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Form **990-PF**

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

OMB No 1545-0052

2009

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 2009, or tax year beginning 05/01, 2009, and ending 04/30, 2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: WILLIAM FARWELL TRUST U/W 10 -101160026720

Number and street (or P.O. box number if mail is not delivered to street address): KEYBANK NA, 4900 TIEDEMAN RD. OH-01-49-015

Room/suite: _____

City or town, state, and ZIP code: BROOKLYN, OH 44144-2302

A Employer identification number: 01-6010161

B Telephone number (see page 10 of the instructions): (866) 238-8650

C If exemption application is pending, check here

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

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

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

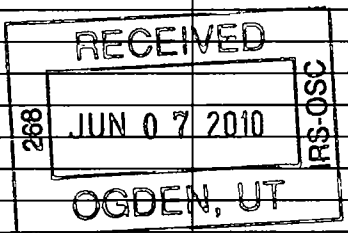
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,379,551.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	43,602.	43,602.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-101,142.			
b Gross sales price for all assets on line 6a <u>419,338.</u>				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	4,163.			STMT 2
12 Total. Add lines 1 through 11	-53,377.	43,602.		
13 Compensation of officers, directors, trustees, etc.	13,818.	10,363.		3,454.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	900.	NONE	NONE	900.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	1,477.	11.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	16,195.	10,374.	NONE	4,354.
25 Contributions, gifts, grants paid	37,129.			37,129.
26 Total expenses and disbursements. Add lines 24 and 25	53,324.	10,374.	NONE	41,483.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-106,701.			
b Net investment income (if negative, enter -0-)		33,228.		
c Adjusted net income (if negative, enter -0-)				



SCANNED Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	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 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE		
	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)	1,433,766.	1,327,065.	1,379,551.
	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)	1,433,766.	1,327,065.	1,379,551.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	1,433,766.	1,327,065.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 17 of the instructions)	1,433,766.	1,327,065.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,433,766.	1,327,065.		

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	1,433,766.
2 Enter amount from Part I, line 27a	2	-106,701.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,327,065.
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	1,327,065.

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 PART IV DETAIL			
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			(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			
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	-101,142.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.	{ }	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	58,066.	1,257,209.	0.04618643360
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	0.04618643360
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	0.04618643360
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,278,171.
5 Multiply line 4 by line 3	5	59,034.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	332.
7 Add lines 5 and 6	7	59,366.
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 on page 18.	8	41,483.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits. Total tax due is 35.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes Yes/No columns. Marked with 'X' for various activities.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of SEE STATEMENT 6 Telephone no
Located at ZIP + 4
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

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(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 X
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here 1b X
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 2009? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? Yes No X
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 page 20 of the instructions.) 2b X
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 X
b If "Yes," did it have excess business holdings in 2009 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 2009.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? 4b X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? **5b** Yes No
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** Yes 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** Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		13,818.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 Yes No **NONE**

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,297,636.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,297,636.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,297,636.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	19,465.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,278,171.
6	Minimum investment return. Enter 5% of line 5	6	63,909.

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

1	Minimum investment return from Part X, line 6	1	63,909.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	665.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	665.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	63,244.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	63,244.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	63,244.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	41,483.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	41,483.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	41,483.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				63,244.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			3,956.	
b Total for prior years: 20 07, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 41,483.				
a Applied to 2008, but not more than line 2a			3,956.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				37,527.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				25,717.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with columns: Tax year (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include: 2a Adjusted net income, b 85% of line 2a, c Qualifying distributions from Part XII, d Amounts included in line 2c, e Qualifying distributions made directly for active conduct, 3 Alternative tests (Assets, Endowment, Support).

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 page 28 of the instructions.)

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

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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
<p>a Paid during the year</p> <p>SEE STATEMENT 8</p>				
Total				37,129.
b Approved for future payment				
Total				

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					45,100.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-54,686.	
11,852.00		2005.7047 KT FIXED INCOME FUND PROPERTY TYPE: SECURITIES 13,235.00				05/10/1996	05/13/2009	
		2005.7047 KT FIXED INCOME FUND PROPERTY TYPE: SECURITIES 13,235.00					-1,383.00	
10,643.00		528.5378 KT INTER-TERM FIXED INCOME FUND PROPERTY TYPE: SECURITIES 11,857.00				04/07/1992	05/13/2009	
		528.5378 KT INTER-TERM FIXED INCOME FUND PROPERTY TYPE: SECURITIES 11,857.00					-1,214.00	
1,207.00		59.9493 KT INTER-TERM FIXED INCOME FUND PROPERTY TYPE: SECURITIES 1,330.00				04/30/1991	05/13/2009	
		59.9493 KT INTER-TERM FIXED INCOME FUND PROPERTY TYPE: SECURITIES 1,330.00					-123.00	
28,617.00		374.327 KT SMALL CAP FUND PROPERTY TYPE: SECURITIES 28,620.00				06/11/1999	01/29/2010	
		374.327 KT SMALL CAP FUND PROPERTY TYPE: SECURITIES 28,620.00					-3.00	
224,275.00		687.63 KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 293,805.00				03/10/1978	01/29/2010	
		687.63 KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 293,805.00					-69,530.00	
34,246.00		105. KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 42,569.00				06/22/2007	01/29/2010	
		105. KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 42,569.00					-8,323.00	
47,619.00		146. KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 59,155.00				08/09/2005	01/29/2010	
		146. KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 59,155.00					-11,536.00	
38,728.00		118.74 KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 42,504.00				07/18/2002	01/29/2010	
		118.74 KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 42,504.00					-3,776.00	
28,219.00		86.521 KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 23,833.00				05/13/2009	01/29/2010	
		86.521 KT VALUE EQUITY FUND PROPERTY TYPE: SECURITIES 23,833.00					4,386.00	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,518.00		50. TELEFONICA S A SPONS ADR PROPERTY TYPE: SECURITIES 3,572.00					01/29/2010 -54.00	04/07/2010
TOTAL GAIN(LOSS)							----- -101,142. =====	

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS ----- ----- -----
TOTALS	4,163. =====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	900.			900.
TOTALS	900.	NONE	NONE	900.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

ME

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: KEYBANK N A

ADDRESS: 4900 TIEDEMAN RD., OH-01-49-0147
BROOKLYN, OH 44144

TELEPHONE NUMBER: (216)813-4556

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

OFFICER NAME:

KEYBANK N A

ADDRESS:

4900 TIEDEMAN RD, OH-01-49-0147

BROOKLYN, OH 44144

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 13,818.

TOTAL COMPENSATION: 13,818.

=====

RECIPIENT NAME:
SHRINERS HOSPITAL FOR CHILDREN
ADDRESS:
PO BOX 863770
ORLANDO, FL 32886
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED USE OF FUNDS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 12,377.

RECIPIENT NAME:
KENTS HILL SCHOOL
ATTN: MONETTE WILSON
ADDRESS:
1614 MAIN STREET
KENTS HILL, ME 04349
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED USE OF FUNDS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 24,752.

TOTAL GRANTS PAID: 37,129.
=====

CHARITABLE TRUSTS HOLDINGS REPORT

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-RG-OFF-ACCOUNT ACCOUNT NAME
 -10-116-0026720 FARWELL WILLIAM
 ;CAL YEAR CODE 0431 AS OF 04-30-2010

T/W TAX ANALYST/NAME
 611 E PEREZ

216-813-4583

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
G98255105	XL CAPITAL LTD FGN COM CL A	4,628.00	0.00	4,387.40	260.000
H5833N103	NOBLE CORP FGN COM	6,713.30	0.00	6,845.90	170.000
H8817H100	TRANSOCEAN LTD FGN COM	5,424.00	0.00	6,323.25	75.000
00724F101	ADOBE SYSTEMS INC COH	3,696.00	0.00	3,560.70	110.000
009158106	AIR PRODUCTS & CHEMICALS INC COH	3,455.10	0.00	3,427.20	45.000
023135106	AMAZON COM INC COH	5,484.00	0.00	4,987.20	40.000
037411105	APACHE CORP COH	2,544.00	0.00	2,470.75	25.000
037833100	APPLE INC COH	7,832.70	0.00	5,724.60	30.000
054303102	AVON PRODS INC COH	4,849.50	0.00	4,531.50	150.000
064149107	BANK OF NOVA SCOTIA FGN COM	5,854.65	0.00	4,853.00	115.000
071813109	BAXTER INTERNATIONAL INC COH	2,124.90	0.00	2,592.90	45.000
088606108	BHP BILLITON LTD SPONS ADR	3,639.50	0.00	3,446.00	50.000
126650100	CVS/CAREMARK CORP COH	6,645.60	0.00	5,853.60	180.000
151020104	CELGENE CORP COH	3,719.40	0.00	3,421.80	60.000
17275R102	CISCO SYS INC COH	8,213.65	0.00	6,868.60	305.000
194162103	COLGATE PALMOLIVE CO COH	4,205.00	0.00	4,009.50	50.000
194198985	KT SHALL CAP FUND	42,327.47	0.00	36,832.90	470.931
194198917	KT FIXED INCOME FUND	341,091.34	0.00	347,986.18	53,557.452

CHARITABLE TRUSTS HOLDINGS REPORT

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 SCAL YEAR CODE 0431 AS OF 04-30-2010

T/W T/W
 TAX ANALYST/NAME
 611 E PEREZ
 216-813-4583

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
222816100	COVANCE INC COH	5,999.70	0.00	6,050.10	105.000
231021106	CUMMINS INC COH	6,139.55	0.00	3,843.70	85.000
254687106	WALT DISNEY CO COH	5,341.80	0.00	4,296.35	145.000
26875F101	EOG RESOURCES INC COH	8,409.00	0.00	6,747.75	75.000
278058102	EATON CORP COH	5,401.20	0.00	4,288.20	70.000
302130109	EXPEDITORS INTL WASH INC COH	3,867.45	0.00	3,253.75	95.000
30231G102	EXXON MOBIL CORP COH	2,371.95	0.00	2,249.45	35.000
31428X106	FEDEX CORP COH	3,150.35	0.00	2,772.70	35.000
35671D857	FREEMONT-MCMORAN COPPER & GOLD COH	3,398.85	0.00	2,987.10	45.000
369604103	GENERAL ELEC CO COH	9,052.80	0.00	7,742.40	480.000
38259P508	GOOGLE INC COH CL A	5,256.95	0.00	5,270.50	10.000
428236103	HEWLETT PACKARD CO COH	8,315.20	0.00	7,510.40	160.000
458140100	INTEL CORP COH	5,253.20	0.00	4,459.70	230.000
45865V100	INTERCONTINENTALEXCHANGE INC COH	4,082.05	0.00	3,334.45	35.000
459902102	INTERNATIONAL GAME TECHNOLOGY COH	3,267.40	0.00	2,851.50	155.000
464287234	ISHARES MSCI EMERGING MKTS INDEX CLOSED-END FUND	60,215.60	0.00	54,745.36	1,432.000
464287465	ISHARES MSCI EAFE INDEX FUND CLOSED-END FUND	67,413.99	0.00	65,047.50	1,239.000
464287499	ISHARES RUSSELL MIDCAP INDEX FD	32,142.61	0.00	27,732.24	347.000

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 611 E PEREZ

216-813-4583

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
46625H100	CLOSED-END FUND JP MORGAN CHASE & CO COM	5,748.30	0.00	5,265.00	135.000
48242W106	KBR INC COM	3,422.40	0.00	2,910.36	155.000
585055106	MEDTRONIC INC COM	5,024.35	0.00	4,949.60	115.000
68389X105	ORACLE CORP COM	8,406.94	0.00	7,504.25	325.000
704549104	PEABODY ENERGY CORP COM	4,905.60	0.00	4,404.75	105.000
74144T108	T ROWE PRICE GROUP INC COM	4,027.80	0.00	3,463.60	70.000
747525103	QUALCOMM INC COM	4,641.60	0.00	4,629.60	120.000
74762E102	QUANTA SERVICES INC COM	2,415.60	0.00	2,194.80	120.000
7495200A1	KT SHORT TERM DEPOSIT FUND	21,407.77	2,312.08	23,719.85	23,719.850
7495200D5	KT INTER-TERM FIXED INCOME FUND	348,929.07	0.00	343,007.58	16,691.098
7495209Q7	KT INTERNATIONAL EQUITY FUND	111,387.43	0.00	110,296.67	6,196.556
7495209R5	KT MID CAP FUND	64,611.76	0.00	59,624.05	404.458
78463V107	SPDR GOLD TRUST FUND CLOSED-END FUND	40,029.92	0.00	36,657.08	347.000
806407102	HENRY SCHEIN INC COM	4,235.00	0.00	3,806.60	70.000
806857108	SCHLUMBERGER LTD FGN COM	7,856.20	0.00	6,970.70	110.000
808513105	SCHWAB CHARLES CORP NEW COM	6,558.60	0.00	6,209.79	340.000
874039100	TAIWAN SEMICONDUCTOR MFG CO SPONS ADR	52.95	0.00	50.75	5.000
881624209	TEVA PHARMACEUTICAL INDS LTD SPONS ADR	7,634.90	0.00	7,368.40	130.000

CHARITABLE TRUSTS HOLDINGS REPORT

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T/W
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 611 E PEREZ

216-813-6583

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
883556102	THERMO FISHER SCIENTIFIC INC COM	6,357.20	0.00	5,338.30	115.000
913017109	UNITED TECHNOLOGIES CORP COM	4,122.25	0.00	3,714.70	55.000
917047102	URBAN OUTFITTERS INC COM	2,817.00	0.00	2,386.50	75.000
92826C839	VISA INC COM CL A	4,060.35	0.00	3,702.60	45.000
983919101	XILINK INC COM	3,610.60	0.00	3,306.80	140.000
989701107	ZIONS BANCORP COM	3,447.60	0.00	2,276.40	120.000

*** TOTAL *** 1,377,238.95 2,312.08 1,327,064.86 110,225.345