERAL PUBLIC.

DURING THE PREVIOUS YEAR, 2010, HALL ART FOUNDATION CONTINUED ITS ACQUISITION OF WORKS OF ART THROUGH PURCHASES FOR THE PURPOSE OF BEING ABLE TO DEVELOP EXHIBITS OF WORKS OF FINE ART.

DURING THE CURRENT YEAR, 2011, HALL ART FOUNDATION HAS A COMMITMENT OF \$4,000,000, WHICH HAS BEEN PAID AS DEPOSITS FOR ADDITIONAL WORKS OF ART. THE FOUNDATION ALSO PAID FEES OF \$77,421 TO INDEPENDENT ART CONSULTANTS AND INCURRED OTHER DIRECT CHARITABLE EXPENSES OF \$86,083. THE FOUNDATION HAS ALSO INCURRED LEGAL FEES OF \$36,665 TO FURTHER ITS EXEMPT PURPOSE.

DURING THE CURRENT YEAR, 2011, HALL ART FOUNDATION CONTINUED TO SUPPORT PUBLIC EXHIBITS AT MASS MOCA (THE MASSACHUSETTS MUSEUM OF CONTEMPORARY ART) HAVING FINALIZED ITS NEGOTIATIONS FOR THE JOINT DEVELOPMENT OF EXHIBITION SPACE AT MASS MOCA. THE FINAL AGREEMENT, FOR THE DEVELOPMENT OF SPACE KNOWN AS BUILDING 15, WAS REACHED IN JUNE, 2010. THE TOTAL AMOUNT OF CONTRIBUTIONS DURING 2011 TO MASS MOCA WAS \$744,287.

THE TOTAL OF THE DIRECT EXPENSES OF HALL ART FOUNDATION FOR THE ACTIVE CONDUCT OF ITS CHARITABLE ACTIVITIES DURING 2011 WAS \$944,456.

# Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

▶ File a separate application for each return.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box  **X**

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*

### Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

<b>Type or print</b>  File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Enter filer's identifying number, see instructions	
	HALL ART FOUNDATION, INC.	<input checked="" type="checkbox"/> Employer identification number (EIN) or	26-1386173
	Number, street, and room or suite no. If a P O box, see instructions.	<input type="checkbox"/> Social security number (SSN)	
	P.O. BOX 1184		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	SOUTHPORT, CT 06890		

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ▶ ANDREW HALL

Telephone No. ▶ \_\_\_\_\_ FAX No. ▶ \_\_\_\_\_

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach

a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶  calendar year 2011 or  
▶  tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

2 If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	0
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	0
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	0

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box  **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print  File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions <b>HALL ART FOUNDATION, INC.</b>	Employer identification number (EIN) or <input checked="" type="checkbox"/> <b>26-1386173</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>P.O. BOX 1184</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code For a foreign address, see instructions <b>SOUTHPORT, CT 06890</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . .  0  4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of  **ANDREW HALL**  
Telephone No.  FAX No
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)  . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until 11/15, 2012.
- For calendar year 2011, or other tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_
- If the tax year entered in line 5 is for less than 12 months, check reason  Initial return  Final return  Change in accounting period
- State in detail why you need the extension **INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b> \$	0
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b> \$	0
<b>c Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>8c</b> \$	0

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature  Susan Van Nelson, CPA Title  Date  8/14/12