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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2009

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 09/01, 2009, and ending 08/31, 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: TUA PHYLLIS W SMITH PVT FDN
 Number and street (or P O box number if mail is not delivered to street address): P O BOX 1802
 Room/suite:
 City or town, state, and ZIP code: PROVIDENCE, RI 02901-1802

A Employer identification number: 59-7258080
 B Telephone number (see page 10 of the instructions): () -

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) ▶ \$ 4,668,739.
 Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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

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 checked="" 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	134,905.	134,489.		STMT 1
5a	Gross rents				
	b Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-38,339.			
	b Gross sales price for all assets on line 6a 296,076.				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	2,800.	4,197.		STMT 4
12	Total. Add lines 1 through 11	99,366.	138,686.		
13	Compensation of officers, directors, trustees, etc.	32,476.	19,485.		12,990.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	980.	NONE	NONE	980.
	c Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 6	3,872.	877.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 7	571.	3,712.		70.
24	Total operating and administrative expenses. Add lines 13 through 23	37,899.	24,074.	NONE	14,040.
25	Contributions, gifts, grants paid	161,353.			161,353.
26	Total expenses and disbursements. Add lines 24 and 25	199,252.	24,074.	NONE	175,393.
27	Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-99,886.			
	b Net investment income (if negative, enter -0-)		114,612.		
	c Adjusted net income (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	NONE	NONE	
	2	Savings and temporary cash investments	268,430.	45,031.	45,031.
	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) ▶ *		*	NONE
		Less: allowance for doubtful accounts ▶	NONE	NONE	NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	160,664.	160,664.	154,266.
	b	Investments - corporate stock (attach schedule)	4,060,302.	4,238,307.	3,989,759.
	c	Investments - corporate bonds (attach schedule)	139,043.	83,739.	75,954.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule)	NONE	NONE	
	12	Investments - mortgage loans	NONE	NONE	
	13	Investments - other (attach schedule)	416,223.	420,565.	403,729.
14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule)				
15	Other assets (describe ▶)	NONE	NONE	NONE	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,044,662.	4,948,306.	4,668,739.	
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	5,044,662.	4,948,306.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	NONE	NONE		
30	Total net assets or fund balances (see page 17 of the instructions)	5,044,662.	4,948,306.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,044,662.	4,948,306.		

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	5,044,662.
2	Enter amount from Part I, line 27a	2	-99,886.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	3,530.
4	Add lines 1, 2, and 3	4	4,948,306.
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	4,948,306.

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			(i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))	
(i) FMV. 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	-38,339.
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	135,374.	4,290,441.	0.03155246745
2007	318,434.	5,201,219.	0.06122295562
2006	184,165.	5,082,567.	0.03623464285
2005	141,704.	4,257,197.	0.03328575116
2004			
2	Total of line 1, column (d)		2 0.16229581708
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 0.04057395427
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4 4,763,805.
5	Multiply line 4 by line 3		5 193,286.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 1,146.
7	Add lines 5 and 6		7 194,432.
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.		8 175,393.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	2,292.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	2,292.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,292.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a		2,700.
b Exempt foreign organizations-tax withheld at source	6b		NONE
c Tax paid with application for extension of time to file (Form 8868)	6c		NONE
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	2,700.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	408.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax		11	408. Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) STMT 9		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV.</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> PRIVATE BANK TAX SERVICES Telephone no. <input type="checkbox"/> (401) 278-6825			
Located at <input type="checkbox"/> P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 <input type="checkbox"/> 02901				
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 <input type="checkbox"/>			
		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.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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. <input type="checkbox"/>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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**
- 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? Yes No **6b**
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? Yes No **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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 10		32,476.	-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 **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	4,652,353.
b	Average of monthly cash balances	1b	183,997.
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	4,836,350.
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	4,836,350.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	72,545.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,763,805.
6	Minimum investment return. Enter 5% of line 5	6	238,190.

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	238,190.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,292.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,292.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	235,898.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	235,898.
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	235,898.

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	175,393.
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	175,393.
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	175,393.

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				235,898.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			146,306.	
b Total for prior years 20____, 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: ▶ \$ 175,393.				
a Applied to 2008, but not more than line 2a			146,306.	
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				29,087.
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.				206,811.
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)

	Tax year				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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 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 11</p>				
Total ▶ 3a				161,353.
<p>b Approved for future payment</p>				
Total ▶ 3b				

**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 LONG-TERM CAPITAL GAIN DIVIDENDS					450.	
50,000.00		50000. PROCTER & GAMBLE PG BOND PROPERTY TYPE: SECURITIES 55,304.00					05/18/2005 -5,304.00	09/15/2009
8,239.00		301.62 BANK NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES 10,244.00					12/29/2005 -2,005.00	11/12/2009
16,672.00		610.38 BANK NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES 18,905.00					05/18/2005 -2,233.00	11/12/2009
4,358.00		125. COACH INC COM PROPERTY TYPE: SECURITIES 4,342.00					10/04/2006 16.00	11/12/2009
25,000.00		2522.704 COLUMBIA SHORT TERM BOND FUND C PROPERTY TYPE: SECURITIES 24,697.00					10/21/2005 303.00	11/12/2009
17,290.00		241. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 15,799.00					10/04/2006 1,491.00	11/12/2009
3,747.00		239. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 8,781.00					05/18/2005 -5,034.00	11/12/2009
3,885.00		290. NOKIA CORPORATION SPONSORED ADR PROPERTY TYPE: SECURITIES 6,600.00					05/03/2006 -2,715.00	11/12/2009
5,225.00		390. NOKIA CORPORATION SPONSORED ADR PROPERTY TYPE: SECURITIES 7,207.00					12/29/2005 -1,982.00	11/12/2009
1,560.00		29. RALCORP HOLDINGS INC W/I PROPERTY TYPE: SECURITIES 1,454.00					12/20/2007 106.00	11/12/2009

**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)	
12,800.00		287. TIDEWATER INC PROPERTY TYPE: SECURITIES 15,489.00					12/20/2007	11/12/2009
							-2,689.00	
18,985.00		445. NOBLE CORP COM PROPERTY TYPE: SECURITIES 27,623.00					06/04/2008	11/12/2009
							-8,638.00	
6,980.00		85. ALLIANT TECHSYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES 9,265.00					09/18/2007	03/05/2010
							-2,285.00	
11,278.00		300. COACH INC COM PROPERTY TYPE: SECURITIES 10,421.00					10/04/2006	03/05/2010
							857.00	
10,151.00		186. COCA COLA CO COM PROPERTY TYPE: SECURITIES 10,527.00					06/04/2008	03/05/2010
							-376.00	
4,639.00		85. COCA COLA CO COM PROPERTY TYPE: SECURITIES 3,602.00					11/22/2005	03/05/2010
							1,037.00	
13,634.00		272. CONOCOPHILLIPS COM PROPERTY TYPE: SECURITIES 13,637.00					05/18/2005	03/05/2010
							-3.00	
13,995.00		200. GOODRICH B F CO PROPERTY TYPE: SECURITIES 13,192.00					09/18/2007	03/05/2010
							803.00	
11,499.00		330. LAM RESEARCH CORP PROPERTY TYPE: SECURITIES 16,341.00					05/03/2006	03/05/2010
							-4,842.00	
6,973.00		500. NOKIA CORPORATION SPONSORED ADR PROPERTY TYPE: SECURITIES 9,240.00					12/29/2005	03/05/2010
							-2,267.00	
10,717.00		576. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 13,742.00					12/20/2007	03/05/2010
							-3,025.00	

**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)	
19,183.00		355. WAL-MART STORES INCORPORATED PROPERTY TYPE: SECURITIES 20,444.00					06/04/2008	03/05/2010
							-1,261.00	
18,037.00		535. WASTE MANAGEMENT INC PROPERTY TYPE: SECURITIES 16,321.00					11/22/2005	03/05/2010
							1,716.00	
779.00		108. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 1,238.00					12/20/2007	07/14/2010
							-459.00	
		.018 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					12/20/2007	08/04/2010
TOTAL GAIN (LOSS)					----- -38,339. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	1,874.	1,874.
ABBOTT LABORATORIES	652.	652.
BANK NEW YORK MELLON CORP COM	82.	82.
CIGNA CORPORATION	14.	14.
CHEVRONTEXACO CORP COM	416.	416.
COACH INC COM	77.	77.
COCA COLA CO COM	902.	902.
COLGATE PALMOLIVE CO	1,218.	1,218.
COLUMBIA LARGE CAP ENHANCED CORE FUND CL	3,553.	3,553.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	16,151.	16,151.
COLUMBIA MARSICO INT'L OPPORTUNITIES FD	1,229.	1,229.
COLUMBIA MID CAP INDEX FUND CLASS Z SHAR	737.	737.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	99.	99.
COLUMBIA CORE BOND FUND CLASS Z SHARES	3,811.	3,811.
COLUMBIA INTERNATIONAL STOCK FUND CLASS	7,316.	7,316.
COLUMBIA DIVIDEND INCOME FUND CLASS Z SH	1,128.	1,128.
COLUMBIA INTERMEDIATE BOND FUND CLASS Z	39,498.	39,498.
COLUMBIA SMALL CAP VALUE I FUND CLASS Z	41.	41.
COLUMBIA U S TREAS INDEX FUND CLASS Z SH	3,138.	3,138.
COLUMBIA MID CAP GROWTH FUND CLASS Z SHA	65.	65.
COLUMBIA CONSERVATIVE HIGH YIELD FUND CL	7,299.	7,299.
COMCAST CORP	170.	170.
CONOCOPHILLIPS COM	804.	804.
DISNEY WALT CO	359.	359.
DOVER CORPORATION	156.	156.
ENERGY CORP NEW COM	816.	419.
EXELON CORP COM	1,754.	1,754.
EXXON MOBIL CORPORATION	2,242.	2,242.
FPL GROUP INC COM	245.	245.
FEDERAL HOME LN MTG CORP DEB	4,219.	4,219.
FEDERAL NATL MTG ASSN NT	4,125.	4,125.
GENERAL ELEC CO	624.	624.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
GENERAL ELEC CAP CORP MTN	5,156.	5,156.
GOLDMAN SACHS GROUP INC	105.	105.
GOODRICH B F CO	158.	158.
HARTFORD FINANCIAL SVCS GRP	83.	83.
HESS CORP COM	67.	67.
HEWLETT PACKARD COMPANY	224.	224.
INTERNATIONAL BUSINESS MACHS	1,150.	1,150.
ISHARES BARCLAYS TIPS BD FUND	684.	665.
ISHARES TR COHEN & STEERS REALTY	1,163.	1,163.
J P MORGAN CHASE & CO COM	245.	245.
JOHNSON & JOHNSON	732.	732.
KIMBERLY CLARK CORP COM	794.	794.
KRAFT FOODS INC CL A COM	582.	582.
LOCKHEED MARTIN CORPORATION	189.	189.
LOWES COMPANIES INCORPORATED	145.	145.
MERCK & CO INC COM	363.	363.
MERCK & CO INC NEW COM	1,090.	1,090.
MICROSOFT CORPORATION	919.	919.
MOLSON COORS BREWING CO CL B	228.	228.
MONSANTO CO NEW COM	217.	217.
NEXTERA ENERGY INC COM	100.	100.
OCCIDENTAL PETROLEUM CORPORATION	208.	208.
PNC BK CORP	90.	90.
PARKER HANNIFIN CORPORATION	76.	76.
PEPSICO INCORPORATED	1,032.	1,032.
PIMCO FOREIGN BOND FUND UNHEDGED INSTL C	318.	318.
PIMCO COMMODITY REALRETURN STRATEGY FUND	3,080.	3,080.
PIMCO DEVELOPING LOCAL MKTS FUND INSTL	240.	240.
PRAXAIR INCORPORATED	884.	884.
PROCTER & GAMBLE PG BOND	1,719.	1,719.
BLACKROCK (PROVIDENT) INSTL TEMP	377.	377.
PRUDENTIAL FINL INC COM	144.	144.
RIO TINTO PLC SPONSORED ADR	225.	225.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ROWE T PRICE INTL FUNDS INC INTL BD FUND	315.	315.
SCHLUMBERGER LIMITED	197.	197.
SCHWAB CHARLES CORP NEW COM	69.	69.
STAPLES INCORPORATED	222.	222.
STATE STREET CORP	16.	16.
TJX COMPANIES INCORPORATED NEW	30.	30.
TARGET CORP	34.	34.
TEXAS INSTRS INC	449.	449.
TIDEWATER INC	72.	72.
US BANCORP DEL COM NEW	172.	172.
UNITED TECHNOLOGIES CORP	2,219.	2,219.
VANGUARD INTL EQUITY INDEX FDS VANGUARD	609.	609.
VERIZON COMMUNICATIONS	855.	855.
WAL-MART STORES INCORPORATED	538.	538.
WASTE MANAGEMENT INC	479.	479.
WELLS FARGO COMPANY	91.	91.
YUM BRANDS INC COM	727.	727.
NOBLE CORP COM	22.	22.
TYCO INTL LTD NEW F COM	188.	188.
	-----	-----
TOTAL	134,905.	134,489.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHICOPEE HYDROELECTRIC LP	2,800.	4,190.
EXCELSIOR MULTI-STRATEGY HEDGE FUNDS OF		7.
TOTALS	2,800.	4,197.

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	980.			980.
TOTALS	980.	NONE	NONE	980.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	295.	
FEDERAL ESTIMATES - PRINCIPAL	2,700.	
FOREIGN TAXES ON QUALIFIED FOR	660.	660.
FOREIGN TAXES ON NONQUALIFIED	217.	217.
TOTALS	3,872.	877.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-INCOME	70.		70.
TRUSTEE/EXECUTOR FEES - NON-AL	501.	501.	
DIVIDEND INVESTMENT EXPENSE -		3,211.	
TOTALS	571.	3,712.	70.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
ADJ CARRYING VALUE	3,530.

TOTAL	3,530.
	=====

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

MA

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

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

1 MONARCH PL
SPRINGFIELD, MA 01144

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 32,476.

TOTAL COMPENSATION: 32,476.

=====

=====

RECIPIENT NAME:
MSPCC OF FRANKLIN COUNTY
ADDRESS:
ATTN: JANET B. MCGEE
BOSTON, MA 02110-1200
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
AMOUNT OF GRANT PAID 40,338.

RECIPIENT NAME:
BAYSTSTE HEALTH FDN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
AMOUNT OF GRANT PAID 40,338.

RECIPIENT NAME:
HOLYOKE HOSPITAL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
AMOUNT OF GRANT PAID 40,338.

RECIPIENT NAME:
SYCAMORE HOUSE ASSOC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
AMOUNT OF GRANT PAID 40,339.

TOTAL GRANTS PAID: 161,353.
=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2009

Name of estate or trust TUA PHYLLIS W SMITH PVT FDN	Employer identification number 59-7258080
---	---

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			450.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-38,789.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-38,339.

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		
14	Net long-term gain or (loss):			
a	Total for year	14a		-38,339.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14 ▶	15		-38,339.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation		
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	
a	The loss on line 15, column (3) or b \$3,000	16 (3,000)

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

- Caution:** Skip this part and complete the worksheet on page 8 of the instructions if:
- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
 - Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)			30
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			31
32	Add lines 30 and 31			32
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			33
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)			34

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

TUA PHYLLIS W SMITH PVT FDN

59-7258080

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 50000. PROCTER & GAMBLE PG BOND	05/18/2005	09/15/2009	50,000.00	55,304.00	-5,304.00
301.62 BANK NEW YORK MELLON CORP COM	12/29/2005	11/12/2009	8,239.00	10,244.00	-2,005.00
610.38 BANK NEW YORK MELLON CORP COM	05/18/2005	11/12/2009	16,672.00	18,905.00	-2,233.00
125. COACH INC COM	10/04/2006	11/12/2009	4,358.00	4,342.00	16.00
2522.704 COLUMBIA SHORT TERM BOND FUND CLASS Z SHAR	10/21/2005	11/12/2009	25,000.00	24,697.00	303.00
241. EXXON MOBIL CORPORATION	10/04/2006	11/12/2009	17,290.00	15,799.00	1,491.00
239. GENERAL ELEC CO	05/18/2005	11/12/2009	3,747.00	8,781.00	-5,034.00
290. NOKIA CORPORATION SPONSORED ADR	05/03/2006	11/12/2009	3,885.00	6,600.00	-2,715.00
390. NOKIA CORPORATION SPONSORED ADR	12/29/2005	11/12/2009	5,225.00	7,207.00	-1,982.00
29. RALCORP HOLDINGS INC W/I	12/20/2007	11/12/2009	1,560.00	1,454.00	106.00
287. TIDEWATER INC	12/20/2007	11/12/2009	12,800.00	15,489.00	-2,689.00
445. NOBLE CORP COM	06/04/2008	11/12/2009	18,985.00	27,623.00	-8,638.00
85. ALLIANT TECHSYSTEMS INCORPORATED	09/18/2007	03/05/2010	6,980.00	9,265.00	-2,285.00
300. COACH INC COM	10/04/2006	03/05/2010	11,278.00	10,421.00	857.00
186. COCA COLA CO COM	06/04/2008	03/05/2010	10,151.00	10,527.00	-376.00
85. COCA COLA CO COM	11/22/2005	03/05/2010	4,639.00	3,602.00	1,037.00
272. CONOCOPHILLIPS COM	05/18/2005	03/05/2010	13,634.00	13,637.00	-3.00
200. GOODRICH B F CO	09/18/2007	03/05/2010	13,995.00	13,192.00	803.00
330. LAM RESEARCH CORP	05/03/2006	03/05/2010	11,499.00	16,341.00	-4,842.00
500. NOKIA CORPORATION SPONSORED ADR	12/29/2005	03/05/2010	6,973.00	9,240.00	-2,267.00
576. SCHWAB CHARLES CORP NEW COM	12/20/2007	03/05/2010	10,717.00	13,742.00	-3,025.00
355. WAL-MART STORES INCORPORATED	06/04/2008	03/05/2010	19,183.00	20,444.00	-1,261.00
535. WASTE MANAGEMENT INC	11/22/2005	03/05/2010	18,037.00	16,321.00	1,716.00
108. FRONTIER COMMUNICATIO NS CORP COM	12/20/2007	07/14/2010	779.00	1,238.00	-459.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					-38,789.00

FEDERAL CAPITAL GAIN DIVIDENDS
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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

COLUMBIA U S TREAS INDEX FUND CLASS Z SHARES	145.00
PIMCO COMMODITY REALRETURN STRATEGY FUND	305.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	-----	450.00
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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		-----	450.00
			=====

Settlement Date



Portfolio Detail

Account: 80-09-901-08996357 TUA PHYLLIS W SMITH PVT FDN

Aug 01, 2010 through Aug. 31, 2010

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash Equivalents									
8,698.260	BLACKROCK TEMP FUND INSTL SHARES (FORMERLY PROVIDENT) (Income Investment)	743884579	\$8,698.26	\$28.09	\$8,698.26 1,000	\$0.00	\$0.00	\$21.57	0.2%
36,332.590	BLACKROCK TEMP FUND INSTL SHARES (FORMERLY PROVIDENT)	743884579	36,332.59	7.78	36,332.59 1,000	0.00	0.00	90.10	0.2
Total Cash Equivalents			\$45,030.85	\$35.87	\$45,030.85	\$0.00	\$0.00	\$111.67	0.2%
Total Cash/Currency			\$45,030.85	\$35.87	\$45,030.85	\$0.00	\$0.00	\$111.67	0.2%

Equities

(2) Industry Sector Codes	CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy	FIN = Financials HEA = Health Care IND = Industrials	IFT = Information Technology MAT = Materials OEQ = Other Equities	TEL = Telecommunication Services UTL = Utilities				
U.S. Large Cap								
388.000	ABBOTT LABS Ticker: ABT	002824100 HEA	\$19,143.92 49,340	\$0.00	\$19,095.03 49,214	\$48.89	\$682.88	3.6%
100.000	AMGEN INC Ticker: AMGN	031162100 HEA	5,104.00 51,040	0.00	5,527.49 55,275	-423.49	0.00	0.0
222.000	APPLE INC Ticker: AAPL	037833100 IFT	53,988.20 243,100	0.00	41,322.53 186,138	12,645.67	0.00	0.0
1,122.000	AT&T INC Ticker: T	00206R102 TEL	30,327.66 27,030	0.00	27,651.78 24,645	2,675.88	1,884.96	6.2
200.000	CHEVRON CORP Ticker: CVX	166764100 ENR	14,816.00 74,080	144.00	15,445.00 77,225	-629.00	576.00	3.9
1,905.000	CISCO SYS INC Ticker: CSCO	17275R102 IFT	38,071.43 19,985	0.00	36,566.47 19,195	1,504.96	0.00	0.0
400.000	COCA COLA CO Ticker: KO	191216100 CNS	22,353.00 55,883	0.00	16,952.00 42,380	5,401.00	704.00	3.1

(1) Market Value in the Portfolio Detail section does not include Accrued Income

Settlement Date



Portfolio Detail

Account: 80-09-901-0896357 TUA PHYLLIS W SMITH PVT FDN

Aug. 01, 2010 through Aug. 31, 2010

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)										
U.S. Large Cap (cont)										
628,000	COLGATE PALMOLIVE CO Ticker: CL	194162103 CNS		46,371.52 73.840	0.00		43,178.30 68.755	3,193.22	1,331.36	2.9
3,639,010	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES Ticker: GSFTX	19765N245 OEQ		41,339.15 11.360	0.00		50,000.00 13.740	-8,660.85	1,128.09	2.7
21,756,246	COLUMBIA LARGE CAP ENHANCED CORE FUND CLASS Z SHARES Ticker: NMIMX	19765H347 OEQ		221,696.15 10.190	0.00		293,462.45 13.489	-71,766.30	3,546.27	1.6
600,000	COMCAST CORP NEW CL A COM Ticker: CMCSA	20030N101 CND		10,257.00 17.095	0.00		9,170.28 15.284	1,086.72	226.80	2.2
200,000	CONOCOPHILLIPS Ticker: COP	20825C104 ENR		10,486.00 52.430	110.00		10,027.00 50.135	459.00	440.00	4.2
1,027,000	DISNEY WALT CO COM DISNEY Ticker: DIS	254687106 CND		33,418.58 32.540	0.00		33,802.83 32.914	-384.25	359.45	1.1
265,000	ENERGY CORP NEW Ticker: ETR	29364G103 UTL		20,892.60 78.840	219.95		30,548.51 115.277	-9,655.91	879.80	4.2
835,000	EXELON CORP Ticker: EXC	30161N101 UTL		34,001.20 40.720	438.38		41,478.90 49.675	-7,477.70	1,753.50	5.2
866,000	EXPRESS SCRIPTS INC Ticker: ESRX	302182100 HEA		36,891.60 42.600	0.00		30,109.74 34.769	6,781.86	0.00	0.0
1,200,000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR		70,932.00 59.110	528.00		67,352.19 56.127	3,579.81	2,112.00	3.0
1,500,000	GENERAL ELEC CO Ticker: GE	389604103 IND		21,720.00 14.480	0.00		55,110.00 36.740	-33,390.00	720.00	3.3
100,000	GILEAD SCIENCES INC Ticker: GILD	375558103 HEA		3,183.00 31.830	0.00		4,681.46 46.815	-1,498.46	0.00	0.0
100,000	GOLDMAN SACHS GROUP INC Ticker: GS	38141G104 FIN		13,693.00 136.930	35.00		17,831.75 178.318	-4,138.75	140.00	1.0
417,000	HARTFORD FINL SVCS GROUP INC Ticker: HIG	416515104 FIN		8,409.85 20.168	20.85		30,357.60 72.800	-21,947.75	83.40	1.0

Settlement Date



Portfolio Detail

Account: 80-09-901-0896357 TUA PHYLLIS W SMITH PVT FDN

Aug. 01, 2010 through Aug 31, 2010

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
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Equities (cont)

U.S. Large Cap (cont)

168,000	HESS CORP Ticker: HES	42809H107 ENR		8,442.00 50.250	0.00	14,980.14 89,168	-6,538.14	67.20	0.8
700,000	HEWLETT PACKARD CO Ticker: HPQ	428236103 IFT		26,915.00 38.450	0.00	20,615.00 29,450	6,300.00	224.00	0.8
500,000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101 IFT		61,565.00 123.130	325.00	41,230.55 82,461	20,334.45	1,300.00	2.1
1,226,000	J.P. MORGAN CHASE & CO Ticker: JPM	46625H100 FIN		44,577.36 36.360	0.00	54,793.85 44,693	-10,216.49	245.20	0.6
364,000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA		20,755.28 57.020	196.56	24,251.06 66,624	-3,495.78	786.24	3.8
315,000	KIMBERLY CLARK CORP Ticker: KMB	494366103 CNS		20,286.00 64.400	0.00	18,363.71 58,297	1,922.29	831.60	4.1
502,000	KRAFT FOODS INC CL A COM Ticker: KFT	50075N104 CNS		15,014.82 29.910	0.00	16,627.50 33,123	-1,612.68	582.32	3.9
100,000	LOCKHEED MARTIN CORP Ticker: LMT	539830109 IND		6,952.00 69.520	63.00	7,396.50 73,965	-444.50	252.00	3.6
500,000	LOWES COS INC Ticker: LOW	548661107 CND		10,140.00 20.280	0.00	10,676.50 21,353	-536.50	220.00	2.2
956,000	MERCK & CO INC NEW COM Ticker: MRK	58933Y105 HEA		33,612.96 35.160	0.00	49,775.59 52,067	-16,162.63	1,453.12	4.3
1,767,000	MICROSOFT CORP Ticker: MSFT	594918104 IFT		41,462.66 23.465	229.71	45,288.21 25,630	-3,825.55	918.84	2.2
205,000	MONSANTO CO NEW COM Ticker: MON	61166W101 MAT		10,793.25 52.650	0.00	9,802.59 47,818	990.66	229.60	2.1
200,000	NEXTERA ENERGY INC Ticker: NEE	65339F101 UTL		10,746.00 53.730	100.00	11,767.57 58,838	-1,021.57	400.00	3.7
200,000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR		14,616.00 73.080	0.00	16,317.00 81,585	-1,701.00	304.00	2.1
100,000	PARKER HANNIFIN CORP Ticker: PH	701094104 IND		5,916.00 59.160	27.00	5,532.45 55,325	383.55	108.00	1.8

Settlement Date



Portfolio Detail

Account: 80-09-901-08996357 TUA PHYLLIS W SMITH PVT FDN

Aug 01, 2010 through Aug. 31, 2010

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap (cont)									
564,000	PEPSICO INC Ticker: PEP	713448108 CNS	36,197.52 64.180	0.00	31,897.02 56.555	4,300.50	1,082.88	3.0	
300,000	PNC FINL SVCS GROUP INC Ticker: PNC	693475105 FIN	15,297.00 50.990	0.00	16,279.41 54.265	-982.41	120.00	0.8	
520,000	PRAXAIR INC Ticker: PX	74005P104 MAT	44,735.60 86.030	0.00	28,130.80 54.098	16,604.80	936.00	2.1	
206,000	PRUDENTIAL FINL INC Ticker: PRU	744320102 FIN	10,423.60 50.600	0.00	18,888.91 91.694	-8,465.31	144.20	1.4	
235,000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	808857108 ENR	12,532.55 53.330	49.35	17,039.26 72.507	-4,506.71	197.40	1.6	
733,000	SOUTHWESTERN ENERGY CO Ticker: SWN	845467109 ENR	23,983.76 32.720	0.00	23,867.74 32.562	116.02	0.00	0.0	
700,000	STAPLES INC Ticker: SPLS	855030102 CND	12,439.00 17.770	0.00	16,417.15 23.453	-3,978.15	252.00	2.0	
409,000	STATE STR CORP Ticker: STT	857477103 FIN	14,347.72 35.080	0.00	32,564.46 79.620	-18,216.74	16.36	0.1	
200,000	TARGET CORP Ticker: TGT	87612E106 CND	10,232.00 51.160	50.00	10,671.00 53.355	-439.00	200.00	2.0	
936,000	TEXAS INSTRS INC Ticker: TXN	882508104 IFT	21,546.72 23.020	0.00	31,181.72 33.314	-9,635.00	449.28	2.1	
150,000	THERMO FISHER SCIENTIFIC CORP Ticker: TMO	883556102 HEA	6,318.00 42.120	0.00	6,662.25 44.415	-344.25	0.00	0.0	
200,000	TJX COS INC NEW Ticker: TJX	872540109 CND	7,938.00 39.690	30.00	8,302.50 41.513	-364.50	120.00	1.5	
1,370,000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	89,337.70 65.210	582.25	72,387.38 52.838	16,950.32	2,329.00	2.6	
900,000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	18,720.00 20.800	0.00	26,305.49 29.228	-7,585.49	180.00	1.0	
450,000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	13,288.50 29.530	0.00	18,374.86 40.833	-5,086.36	855.00	6.4	

Settlement Date



Portfolio Detail

Account: 80-09-901-08996357 TUA PHYLLIS W SMITH PVT FDN

Aug. 01, 2010 through Aug. 31, 2010

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)										
U.S. Large Cap (cont)										
300.000	WAL-MART STORES INC Ticker: WMT	931142103	CNS	15,042.00 50.140	90.75	17,276.25 57.588		-2,234.25	363.00	2.4
455.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101	FIN	10,715.25 23.550	22.75	13,852.47 30.445		-3,137.22	91.00	0.8
866.000	YUM BRANDS INC Ticker: YUM	988498101	CND	36,112.20 41.700	0.00	21,736.60 25.100		14,375.60	727.44	2.0
Total U.S. Large Cap				\$1,488,077.31	\$3,262.55	\$1,638,924.80		-\$150,847.49	\$32,554.19	2.2%
U.S. Mid Cap										
340.000	CIGNA CORP Ticker: CI	125509109	HEA	\$10,954.80 32.220	\$0.00	\$18,199.95 53.529		-\$7,245.15	\$13.60	0.1%
7,091.657	COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES Ticker: CLSPX	19765P232	OEQ	146,939.13 20.720	0.00	153,954.69 21.709		-7,015.56	63.82	0.0
6,870.852	COLUMBIA MID CAP INDEX FUND CLASS Z SHARES Ticker: NMPAX	19765J608	OEQ	63,555.38 9.250	0.00	81,416.19 11.850		-17,860.81	735.18	1.2
1,195.187	COLUMBIA MID CAP VALUE FUND CLASS Z SHARES Ticker: NAMA X	19765J830	OEQ	12,908.02 10.800	0.00	19,114.00 15.992		-6,205.98	99.20	0.8
200.000	DOVER CORP Ticker: DOV	260003108	IND	8,952.00 44.760	55.00	8,213.00 41.065		739.00	220.00	2.5
276.000	LABORATORY CORP AMER HLDGS NEW COM Ticker: LH	50540R409	HEA	20,043.12 72.620	0.00	21,554.75 78.097		-1,511.63	0.00	0.0
300.000	MDLSON COORS BREWING CO CL B COM Ticker: TAP	60871R209	CNS	13,068.00 43.560	84.00	13,665.72 45.552		-597.72	336.00	2.6
200.000	NAVISTAR INTL CORP NEW Ticker: NAV	69394E108	IND	8,376.00 41.880	0.00	7,073.00 35.365		1,303.00	0.00	0.0
500.000	PRINCIPAL FINL GROUP INC Ticker: PFG	74251V102	FIN	11,525.00 23.050	0.00	12,795.05 25.590		-1,270.05	250.00	2.2

Settlement Date



Portfolio Detail

Account: 80-09-901-08996357 TUA PHYLLIS W SMITH PVT FDN

Aug. 01, 2010 through Aug 31, 2010

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
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Equities (cont)

U.S. Mid Cap (cont)

Total U.S. Mid Cap										
				\$296,321.45	\$139.00	\$335,986.35		-\$39,664.90	\$1,717.80	0.6%
U.S. Small Cap										
5,416.568	COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHARES Ticker: PSCP X	19765J723 OEQ		\$49,399.10 9.120	\$0.00	\$80,161.51 14.799		-\$30,762.41	\$0.00	0.0%
191.250	COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES Ticker: CSCZ X	19765N567 OEQ		7,093.46 37.090	0.00	8,133.86 42.530		-1,040.40	41.31	0.6
Total U.S. Small Cap										
				\$56,492.56	\$0.00	\$88,295.37		-\$31,802.81	\$41.31	0.1%

International Developed

17,791.707	COLUMBIA INTERNATIONAL STOCK FUND CLASS Z SHARES Ticker: CMIS X	19765L736 OEQ		\$183,788.33 10.330	\$0.00	\$263,317.26 14.800		-\$79,528.93	\$6,725.27	3.7%
10,298.141	COLUMBIA MARSICO INTERNATIONAL OPPORTUNITIES FD CLASS Z SHARES Ticker: NMCOA X	19765H636 OEQ		103,496.32 10.050	0.00	118,587.18 11.515		-15,090.86	1,009.22	1.0
500.000	RIO TINTO PLC SPONSORED ADR UNITED KINGDOM Ticker: RTP	767204100 MAT		25,215.00 50.430	224.00	15,036.87 30.074		10,178.13	449.00	1.8
300.000	TYCO INTL LTD NEW F.COM SWITZERLAND Ticker: TYC	H89128104 IND		11,184.00 37.280	0.00	10,681.05 35.604		502.95	253.20	2.3
Total International Developed										
				\$323,683.65	\$224.00	\$407,622.36		-\$83,938.71	\$8,436.69	2.6%

Emerging Markets

1,600.000	VANGUARD INTL EQUITY INDEX FDS VANGUARD EMERGING MKTS ETF Ticker: VVWO	922042858 OEQ		\$65,280.00 40.800	\$0.00	\$64,602.00 40.376		\$678.00	\$872.00	1.3%
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Settlement Date

Bank of America



Portfolio Detail

Account: 80-09-901-0896357 TUA PHYLLIS W SMITH PVT FDN

Aug 01, 2010 through Aug. 31, 2010

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)										
Emerging Markets (cont)										
Total Emerging Markets				\$65,280.00	\$0.00	\$64,502.00	\$678.00	\$872.00	\$872.00	1.3%
Total Equities				\$2,229,854.97	\$3,625.55	\$2,535,430.88	-\$305,575.91	\$43,621.99	\$43,621.99	2.0%
Fixed Income										
Investment Grade Taxable										
75,000.000	2010 GENERAL ELEC CAP CORP MTN	36962GVS0		\$75,954.00 101.272	\$1,518.22	\$83,738.55 111.651		-\$7,784.55	\$5,156.25	6.8% 1.0
75,000.000	2011 FEDERAL HOME LN MTG CORP DEB	3134A4D7		77,156.25 102.875	1,945.31	80,589.84 107.453		-3,433.59	4,218.75	5.5 0.3
75,000.000	DTD 03/15/01 5.625% DUE 03/15/11 Moody's: AAA S&P: AAA	31359MHK2		77,109.75 102.813	1,902.08	80,074.22 106.766		-2,964.47	4,125.00	5.4 0.3
9,505.703	DTD 03/26/01 5.500% DUE 03/15/11 Moody's: AAA S&P: AAA	19765L371		106,273.76 11.180	294.49	100,000.00 10.520		6,273.76	3,631.18	3.4
82,686.205	COLUMBIA CORE BOND FUND CLASS Z SHARES	19765N468		760,713.09 9.200	2,951.62	727,576.42 8.799		33,136.67	35,885.81	4.7
48,739.042	COLUMBIA INTERMEDIATE BOND FUND CLASS Z SHARES	19765H362		486,903.03 9.990	1,160.09	475,302.73 9.752		11,600.30	15,547.75	3.2
9,149.131	COLUMBIA SHORT TERM BOND FUND CLASS Z SHARES	19765N617		107,868.25 11.790	236.86	100,000.00 10.930		7,868.25	2,955.17	2.7
300.000	COLUMBIA U S TREAS INDEX FUND CLASS Z SHARES	46428T176		32,472.00 108.240	0.00	31,355.04 104.517		1,116.96	809.40	2.5
Total Investment Grade Taxable				\$1,724,450.13	\$10,008.67	\$1,678,636.80	\$45,813.33	\$72,329.31	\$72,329.31	4.2%

Settlement Date



Portfolio Detail

Account: 80-09-901-0896357 TUA PHYLLIS W SMITH PVT FDN

Aug. 01, 2010 through Aug. 31, 2010

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
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Fixed Income (cont)

International Developed Bonds

1,941.040	PIMCO FOREIGN BOND FUND UNHEDGED INSTL CL	722005220	\$20,982.64 10.810	\$0.00	\$20,000.00 10.304	\$982.64	\$547.37	2.6%
1,981.443	ROWET PRICE INTL FDS INC INTL BD FD	77956H104	19,695.54 9.940	0.00	20,000.00 10.094	-304.46	503.29	2.6
	Total International Developed Bonds		\$40,678.18	\$0.00	\$40,000.00	\$678.18	\$1,050.66	2.6%

Global High Yield Taxable

12,744.448	COLUMBIA CONSERVATIVE HIGH YIELD FUND CLASS Z SHARES	19765P323	\$97,367.58 7.640	\$600.77	\$107,342.42 8.423	-\$9,974.84	\$7,328.06	7.5%
1,988.023	PIMCO DEVELOPING LOCAL MKTS FUND INSTL	72201F409	19,857.35 10.090	0.00	20,000.00 10.162	-142.65	393.60	2.0
	Total Global High Yield Taxable		\$117,224.93	\$600.77	\$127,342.42	-\$10,117.49	\$7,721.66	6.6%

Total Fixed Income

\$1,882,353.24 **\$10,609.44** **\$1,845,979.22** **\$36,374.02** **\$81,101.63** **4.3%**

Hedge Funds

Hedge Fund of Funds

435.423	EXCELSIOR MULTI-STRATEGY HEDGE FUND OF FUNDS (TE) LLC (VALUATION AS OF 07/31/10)	3007229Y3	\$387,623.13 890.222	\$0.00	\$399,317.00 917.078	-\$11,693.87	\$0.00	0.0%
	Total Hedge Fund of Funds		\$387,623.13	\$0.00	\$399,317.00	-\$11,693.87	\$0.00	0.0%

Total Hedge Funds

\$387,623.13 **\$0.00** **\$399,317.00** **-\$11,693.87** **\$0.00** **0.0%**

Private Equity

Private Equity Other

2.800	CHICOPEE HYDROELECTRIC LP	991020298	\$16,105.60 5,752.000	\$0.00	\$21,248.00 7,588.571	-\$5,142.40	\$0.00	0.0%
	Total Private Equity Other		\$16,105.60	\$0.00	\$21,248.00	-\$5,142.40	\$0.00	0.0%

Settlement Date

Bank of America



Portfolio Detail

Aug. 01, 2010 through Aug 31, 2010

Account: 80-09-901-0896357 TUA PHYLLIS W SMITH PVT FDN

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Private Equity (cont)									
	Private Equity Other (cont)		\$16,105.60	\$0.00	\$21,248.00		-\$5,142.40	\$0.00	0.0%
	Total Private Equity								

Real Estate									
	Public REITs								
1,000.000	ISHARES TR COHEN & STEERS REALTY MAJORS	464287564	\$59,950.00 59.950	\$0.00	\$51,300.00 51.300		\$8,650.00	\$1,842.00	3.1%
	Total Public REITs		\$59,950.00	\$0.00	\$51,300.00		\$8,650.00	\$1,842.00	3.1%
	Total Real Estate		\$59,950.00	\$0.00	\$51,300.00		\$8,650.00	\$1,842.00	3.1%

Tangible Assets									
	Commodities								
6,138.756	PIMCO COMMODITY REALRETURN STRATEGY FUND	722005667	\$47,820.91 7.790	\$0.00	\$50,000.00 8.145		-\$2,179.09	\$4,462.88	9.3%
	Total Commodities		\$47,820.91	\$0.00	\$50,000.00		-\$2,179.09	\$4,462.88	9.3%
	Total Tangible Assets		\$47,820.91	\$0.00	\$50,000.00		-\$2,179.09	\$4,462.88	9.3%

	Total Portfolio		\$4,668,738.70	\$14,270.86	\$4,948,305.95		-\$279,567.25	\$131,140.17	2.8%
	Accrued Income		\$14,270.86						
	Total		\$4,683,009.56						