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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

2009Department 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 **DEC 29, 2009**, and ending **SEP 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 THALENFELD FAMILY CHARITABLE TRUST		A Employer identification number 27-6379432
	Number and street (or P.O. box number if mail is not delivered to street address) C/O PNC BANK, 620 LIBERTY AVENUE		B Telephone number 412-762-3792
	City or town, state, and ZIP code PITTSBURGH, PA 15222-2705		C If exemption application is pending, 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		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 595,514.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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).)		(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	556,511.		N/A	
2	Check ☐ if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments	2.	2.		STATEMENT 2
3	Dividends and interest from securities	7,940.	7,940.		STATEMENT 3
4	5a Gross rents				
5	b Net rental income or (loss)				
6	6a Net gain or (loss) from sale of assets not on line 10	16,849.			STATEMENT 1
7	b Gross sales price for all assets on line 6a	215,728.			
8	7 Capital gain net income (from Part IV, line 2)		20,567.		
9	8 Net short-term capital gain				
10	9 Income modifications				
11	10a Gross sales less returns and allowances				
12	b Less Cost of goods sold				
13	c Gross profit or (loss)				
14	11 Other income	10.	0.		STATEMENT 4
15	12 Total Add lines 1 through 11	581,312.	28,509.		
16	13 Compensation of officers, directors, trustees, etc	2,263.	2,150.		113.
17	14 Other employee salaries and wages				
18	15 Pension plans, employee benefits				
19	16 Legal fees STMT 5	5,387.	1,077.		4,310.
20	17 Accounting fees				
21	18 Other professional fees				
22	19 Interest				
23	20 Taxes STMT 6	4.	4.		0.
24	21 Depreciation and depletion				
25	22 Occupancy				
26	23 Travel, conferences, and meetings				
27	24 Printing and publications				
28	25 Other expenses STMT 7	1,250.	400.		850.
29	26 Total operating and administrative expenses. Add lines 13 through 23	8,904.	3,631.		5,273.
30	27 Contributions, gifts, grants paid	30,000.			30,000.
31	28 Total expenses and disbursements. Add lines 24 and 25	38,904.	3,631.		35,273.
32	29 Subtract line 26 from line 12:				
33	a Excess of revenue over expenses and disbursements	542,408.			
34	b Net investment income (if negative, enter -0-)		24,878.		
35	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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				8,296.	8,296.
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 9	0.	296,598.	339,364.		
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other STMT 10	0.	237,504.	247,854.		
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)	0.	542,398.	595,514.		
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27 Capital stock, trust principal, or current funds	0.	540,699.			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
	29 Retained earnings, accumulated income, endowment, or other funds	0.	1,699.			
	30 Total net assets or fund balances	0.	542,398.			
	31 Total liabilities and net assets/fund balances	0.	542,398.			

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	0.
2 Enter amount from Part I, line 27a	2	542,408.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	542,408.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	10.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	542,398.

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 SALES OF PUBLICLY TRADED SECURITIES	P		
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 215,728.		195,161.	20,567.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			20,567.
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	20,567.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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.)

N/A

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 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			
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
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.	8	

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	498.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	498.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	498.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		498.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		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. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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? If "Yes," attach a conformed copy of the changes		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? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► <u>N/A</u>			
14	The books are in care of ► <u>PNC BANK, N.A.</u>	Telephone no. ► <u>412-762-3792</u>	
	Located at ► <u>620 LIBERTY AVENUE, PITTSBURGH, PA</u>	ZIP+4 ► <u>15222-2705</u>	
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	N/A

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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		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?		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	
If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

☐ 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?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
PNC BANK, N.A. 620 LIBERTY AVENUE PITTSBURGH, PA 15222-2705	TRUSTEE 1.00	2,263.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

0

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 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions.	
3 N/A	
	0.
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	437,521.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	437,521.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	437,521.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,563.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	430,958.
6	Minimum investment return. Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	16,294.

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

1	Minimum investment return from Part X, line 6	1	16,294.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	498.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	498.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	15,796.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	15,796.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	15,796.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	35,273.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	35,273.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	35,273.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				15,796.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 35,273.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				15,796.
e Remaining amount distributed out of corpus	19,477.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	19,477.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	19,477.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009	19,477.			

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
<i>a Paid during the year</i>				
FAMILY SERVICES OF WYOMING COUNTY 31 W MARKET STREET WILKES-BARRE, PA 18702	NONE	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000.
TEMPLE ISRAEL 236 S RIVER STREET WILKES-BARRE, PA 18702	NONE	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000.
TEMPLE B'NAI B'RITH 408 WYOMING AVENUE KINGSTON , PA 18704	NONE	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000.
JEWISH COMMUNITY CENTER OF WYOMING VALLEY 60 S RIVER STREET WILKES-BARRE, PA 18702	NONE	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000.
JEWISH FEDERATION OF GREATER WILKES-BARRE 60 S RIVER STREET WILKES-BARRE, PA 18702	NONE	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000.
TEMPLE SHALOM 4630 PINE RIDGE ROAD NAPLES, FL 34119	NONE	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000.
Total				30,000.
<i>b Approved for future payment</i>				
NONE				
Total				0.

Part XVII

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

- a** Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
(2) Other assets

- b Other transactions:**

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here

Signature of officer or trustee

Date _____

ASSISTANT VICE PRESIDENT

Title

Preparer's
signature

Date _____

Check if self-employed	
------------------------	--

Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code

EIN

Phone no.

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2009

Name of the organization

Employer identification number

THALENFELD FAMILY CHARITABLE TRUST**27-6379432**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

THALENFELD FAMILY CHARITABLE TRUST

27-6379432

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DAVID R. THALENFELD TRUST #60-63-006-3881978 1600 MARKET STREET PHILADELPHIA, PA 19103	\$ 30,203.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	DAVID R. THALENFELD TRUST #60-63-006-3881978 1600 MARKET STREET PHILADELPHIA, PA 19103	\$ 526,308.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Employer identification number

27-6379432

[illegible]

Name of organization

Employer identification number

THALENFELD FAMILY CHARITABLE TRUST**27-6379432****Part III**

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	GAIN OR (LOSS) FROM SALE OF ASSETS	STATEMENT	1
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(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALES OF PUBLICLY TRADED SECURITIES		PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
215,728.	198,879.	0.	0.	16,849.
CAPITAL GAINS DIVIDENDS FROM PART IV				0.
TOTAL TO FORM 990-PF, PART I, LINE 6A				16,849.

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
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SOURCE	AMOUNT
MONEY MARKET & OTHER TEMPORARY INVESTMENTS	2.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TRUST INVESTMENT INCOME	7,940.	0.	7,940.
TOTAL TO FM 990-PF, PART I, LN 4	7,940.	0.	7,940.

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
RETURN OF CAPITAL	10.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	10.	0.		

FORM 990-PF	LEGAL FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	5,387.	1,077.		4,310.
TO FM 990-PF, PG 1, LN 16A	5,387.	1,077.		4,310.

FORM 990-PF	TAXES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	4.	4.		0.
TO FORM 990-PF, PG 1, LN 18	4.	4.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM 1023 APPLICATION FEE	850.	0.		850.
TRANSACTION CHARGES	25.	25.		0.
ACCOUNT MAINTENANCE FEE	375.	375.		0.
TO FORM 990-PF, PG 1, LN 23	1,250.	400.		850.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
RETURN OF CAPITAL CARRYING VALUE ADJUSTMENT	10.
TOTAL TO FORM 990-PF, PART III, LINE 5	10.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS	296,598.	339,364.
TOTAL TO FORM 990-PF, PART II, LINE 10B	296,598.	339,364.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - FIXED	COST	162,299.	172,232.
MUTUAL FUNDS - EQUITY	COST	75,205.	75,622.
TOTAL TO FORM 990-PF, PART II, LINE 13		237,504.	247,854.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 11

NAME OF CONTRIBUTOR

ADDRESS

DAVID R. THALENFELD TRUST
#60-63-006-3881978

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

PNC CHARITABLE TRUST GRANT REVIEW COMMITTEE
ONE PNC PLAZA, 249 5TH AVENUE, 20TH FLOOR
PITTSBURGH, PA 15222

TELEPHONE NUMBER

412-762-4106

FORM AND CONTENT OF APPLICATIONS

SEE WEBSITE:WWW.PNC.COM FOR APPLICATION SUBMISSION GUIDELINES.
ORGANIZATIONS INTERESTED IN SUBMITTING A GRANT PROPOSAL MUST SUBMIT A
PRELIMINARY LETTER OF INQUIRY,OR MAY CALL FOR SUBMISSION PRE APPROVAL.

ANY SUBMISSION DEADLINES

SEE WEBSITE: WWW.PNC.COM UNDER SPECIAL SEGMENTS,"NON-PROFITS & GOVT,INST."-
SELECT "CHAR TR GRANTS"

RESTRICTIONS AND LIMITATIONS ON AWARDS

SEE WEBSITE:WWW.PNC.COM UNDER SPECIAL SEGMENTS,"NON-PROFITS & GOVT. INST.",
SELECT "CHAR. TR GRANTS".

BALANCE SHEET

03-031

SUMMARY OF INVESTMENTS

AS OF 09/30/10

PAGE 1

ACCOUNT
21-60-501-3842809

THALENFELD CHARITABLE TRUST CONS

	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET
PRINCIPAL CASH						
CASH EQUIVALENTS	6,597.01	6,597.01	6,597.01	1.111	4.88	.074
FIXED INCOME MUTUAL FUNDS - FIXED	162,299.34	161,591.57	172,231.59	29.004	4,292.69	2.492
EQUITIES COMMON STOCK MUTUAL FUNDS - EQUITY	296,597.94 75,204.62	291,703.26 74,640.36	339,363.61 75,622.15	57.150 12.735	6,654.76 829.04	1.961 1.096
TOTAL EQUITIES	371,802.56	366,343.62	414,985.76	69.885	7,483.80	1.803
TOTAL PRINCIPAL ASSETS	540,698.91	534,532.20	593,814.36	100.000	11,781.37	1.984
CASH EQUIVALENTS	1,699.45	1,699.45	1,699.45	100.000	1.26	.074
ACCOUNT TOTAL	542,398.36	536,231.65	595,513.81		11,782.63	1.979



STATEMENT OF INVESTMENTS

AS OF 09/30/10

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ACCOUNT
21-60-501-3842809

THALENFELD CHARITABLE TRUST CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
CASH EQUIVALENTS								
3,757.910	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 ACCOUNT 21-60-001-3842809	3,757.91	3,757.91	3,757.91	.631	2.78	.074	1.000
2,839.100	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 ACCOUNT 21-60-880-3842809	2,839.10	2,839.10	2,839.10	.477	2.10	.074	1.000
1,699.450	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 ACCOUNT 21-60-001-3842809	1,699.45	1,699.45	1,699.45	.285	1.26	.074	1.000
TOTAL CASH EQUIVALENTS		8,296.46	8,296.46	8,296.46	1.393	6.14	.074	
COMMON STOCK								
55.000	PARKER HANNIFIN CORP	3,220.52	3,220.52	3,853.30	.647	70.40	1.827	70.060
44.000	AMGEN INC	2,593.89	2,593.89	2,424.84	.407			55.110
70.000	METLIFE INC.	2,490.63	2,490.63	2,691.50	.452	51.80	1.925	38.450
69.000	EMERSON ELECTRIC CO	3,305.36	3,305.36	3,633.54	.610	95.22	2.621	52.660
62.000	3M COMPANY	4,391.49	4,391.59	5,376.02	.903	130.20	2.422	86.710
120.000	AMERICAN ELECTRIC POWER INC	4,229.25	4,229.25	4,347.60	.730	220.80	5.079	36.230



STATEMENT OF INVESTMENTS

AS OF 09/30/10

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ACCOUNT
21-60-501-3842809

THALENFELD CHARITABLE TRUST CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
64.000	DOLBY LABORATORIES INC CLASS A	2,145.22	2,133.24	3,635.84	.611			56.810
85.000	COOPER INDUSTRIES PLC SEDOL B40K911 ISIN IE00B40K9117	3,700.98	3,700.98	4,159.05	.698	91.80	2.207	48.930
100.000	COVIDIEN PLC SEDOL:B3QN1M2 ISIN:IE00B3QN1M21	5,066.08	5,066.08	4,019.00	.675	80.00	1.991	40.190
42.000	CORE LABORATORIES N V	2,851.76	2,851.76	3,697.68	.621	10.08	.273	88.060
172.000	AT&T INC	4,926.54	4,605.92	4,919.20	.826	295.84	6.014	28.600
77.000	ALLERGAN INC	3,009.54	3,009.54	5,122.81	.860	15.40	.301	66.530
28.000	AMAZON COM INC	3,326.45	3,326.45	4,397.68	.738			157.060
73.000	AMERICAN EXPRESS CO	3,020.15	3,020.15	3,068.19	.515	52.56	1.713	42.030
161.000	AMERISOURCEBERGEN CORP	5,184.20	5,184.20	4,936.26	.829	64.40	1.305	30.660
88.000	AMERIPRISE FINANCIAL INC-W/I	3,388.00	3,388.00	4,165.04	.699	63.36	1.521	47.330
70.000	APACHE CORPORATION	5,991.15	5,991.15	6,863.20	1.149	42.00	.614	97.760
51.000	APPLE INC	4,454.96	4,494.79	14,471.25	2.430			283.750
281.000	BANK OF AMERICA CORP	4,633.00	4,633.00	3,681.66	.618	11.24	.305	13.102
118.000	BROADCOM CORP	3,261.41	3,261.41	4,176.02	.701	37.76	.904	35.390
119.000	CAPITAL ONE FINANCIAL CORP	4,676.10	4,686.23	4,706.45	.790	23.80	.506	39.550

STATEMENT OF INVESTMENTS

AS OF 09/30/10

ACCOUNT
21-60-501-3842809

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THALENFELD CHARITABLE TRUST CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
139.000	CELANESE CORP-SERIES A	3,577.55	3,577.55	4,461.90	.749	27.80	.623	32.100
104.000	CENTURYLINK INC	3,526.48	3,526.48	4,103.84	.689	301.60	7.349	39.460
121.000	CHEVRON CORPORATION	8,976.84	8,976.84	9,807.05	1.647	348.48	3.553	81.050
70.000	CHUBB CORP	3,614.22	3,528.73	3,989.30	.670	103.60	2.597	56.990
232.000	CISCO SYSTEMS INC	4,541.81	4,191.45	5,080.80	.853			21.900
1,235.000	CITIGROUP INC	5,246.68	5,246.68	4,828.85	.811			3.910
118.000	COACH INC	3,572.59	3,576.60	5,069.28	.851	70.80	1.397	42.960
65.000	COCA COLA CO	3,629.09	3,629.09	3,803.80	.639	114.40	3.008	58.520
41.000	CUMMINS INC	1,983.18	2,070.15	3,713.78	.624	43.05	1.159	90.580
92.000	DOLLAR TREE INC	2,369.27	2,336.17	4,485.92	.753			48.760
69.000	DOVER CORP	3,305.30	3,305.30	3,602.49	.605	75.90	2.107	52.210
79.000	DUPONT E I DE NEMOURS & CO	3,291.27	3,291.27	3,524.98	.592	129.56	3.675	44.620
254.000	EMC CORP	4,416.31	4,416.31	5,158.74	.866			20.310
71.000	EQUITY RESIDENTIAL SH BEN INT REIT	3,206.40	3,206.40	3,377.47	.567	129.93	3.847	47.570
144.000	EXXON MOBIL CORP	7,750.73	6,239.34	8,897.76	1.494	253.44	2.848	61.790
377.000	FORD MOTOR COMPANY	4,498.59	4,498.60	4,614.48	.775			12.240
301.000	GENERAL ELECTRIC CO	5,018.07	5,020.96	4,891.25	.821	168.56	3.446	16.250

STATEMENT OF INVESTMENTS

AS OF 09/30/10

ACCOUNT
21-60-501-3842809

THALENFELD CHARITABLE TRUST CONS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
158.000	GENERAL MILLS INC	5,035.46	5,035.34	5,773.32	.969	176.96	3.065	36.540
14.000	GOOGLE INC-CL A	5,324.77	5,194.47	7,361.06	1.236			525.790
122.000	THE HERSHEY COMPANY	5,859.02	5,859.02	5,805.98	.975	156.16	2.690	47.590
88.000	HEWLETT-PACKARD CO	4,183.22	4,183.22	3,702.16	.622	28.16	.761	42.070
189.000	INTEL CORP	3,897.11	3,829.89	3,628.80	.609	137.03	3.776	19.200
50.000	INTERNATIONAL BUSINESS MACHS CORP	5,609.28	5,480.09	6,707.00	1.126	130.00	1.938	134.140
223.000	JPMORGAN CHASE & CO	8,358.70	8,111.28	8,487.38	1.425	44.60	.525	38.060
72.000	JOHNSON & JOHNSON	4,411.26	4,237.56	4,461.12	.749	155.52	3.486	61.960
180.000	LIMITED BRANDS INC	4,492.70	4,492.70	4,820.40	.809	144.00	2.987	26.780
210.000	MATTEL INC	4,546.58	4,546.58	4,926.60	.827	174.30	3.538	23.460
85.000	MERCK & CO INC	3,262.30	3,262.30	3,128.85	.525	129.20	4.129	36.810
328.000	MICROSOFT CORP	9,006.47	8,621.27	8,032.72	1.349	209.92	2.613	24.490
154.000	NATIONAL OILWELL VARCO INC	6,487.92	6,487.92	6,848.38	1.150	67.76	.989	44.470
260.000	ORACLE CORP	3,776.06	3,425.21	6,981.00	1.172	52.00	.745	26.850
51.000	PPG INDUSTRIES INC	3,240.78	3,240.78	3,712.80	.623	112.20	3.022	72.800
102.000	PEPSICO INC	6,210.40	6,076.72	6,776.88	1.138	195.84	2.890	66.440
428.000	PFIZER INC	8,407.94	8,392.18	7,348.76	1.234	342.40	4.659	17.170



STATEMENT OF INVESTMENTS

AS OF 09/30/10

ACCOUNT
21-60-501-3842809

THALENFELD CHARITABLE TRUST CONS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
70.000	PRICE T ROWE GROUP INC	2,629.12	2,629.12	3,504.55	.588	75.60	2.157	50.065
123.000	PROCTER & GAMBLE CO	7,196.60	7,032.35	7,376.31	1.239	237.02	3.213	59.970
55.000	SHIRE PLC SPONSORED ADR	3,660.12	3,660.15	3,700.40	.621	18.98	.513	67.280
74.000	JM SMUCKER CO/THE-NEW COM WI	4,493.55	4,493.55	4,479.22	.752	130.24	2.908	60.530
138.000	STARBUCKS CORP	3,824.32	3,824.32	3,525.90	.592	71.76	2.035	25.550
61.000	UNION PACIFIC CORP	4,533.57	4,533.57	4,989.80	.838	92.72	1.858	81.800
74.000	UNITED TECHNOLOGIES CORP	3,767.54	3,420.21	5,271.02	.885	125.80	2.387	71.230
143.000	UNITEDHEALTH GROUP INC	3,950.62	3,950.62	5,020.73	.843	71.50	1.424	35.110
121.000	VIACOM INC CLASS B WI	2,819.05	2,819.05	4,378.99	.735	72.60	1.658	36.190
103.000	WAL-MART STORES INC	5,591.34	5,027.57	5,512.56	.926	124.63	2.261	53.520
220.000	WELLS FARGO & COMPANY	5,635.11	5,627.97	5,525.30	.928	44.00	.796	25.115
101.000	WISCONSIN ENERGY CORP	3,995.97	3,986.19	5,837.80	.980	210.08	3.599	57.800
	TOTAL COMMON STOCK	296,597.94	291,703.26	339,363.61	56.980	6,654.76	1.961	
	MUTUAL FUNDS - FIXED							
1,059.535	BLACKROCK LOW DURATION INSTITUTIONAL CLASS FUND #331	10,139.75	10,139.75	10,277.49	1.726	293.58	2.857	9.700
1,485.000	ISHARES BARCLAYS TR U S TIP ETF	152,159.59	151,451.82	161,954.10	27.196	3,999.11	2.469	109.060



STATEMENT OF INVESTMENTS

AS OF 09/30/10

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THALENFELD CHARITABLE TRUST CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
	TOTAL MUTUAL FUNDS - FIXED	162,299.34	161,591.57	172,231.59	28.922	4,292.69	2.492	
	MUTUAL FUNDS - EQUITY							
	638.872 BARON SMALL CAP FUND FUND #583	11,664.46	11,061.27	13,352.42	2.242			20.900
	351.206 CALAMOS GROWTH FUND CL - A FD # 606	15,000.00	15,000.00	16,664.72	2.798			47.450
	804.889 HARBOR INTERNATIONAL FUND CLASS INS	48,540.16	48,579.09	45,605.01	7.658	829.04	1.818	56.660
	TOTAL MUTUAL FUNDS - EQUITY	75,204.62	74,640.36	75,622.15	12.698	829.04	1.096	
	TOTAL INVESTMENTS	542,398.36	536,231.65	595,513.81	100.000	11,782.63	1.978	



ACCOUNT SUMMARY

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THALENFELD CHARITABLE TRUST CONS

	INCOME CASH	INCOME CARRYING VALUE	PRINCIPAL CASH	PRINCIPAL CARRYING VALUE
YOUR TRUST ACCOUNT BALANCES ON 09/30/10 WERE	0.00	1,699.45	0.00	540,698.91
DURING THE PERIOD INCOME WAS RECEIVED FROM				
NO DIVIDENDS THIS PERIOD				
NO NON-TAXABLE INTEREST INCOME THIS PERIOD				
NO TAXABLE INTEREST INCOME THIS PERIOD				
NO RENTAL INCOME THIS PERIOD				
THUS TOTAL INCOME RECEIVED EQUATED				
NO CONTRIBUTIONS WERE RECEIVED THIS PERIOD				
NO SALES THIS PERIOD				
NO INCOME OR PRINCIPAL TRANSFERS THIS PERIOD				
NO PURCHASES THIS PERIOD				
EXPENSES INCURRED DURING THIS PERIOD WERE				
NO FEES CHARGED THIS PERIOD				
NO OTHER EXPENSES THIS PERIOD				
FOR TOTAL EXPENSES OF				
NO PAYMENTS WERE MADE TO OR FOR YOU THIS PERIOD				
YOUR CURRENT BALANCES AS OF 09/30/10 ARE	0.00	1,699.45	0.00	540,698.91



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INCOME	PRINCIPAL

21.27 12.88-P



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-TRANSACTION- DATE	DESCRIPTION	-CODES- TRAN TAX INDV	HISTORY	- C A S H - INCOME	PRINCIPAL	INVEST/UNITS*
03-01-10	ISI GROUP INC 02/24 SALE 50 SHS @ 83.0277 MISC .06 COMM 2.00 FEDEX CORPORATION	085 830	9197 40760-00006 03-01-10		4,149.33	3,834.80- 50.000-
03-01-10	GOLDMAN, SACHS & CO. 02/24 SALE 90 SHS @ 45.3921 MISC .05 COMM 3.60 ILLINOIS TOOL WORKS INC	085 830	0005 40760-00008 03-01-10		4,081.63	4,145.40- 90.000-
03-01-10	ABEL NOSER CORP 02/24 SALE 43 SHS @ 39.651 MISC .02 COMM .86 SCRIPPS NETWORKS INTERAC CL A	085 830	3621 40760-00011 03-01-10		1,704.11	1,740.64- 43.000-
03-01-10	MERRILL LYNCH PROFESSIONAL CLR 02/24 SALE 130 SHS @ 21.5182 MISC .04 COMM 2.60 WILLIAMS COMPANIES INC	085 830	0551 40760-00013 03-01-10		2,794.73	2,840.36- 130.000-
03-04-10	ABEL NOSER CORP 02/25 SALE 67 SHS @ 39.2173 MISC .04 COMM 1.34 SCRIPPS NETWORKS INTERAC CL A	085 830	3621 40763-00001 03-04-10		2,626.18	2,712.16- 67.000-
03-08-10	GOLDMAN, SACHS & CO. 03/03 SALE 70 SHS @ 63.2198 MISC .06 COMM 2.80 MEDCO HEALTH SOLUTIONS INC	085 830	0005 40767-00002 03-08-10		4,422.53	2,544.24- 70.000-
03-15-10	GOLDMAN, SACHS & CO. 03/10 SALE 170 SHS @ 18.5043 MISC .04 COMM 6.80 TALISMAN ENERGY INC SEDOL 2125600 ISIN GA87425E1034	085 830	0005 40774-00004 03-15-10		3,138.89	2,667.30- 170.000-
03-15-10	MERRILL LYNCH PROFESSIONAL CLR 03/10 SALE 150 SHS @ 22.725 MISC .05 COMM 3.00 WILLIAMS COMPANIES INC	085 830	0551 40774-00005 03-15-10		3,405.70	3,277.33- 150.000-
04-05-10	BROWN BROTHERS HARRIMAN & CO 03/30 SALE 30 SHS @ 109.5015 MISC .06 COMM 1.20 GRAINGER W W INC	085 830	0010 40795-00001 04-05-10		3,283.79	2,613.00- 30.000-

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-TRANSACTION- DATE DESCRIPTION		-CODES- TRAN TAX INDV		HISTORY	- C A S H - INCOME		PRINCIPAL	INVEST/UNITS.
05-07-10	ABEL NOSER CORP 05/04 SALE 79 SHS @ 39.2435 MISC .05 COMM .79 CAMERON INTL CORP	085	830	3621	40827-00001 05-07-10		3,099.39	3,468.44- 79,000-
05-07-10	BARCLAYS CAPITAL LE 05/04 SALE 30 SHS @ 150.2014 MISC .08 COMM 1.20 GOLDMAN SACHS GROUP INC	085	830	9299	40827-00004 05-07-10		4,504.76	3,510.43- 30,000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 49.61 COMM .01 COOPER INDUSTRIES PLC SEDOL B40K911 ISIN IE00B40K9117	085	830	0067	40837-00001 05-17-10		49.60	43.44- 1,000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 44.99 COMM .02 COVIDIEN PLC SEDOL: B3QN1M2 ISIN: IE00B3QN1M21	085	830	0067	40837-00002 05-17-10		89.96	101.74- 2,000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 36.45 COMM .02 NOBLE CORPORATION SEDOL: B65Z9D7 ISIN: CH0033347318	085	830	0067	40837-00003 05-17-10		72.88	60.97- 2,000-
05-17-10	INSTINET 05/12 SALE 3 SHS @ 25.61 COMM .03 AT&T INC	085	830	0067	40837-00004 05-17-10		76.80	86.31- 3,000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 62.37 COMM .01 ALLERGAN INC	085	830	0067	40837-00005 05-17-10		62.36	39.09- 1,000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 33.39 COMM .02 AMERICAN ELECTRIC POWER INC	085	830	0067	40837-00006 05-17-10		66.76	70.58- 2,000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 43.54 MISC .01 COMM .01 AMERICAN EXPRESS CO	085	830	0067	40837-00007 05-17-10		43.53	41.43- 1,000-

-TRANSACTION- DATE DESCRIPTION		-CODES- TRAN TAX INDV		HISTORY	- C A S H - INCOME PRINCIPAL		INVEST/UNITS
05-17-10	INSTINET 05/12 SALE 1 SHS @ 41.47 COMM .01 AMERICAN TOWER CORP CL A	085	830	0067 40837-00008 05-17-10		41.46	38.50- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 46.25 COMM .01 AMERIPRISE FINANCIAL INC-W/I	085	830	0067 40837-00009 05-17-10		46.24	38.50- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 56.23 MISC .01 COMM .01 AMGEN INC	085	830	0067 40837-00010 05-17-10		56.21	59.66- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 97.52 MISC .01 COMM .01 APACHE CORPORATION	085	830	0067 40837-00011 05-17-10		97.51	85.59- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 261.71 MISC .01 COMM .01 APPLE INC	085	830	0067 40837-00012 05-17-10		261.69	80.48- 1.000-
05-17-10	MKM PARTNERS LLC 05/12 SALE 90 SHS @ 44.9399 MISC .07 COMM 2.25 BAXTER INTERNATIONAL INC	085	830	8046 40837-00014 05-17-10		4,042.27	4,725.72- 90.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 33.76 COMM .01 BROADCOM CORP	085	830	0067 40837-00015 05-17-10		33.75	26.52- 1.000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 29.57 COMM .02 CELANESE CORP-SERIES A	085	830	0067 40837-00017 05-17-10		59.12	51.42- 2.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 51.38 COMM .01 CHUBB CORP	085	830	0067 40837-00018 05-17-10		51.37	51.65- 1.000-
05-17-10	INSTINET 05/12 SALE 3 SHS @ 26.52 COMM .03 CISCO SYSTEMS INC	085	830	0067 40837-00019 05-17-10		79.53	57.99- 3.000-

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-TRANSACTION- DATE DESCRIPTION		-CODES- TRAN TAX INDV	HISTORY	- C A S H - INCOME PRINCIPAL		INVEST/UNITS
05-17-10	INSTINET 05/12 SALE 2 SHS @ 41.79 COMM .02 COACH INC	085 830	0067 40837-00021 05-17-10	83.56		60.07- 2,000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 82.64 MISC .01 COMM .01 COLGATE-PALMOLIVE CO	085 830	0067 40837-00022 05-17-10	82.62		72.22- 1,000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 73.71 COMM .01 CUMMINS INC	085 830	0067 40837-00023 05-17-10	73.70		46.02- 1,000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 67.76 COMM .01 DOLBY LABORATORIES INC CLASS A	085 830	0067 40837-00024 05-17-10	67.75		32.76- 1,000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 60.66 MISC .01 COMM .01 DOLLAR TREE INC	085 830	0067 40837-00025 05-17-10	60.64		37.54- 1,000-
05-17-10	INSTINET 05/12 SALE 3 SHS @ 18.96 COMM .03 EMC CORP	085 830	0067 40837-00026 05-17-10	56.85		51.51- 3,000-
05-17-10	INSTINET 05/12 SALE 3 SHS @ 22.27 COMM .03 EBAY INC	085 830	0067 40837-00027 05-17-10	66.78		65.37- 3,000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 49.728 COMM .01 EMERSON ELECTRIC CO	085 830	0067 40837-00028 05-17-10	49.72		48.02- 1,000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 64.78 COMM .02 EXXON MOBIL CORP	085 830	0067 40837-00029 05-17-10	129.54		107.31- 2,000-

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05-17-10	INSTINET 05/12 SALE 4 SHS @ 12.61 COMM .04 FORD MOTOR COMPANY	085 830	0067 40837-00030 05-17-10		50.40	45.96- 4.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 71.64 MISC .01 COMM .01 FREEPORT MCORMAN COPPER & GOLD INC	085 830	0067 40837-00031 05-17-10		71.62	51.62- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 72.72 COMM .01 GENERAL MILLS INC	085 830	0067 40837-00033 05-17-10		72.71	63.74- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 57.96 COMM .01 HESS CORPORATION	085 830	0067 40837-00034 05-17-10		57.95	62.14- 1.000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 22.80 COMM .02 INTEL CORP	085 830	0067 40837-00035 05-17-10		45.58	41.59- 2.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 130.05 MISC .01 COMM .01 INTERNATIONAL BUSINESS MACHS CORP	085 830	0067 40837-00036 05-17-10		130.03	111.93- 1.000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 24.39 MISC .01 COMM .02 INTERNATIONAL PAPER CO	085 830	0067 40837-00037 05-17-10		48.75	39.36- 2.000-
05-17-10	INSTINET 05/12 SALE 3 SHS @ 41.13 COMM .03 JPMORGAN CHASE & CO	085 830	0067 40837-00038 05-17-10		123.36	112.48- 3.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 64.75 COMM .01 JOHNSON & JOHNSON	085 830	0067 40837-00039 05-17-10		64.74	61.35- 1.000-

-TRANSACTION- DATE DESCRIPTION		-CODES- TRAN TAX INDV		HISTORY	- C A S H - INCOME PRINCIPAL		INVEST/UNITS
05-17-10	INSTINET 05/12 SALE 3 SHS @ 31.64 COMM .03 JOHNSON CONTROLS INC	085	830	0067 40837-00040 05-17-10		94.89	73.26- 3.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 56.62 COMM .01 KOHLS CORP	085	830	0067 40837-00041 05-17-10		56.61	45.54- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 68.11 MISC .01 COMM .01 MCKESSON CORPORATION	085	830	0067 40837-00042 05-17-10		68.09	57.87- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 33.77 COMM .01 MERCCK & CO INC	085	830	0067 40837-00043 05-17-10		33.76	38.38- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 43.40 MISC .01 COMM .01 METLIFE INC.	085	830	0067 40837-00044 05-17-10		43.39	35.54- 1.000-
05-17-10	INSTINET 05/12 SALE 5 SHS @ 29.20 COMM .05 MICROSOFT CORP	085	830	0067 40837-00045 05-17-10		145.95	137.48- 5.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 84.16 COMM .01 OCCIDENTAL PETROLEUM CORP	085	830	0067 40837-00046 05-17-10		84.15	65.99- 1.000-
05-17-10	INSTINET 05/12 SALE 4 SHS @ 24.52 COMM .04 ORACLE CORP	085	830	0067 40837-00047 05-17-10		98.04	57.64- 4.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 66.78 MISC .01 COMM .01 PPG INDUSTRIES INC	085	830	0067 40837-00048 05-17-10		66.76	63.59- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 68.80 MISC .01 COMM .01 PARKER HANNIFIN CORP	085	830	0067 40837-00049 05-17-10		68.78	58.63- 1.000-

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05-17-10	INSTINET 05/12 SALE 2 SHS @ 66.96 COMM .02 PEPSICO INC	085 830 0067	40837-00050 05-17-10		133.90	121.73- 2.000-
05-17-10	INSTINET 05/12 SALE 4 SHS @ 16.78 COMM .04 PFIZER INC	085 830 0067	40837-00051 05-17-10		67.08	84.16- 4.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 54.62 MISC .01 COMM .01 PRICE T ROWE GROUP INC	085 830 0067	40837-00052 05-17-10		54.61	37.45- 1.000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 62.63 COMM .02 PROCTER & GAMBLE CO	085 830 0067	40837-00054 05-17-10		125.24	116.08- 2.000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 38.17 MISC .01 COMM .02 QUALCOMM INC	085 830 0067	40837-00055 05-17-10		76.31	85.82- 2.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 61.11 COMM .01 ROCKWELL AUTOMATION INC	085 830 0067	40837-00056 05-17-10		61.10	41.58- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 53.95 MISC .01 COMM .01 ROSS STORES INC	085 830 0067	40837-00057 05-17-10		53.94	38.17- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 65.99 MISC .01 COMM .01 SCHLUMBERGER LTD SEDOL 2779201 ISIN AN8068571086	085 830 0067	40837-00058 05-17-10		65.97	40.59- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 65.80 MISC .01 COMM .01 SHIRE PLC SPONSORED ADR	085 830 0067	40837-00059 05-17-10		65.78	66.73- 1.000-

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05-17-10	INSTINET 05/12 SALE 1 SHS @ 57.95 COMM .01 JM SMUCKER CO/THE-NEW COM WI	085 830	0067 40837-00060 05-17-10		57.94	60.75- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 85.67 MISC .01 COMM .01 3M COMPANY	085 830	0067 40837-00062 05-17-10		85.65	70.39- 1.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 72.99 COMM .01 UNITED TECHNOLOGIES CORP	085 830	0067 40837-00064 05-17-10		72.98	49.83- 1.000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 30.01 COMM .02 UNITEDHEALTH GROUP INC	085 830	0067 40837-00065 05-17-10		60.00	55.18- 2.000-
05-17-10	INSTINET 05/12 SALE 2 SHS @ 33.76 COMM .02 VIACOM INC CLASS B WI	085 830	0067 40837-00066 05-17-10		67.50	46.16- 2.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 52.26 COMM .01 WAL-MART STORES INC	085 830	0067 40837-00067 05-17-10		52.25	54.52- 1.000-
05-17-10	INSTINET 05/12 SALE 3 SHS @ 33.40 COMM .03 WELLS FARGO & COMPANY	085 830	0067 40837-00068 05-17-10		100.17	76.83- 3.000-
05-17-10	INSTINET 05/12 SALE 1 SHS @ 51.57 COMM .01 WISCONSIN ENERGY CORP	085 830	0067 40837-00069 05-17-10		51.56	39.33- 1.000-
05-27-10	MACQUARIE SECURITIES (USA) INC 05/24 SALE 89 SHS @ 39.9469 MISC .06 COMM 3.56 AMERICAN TOWER CORP CL A	085 830	8920 40847-00001 05-27-10		3,551.65	3,426.27- 89.000-
05-27-10	BARCLAYS CAPITAL LE 05/24 SALE 79 SHS @ 51.2375 MISC .07 COMM 3.16 KOHLS CORP	085 830	9299 40847-00003 05-27-10		4,044.53	3,597.46- 79.000-

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06-02-10	MKM PARTNERS LLC 05/27 SALE 30 SHS @ 98.742 MISC .05 COMM .75 FRANKLIN RESOURCES INC	085 830 8046	40853-00002 06-02-10		2,961.46	2,735:10- 30,000-
06-11-10	MERRILL LYNCH PROFESSIONAL CLR 06/08 SALE 108 SHS @ 26.7677 MISC .05 COMM 2.16 NOBLE CORPORATION SEDOL: B65Z9D7 ISIN: CH0033347318	085 830 0551	40862-00001 06-11-10		2,888.70	3,287.44- 108,000-
06-16-10	ABEL NOSER CORP 06/08 SALE 39 SHS @ 60.8308 MISC .04 COMM .78 FREEPORT MCMORAN COPPER & GOLD INC	085 830 3621	40867-00001 06-16-10		2,371.58	2,013.18- 39,000-
06-21-10	WELLS FARGO SECS LLC 06/16 SALE 177 SHS @ 22.1957 MISC .07 COMM 4.43 EBAY INC	085 830 9252	40872-00003 06-21-10		3,924.14	3,857.03- 177,000-
07-06-10	INSTINET 06/30 SALE 2 SHS @ 58.73 MISC .01 COMM .02 ALLERGAN INC	085 830 0067	40887-00004 07-06-10		117.43	78.17- 2,000-
07-06-10	INSTINET 06/30 SALE 1 SHS @ 36.68 MISC .01 COMM .01 AMERIPRISE FINANCIAL INC-W/I	085 830 0067	40887-00009 07-06-10		36.66	38.50- 1,000-
07-06-10	INSTINET 06/30 SALE 3 SHS @ 40.78 MISC .01 COMM .03 CAPITAL ONE FINANCIAL CORP	085 830 0067	40887-00015 07-06-10		122.30	117.89- 3,000-
07-06-10	INSTINET 06/30 SALE 79 SHS @ 79.07 MISC .11 COMM .79 COLGATE-PALMOLIVE CO	085 830 0067	40887-00022 07-06-10		6,245.63	5,705.51- 79,000-
07-06-10	INSTINET 06/30 SALE 1 SHS @ 10.3808 MISC .01 COMM .01 FORD MOTOR COMPANY	085 830 0067	40887-00030 07-06-10		10.36	11.49- 1,000-

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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DATE	-TRANSACTION- DESCRIPTION	-CODES- TRAN TAX INDV	HISTORY	- C A S H - INCOME	PRINCIPAL	INVEST/UNITS
07-06-10	INSTINET 06/30 SALE 7 SHS @ 14.5609 COMM .07 GENERAL ELECTRIC CO	085 830	0067 40887-00031 07-06-10		101.85	116.70- 7.000-
07-06-10	INSTINET 06/30 SALE 128 SHS @ 22.99 MISC .05 COMM 1.28 INTERNATIONAL PAPER CO	085 830	0067 40887-00038 07-06-10		2,941.39	2,519.04- 128.000-
07-06-10	INSTINET 06/30 SALE 20 SHS @ 203.26 MISC .07 COMM .20 MASTERCARD INC CL A	085 830	0067 40887-00043 07-06-10		4,064.93	4,050.70- 20.000-
07-06-10	INSTINET 06/30 SALE 59 SHS @ 67.88 MISC .07 COMM .59 MCKESSON CORPORATION	085 830	0067 40887-00045 07-06-10		4,004.26	3,414.03- 59.000-
07-06-10	INSTINET 06/30 SALE 4 SHS @ 35.20 COMM .04 MERCK & CO INC	085 830	0067 40887-00046 07-06-10		140.76	153.52- 4.000-
07-06-10	INSTINET 06/30 SALE 2 SHS @ 78.50 MISC .01 COMM .02 OCCIDENTAL PETROLEUM CORP	085 830	0067 40887-00049 07-06-10		156.97	131.99- 2.000-
07-06-10	INSTINET 06/30 SALE 118 SHS @ 33.275 MISC .07 COMM 1.18 QUALCOMM INC	085 830	0067 40887-00056 07-06-10		3,925.20	5,063.39- 118.000-
07-06-10	INSTINET 06/30 SALE 2 SHS @ 49.69 MISC .01 COMM .02 ROCKWELL AUTOMATION INC	085 830	0067 40887-00057 07-06-10		99.35	83.17- 2.000-
07-15-10	CASH IN LIEU OF .500 FRACTIONAL SHARES/PAR AT 42.5400 PER SHARE/BOND DOLLAR TREE INC	085 833	9999 40896-00001 07-15-10		21.27	12.88- .500-
07-21-10	ABEL NOSER CORP 07/16 SALE 77 SHS @ 79.2961 MISC .11 COMM 1.54 OCCIDENTAL PETROLEUM CORP	085 830	3621 40902-00002 07-21-10		6,104.15	5,081.52- 77.000-

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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-TRANSACTION-		- C A S H -		INVEST/UNITS	
DATE	DESCRIPTION	TRAN TAX INDV	HISTORY	INCOME	PRINCIPAL
08-09-10	MKM PARTNERS LLC 08/04 SALE 172 SHS @ 29.1379 MISC .09 COMM 2.58 JOHNSON CONTROLS INC	085 830	8046 40921-00003 08-09-10		5,009.05
08-09-10	GOLDMAN, SACHS & CO. 08/04 SALE 44 SHS @ 62.8482 MISC .05 COMM 1.76 SCHLUMBERGER LTD SEDOL 2779201 ISIN AN8068571086	085 830	0005 40921-00005 08-09-10		2,763.51
08-18-10	BARCLAYS CAPITAL INC./LE 08/13 SALE 12 SHS @ 78.0087 MISC .02 COMM .48 CUMMINS INC	085 830	0229 40930-00002 08-18-10		935.61
08-18-10	GOLDMAN, SACHS & CO. 08/13 SALE 17 SHS @ 56.9794 MISC .02 COMM .68 DOLBY LABORATORIES INC CLASS A	085 830	0005 40930-00003 08-18-10		967.95
08-18-10	MERRILL LYNCH PROFESSIONAL CLR 08/13 SALE 71 SHS @ 49.2657 MISC .06 COMM 1.42 ROSS STORES INC	085 830	0551 40930-00005 08-18-10		3,496.38
08-20-10	BARCLAYS CAPITAL LE 08/17 SALE 25 SHS @ 80.9032 MISC .04 COMM .63 CUMMINS INC	085 830	9299 40932-00004 08-20-10		2,021.92
08-20-10	CITATION GROUP/EQUITY & MUNIS 08/17 SALE 87 SHS @ 52.0396 MISC .08 COMM 3.48 ROCKWELL AUTOMATION INC	085 830	9053 40932-00007 08-20-10		4,523.89
09-30-10	INSTINET 09/27 SALE 51 SHS @ 57.7509 MISC .05 COMM 1.02 HESS CORPORATION	085 830	0067 40973-00003 09-30-10		2,944.22

DATE	-TRANSACTION- DESCRIPTION	-CODES- TRAN TAX INDV	HISTORY	INCOME	- C A S H - PRINCIPAL	INVEST/UNITS
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TOTALS FOR TAX CODE 081	LONG TERM CAPITAL GAIN DISTRIBUTION				.12	
TOTALS FOR TAX CODE 830	SALES			79,440.38		73,099.87-P
TOTALS FOR TAX CODE 831	SALES-COLLECTIVE FUNDS			20,000.00		20,494.28-P
				<u>99,440.38</u>		<u>93,594.15</u>

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5846.35

11,002.95

16,849.30

-TRANSACTION- DATE DESCRIPTION		-CODES- TRAN TAX INDV		HISTORY	C A S H - INCOME	PRINCIPAL	INVEST/UNITS
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 25.32 MISC .01 COMM .40 AT&T INC	085	830	0100 40732-00004 02-01-10		252.79	287.70- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 80 SHS @ 27.83 MISC .03 COMM 3.20 AECOM TECHNOLOGY CORP	085	830	0100 40732-00005 02-01-10		2,223.17	2,235.20- 80.000-
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 38.54 MISC .01 COMM .40 AMERICAN EXPRESS CO	085	830	0100 40732-00007 02-01-10		384.99	414.30- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 203.95 MISC .03 COMM .40 APPLE INC	085	830	0100 40732-00008 02-01-10		2,039.07	804.81- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 100 SHS @ 24.3017 MISC .04 COMM 4.00 BRISTOL MYERS SQUIBB CO	085	830	0100 40732-00010 02-01-10		2,426.13	2,228.73- 100.000-
02-01-10	BNY CONVERGEX 01/27 SALE 90 SHS @ 45.47 MISC .06 COMM 3.60 CSX CORP	085	830	0100 40732-00011 02-01-10		4,088.64	2,814.30- 90.000-
02-01-10	BNY CONVERGEX 01/27 SALE 100 SHS @ 54.3117 MISC .07 COMM 4.00 COCA COLA CO	085	830	0100 40732-00014 02-01-10		5,427.10	4,873.09- 100.000-
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 65.62 MISC .01 COMM .40 EXXON MOBIL CORP	085	830	0100 40732-00017 02-01-10		655.79	536.54- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 50 SHS @ 48.96 MISC .04 COMM 2.00 FPL GROUP INC	085	830	0100 40732-00018 02-01-10		2,445.96	2,837.00- 50.000-

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DATE	-TRANSACTION- DESCRIPTION	-CODES- TRAN TAX INDV	HISTORY	- C A S H - INCOME	PRINCIPAL	INVEST/UNITS
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 71.13 MISC .01 COMM .40 FREEPORT MCMORAN COPPER & GOLD INC	085 830	0100 40732-00022 02-01-10		710.89	516.20- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 20 SHS @ 151.92 MISC .04 COMM .80 GOLDMAN SACHS GROUP INC	085 830	0100 40732-00025 02-01-10		3,037.56	2,340.29- 20.000-
02-01-10	BNY CONVERGEX 01/27 SALE 110 SHS @ 27.8012 MISC .04 COMM 4.40 HOME DEPOT INC	085 830	0100 40732-00026 02-01-10		3,053.69	2,978.80- 110.000-
02-01-10	BNY CONVERGEX 01/27 SALE 60 SHS @ 48.81 MISC .04 COMM 2.40 ITT CORPORATION	085 830	0100 40732-00027 02-01-10		2,926.16	3,353.61- 60.000-
02-01-10	BNY CONVERGEX 01/27 SALE 20 SHS @ 23.81 MISC .01 COMM .80 INTERNATIONAL PAPER CO	085 830	0100 40732-00028 02-01-10		475.39	393.60- 20.000-
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 38.97 MISC .01 COMM .40 JPMORGAN CHASE & CO	085 830	0100 40732-00030 02-01-10		389.29	374.94- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 60 SHS @ 63.15 MISC .05 COMM 2.40 JOHNSON & JOHNSON	085 830	0100 40732-00031 02-01-10		3,786.55	3,680.88- 60.000-
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 29.08 MISC .01 COMM .40 JOHNSON CONTROLS INC	085 830	0100 40732-00032 02-01-10		290.39	244.20- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 50 SHS @ 81.44 MISC .06 COMM 2.00 LUBRIZOL CORP	085 830	0100 40732-00033 02-01-10		4,069.94	3,041.00- 50.000-

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -

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ACCOUNT 3842809 THALENFELD CHARITABLE TRUST

DATE	-TRANSACTION- DESCRIPTION	-CODES- TRAN TAX INDV	HISTORY	- C A S H - INCOME	PRINCIPAL	INVEST/UNITS
02-01-10	BNY CONVERGEX 01/27 SALE 90 SHS @ 28.42 MISC .04 COMM 3.60 OWENS ILL INC NEW	085 830	0100 40732-00035 02-01-10		2,554.16	3,058.20- 90.000-
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 66.16 MISC .01 COMM .40 SCHLUMBERGER LTD	085 830	0100 40732-00038 02-01-10		661.19	405.87- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 67.41 MISC .01 COMM .40 UNITED TECHNOLOGIES CORP	085 830	0100 40732-00040 02-01-10		673.69	498.34- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 33.14 MISC .01 COMM .40 UNITEDHEALTH GROUP INC	085 830	0100 40732-00041 02-01-10		330.99	275.90- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 10 SHS @ 53.42 MISC .01 COMM .40 WAL-MART STORES INC	085 830	0100 40732-00042 02-01-10		533.79	545.21- 10.000-
02-01-10	BNY CONVERGEX 01/27 SALE 130 SHS @ 45.4219 MISC .08 COMM 5.20 XTO ENERGY INC	085 830	0100 40732-00044 02-01-10		5,899.57	5,261.28- 130.000-
02-26-10	LONG TERM CAPITAL GAINS DISTRIBUTION PAYABLE 12/31/09 AT .0000 PER SHARE BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1	081 081 00-0000	40757-00001 02-26-10		.12	
07-21-10	INSTINET 07/16 SALE 284 SHS @ 106.03 MISC .51 COMM 8.52 ISHARES BARCLAYS TR U S TIP ETF	085 830	6826 40902-00001 07-21-10		30,103.49	29,099.88- 284.000-
08-31-10	MUTUAL FUND AGENT 08/30 SALE 1,552.795 SHS @ 9.66 BLACKROCK LOW DURATION INSTITUTIONAL CLASS FUND #331	085 831	9464 40943-00001 08-31-10		15,000.00	14,860.25- 1,552.795-

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- TRANSACTION-

DESCRIPTION

DATE

09-10-10

MUTUAL FUND AGENT

09/09 SALE 93.423 SHS @ 53.52

HARBOR INTERNATIONAL FUND

CLASS INS

- TRANSACTIONS / SUMMARY -

10/01/09 THROUGH 09/30/10

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- CASH -

INCOME

PRINCIPAL

INVEST/UNITS

-CODES-

TRAN TAX INDV

HISTORY

085 831

9464

40953-00001

09-10-10

5,000.00

5,634.03-

93.423-

TAX				DATES		ACQUIRED		TRADE		G A I N / L O S S			F E D E R A L		S T A T E	
CODE	OR-OFF	SERIAL	SEQ	LOT#						UNITS	PROCEEDS	TAX COST	G/L		G/L	
ASSET G24140108 COOPER INDUSTRIES PLC																
SEDOL B40K911 ISIN IE00B40K9117																
830		880	40837-00001	00000	01/27/10	05/12/10				1.000	49.60	43.44	6.16 S		.00	
TOTAL-SHORT																
										1.000	49.60	43.44	6.16		.00	
ASSET G2554F105 COVIDIEN PLC																
SEDOL: B3QN1M2																
ISIN: IE00B3QN1M21																
830		880	40837-00002	00000	01/27/10	05/12/10				2.000	89.96	101.74	11.78-S		.00	
TOTAL-SHORT																
										2.000	89.96	101.74	11.78-		.00	
ASSET H5833N103 NOBLE CORPORATION																
SEDOL: B65Z9D7																
ISIN: CH0033347318																
830		880	40837-00003	00000	05/06/09	05/12/10				2.000	72.88	60.97	11.91 L		.00	
830		880	40862-00001	00000	05/06/09	06/08/10				108.000	2,888.70	3,287.44	398.74-L		.00	
TOTAL-LONG																
										110.000	2,961.58	3,348.41	386.83-		.00	
ASSET 00206R102 AT&T INC																
830		000	40732-00004	00000	02/07/06	01/27/10				10.000	252.79	269.60	16.81-L		.00	
830		880	40837-00004	00000	02/07/06	05/12/10				3.000	76.80	80.88	4.08-L		.00	
TOTAL-LONG																
										13.000	329.59	350.48	20.89-		.00	
ASSET 00766T100 AECOM TECHNOLOGY CORP																
830		000	40732-00005	00000	08/18/09	01/27/10				80.000	2,223.17	2,235.20	12.03-S		.00	
TOTAL-SHORT																
										80.000	2,223.17	2,235.20	12.03-		.00	
ASSET 018490102 ALLERGAN INC																
830		880	40837-00005	00000	02/27/09	05/12/10				1.000	62.36	39.09	23.27 L		.00	
830		880	40887-00004	00000	02/27/09	06/30/10				2.000	117.43	78.17	39.26 L		.00	
TOTAL-LONG																
										3.000	179.79	117.26	62.53		.00	
ASSET 025537101 AMERICAN ELECTRIC POWER INC																
830		880	40837-00006	00000	01/27/10	05/12/10				2.000	66.76	70.58	3.82-S		.00	

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ACCOUNT

GAIN/LOSS FEDERAL REPORT INTERNAL USE ONLY
842809 THALENFELD CHARITABLE TRUST
FROM: 10/01/09 TO: 09/30/10

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TAX	CODE	OR-OFF	SERIAL	SEQ	LOT#	ACQUIRED	TRADE
	ASSET	025537	101	(CONT'D)			

UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
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ASSET	025816109	AMERICAN EXPRESS CO	
830	000	40732-00007	00000 11/18/09 01/27/10
830	880	40837-00007	00000 11/18/09 05/12/10
TOTAL -SHORT			

2.000	66.76	70.58	3.82-	.00
10.000	384.99	414.30	29.31-S	.00
1.000	43.53	41.43	2.10 S	.00
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11.000	428.52	455.73	27.21-	.00

ASSET	029912201	AMERICAN TOWER	CORP CL A
830	880	40837-00008	00000 08/29/08 05/12/10
830	880	40847-00001	00000 08/29/08 05/24/10
830	880	40847-00001	00000 11/18/08 05/24/10
830	880	40847-00001	00000 03/17/09 05/24/10
TOTAL-LONG			

1.000	41.46	41.51	.05-L	.00
69.000	2,753.53	2,863.84	110.31-L	.00
10.000	399.06	229.65	169.41 L	.00
10.000	399.06	299.70	99.36 L	.00
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90.000	3,593.11	3,434.70	158.41	.00

ASSET	03076C106	AMERIPRISE	FINANCIAL	INC-W/I
830	880	40837-00009	00000	11/18/09 05/12/10
830	880	40887-00009	00000	11/18/09 06/30/10
TOTAL-SHORT				
ASSET	031162100	AMGEN	INC	
830	880	40837-00010	00000	08/18/09 05/12/10

1,000	46.24	38.50	7.74 S	.00
1,000	36.66	38.50	1.84-S	.00
2,000	82.90	77.00	5.90	.00
1,000	56.21	59.66	3.45-S	.00

	TOTAL-SHORT	
ASSET	037411105 APACHE CORPORATION	
830	880 40837-00011 00000 08/18/09	05/12/10
	TOTAL-SHORT	

1.000	56.21	59.66	3.45-	.00
1.000	97.51	85.59	11.92 \$	.00
1.000	97.51	85.59	11.92	.00

ASSET	037833100	APPLE	INC			
830	000	40732-00008	00000	08/14/06	01/27/10	
830	880	40837-00012	00000	08/14/06	05/12/10	

10,000	2,039.07	640.90	1,398.17 L	.00
1,000	261.69	64.09	197.60 L	.00

TAX			G A I N / L O S S			I N F O R M A T I O N	
CODE	OR-OFF SERIAL	SEQ LOT#	DATES	ACQUIRED	TRADE	FEDERAL	STATE
ASSET 037833100 (CONT'D)						G/L	G/L
TOTAL-LONG						1,595.77	.00
ASSET 071813109 BAXTER INTERNATIONAL INC							
830	880	40837-00014	00000	08/17/07	05/12/10	422.51-L	.00
830	880	40837-00014	00000	11/18/08	05/12/10	109.21-L	.00
830	880	40837-00014	00000	03/17/09	05/12/10	70.66-L	.00
TOTAL-LONG						602.38-	.00
ASSET 091928283 BLACKROCK LOW DURATION INSTITUTIONAL CLASS FUND #331							
831	000	40943-00001	00000	03/04/10	08/30/10	139.75 S	.00
TOTAL-SHORT						139.75	.00
ASSET 110122108 BRISTOL MYERS SQUIBB CO							
830	000	40732-00010	00000	01/07/09	01/27/10	162.57 L	.00
830	000	40732-00010	00000	04/06/09	01/27/10	36.51 S	.00
TOTAL-SHORT						36.51	.00
TOTAL-LONG						162.57	.00
ASSET 111320107 BROADCOM CORP							
830	880	40837-00015	00000	08/18/09	05/12/10	7.23 S	.00
TOTAL-SHORT						7.23	.00
ASSET 126408103 CSX CORP							
830	000	40732-00011	00000	05/06/09	01/27/10	1,274.34 S	.00
TOTAL-SHORT						1,274.34	.00
ASSET 133428105 CAMERON INTL CORP							
830	880	40827-00001	00000	03/10/10	05/04/10	369.05-S	.00
TOTAL-SHORT						369.05-	.00
ASSET 140408105 CAPITAL ONE FINANCIAL CORP							
830	880	40887-00015	00000	01/27/10	06/30/10	14.54 S	.00

PROCEEDS	2,300.76	TAX COST	704.99	FEDERAL G/L	1,595.77	STATE G/L	.00
UNITS	11.000						
PROCEEDS	3,143.99	TAX COST	3,566.50	FEDERAL G/L	422.51-L	STATE G/L	.00
UNITS	70.000						
PROCEEDS	449.14	TAX COST	558.35	FEDERAL G/L	109.21-L	STATE G/L	.00
UNITS	10.000						
PROCEEDS	449.14	TAX COST	519.80	FEDERAL G/L	70.66-L	STATE G/L	.00
UNITS	10.000						
PROCEEDS	4,042.27	TAX COST	4,644.65	FEDERAL G/L	602.38-	STATE G/L	.00
UNITS	90.000						
PROCEEDS	15,000.00	TAX COST	14,860.25	FEDERAL G/L	139.75 S	STATE G/L	.00
UNITS	1,552.795						
PROCEEDS	15,000.00	TAX COST	14,860.25	FEDERAL G/L	139.75	STATE G/L	.00
UNITS	1,552.795						
PROCEEDS	2,183.52	TAX COST	2,020.95	FEDERAL G/L	162.57 L	STATE G/L	.00
UNITS	90.000						
PROCEEDS	242.61	TAX COST	206.10	FEDERAL G/L	36.51 S	STATE G/L	.00
UNITS	10.000						
PROCEEDS	2,426.13	TAX COST	2,227.05	FEDERAL G/L	36.51	STATE G/L	.00
UNITS	100.000						
PROCEEDS	33.75	TAX COST	26.52	FEDERAL G/L	7.23 S	STATE G/L	.00
UNITS	1.000						
PROCEEDS	33.75	TAX COST	26.52	FEDERAL G/L	7.23	STATE G/L	.00
UNITS	1.000						
PROCEEDS	4,088.64	TAX COST	2,814.30	FEDERAL G/L	1,274.34 S	STATE G/L	.00
UNITS	90.000						
PROCEEDS	4,088.64	TAX COST	2,814.30	FEDERAL G/L	1,274.34	STATE G/L	.00
UNITS	90.000						
PROCEEDS	3,099.39	TAX COST	3,468.44	FEDERAL G/L	369.05-S	STATE G/L	.00
UNITS	79.000						
PROCEEDS	3,099.39	TAX COST	3,468.44	FEDERAL G/L	369.05-	STATE G/L	.00
UNITS	79.000						
PROCEEDS	122.30	TAX COST	107.76	FEDERAL G/L	14.54 S	STATE G/L	.00
UNITS	3.000						

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BANK 21 PNC BANK (21)
REGION 60 NE PENNSYLVANIA
OFFICE 001 C & EGAIN/LOSS FEDERAL REPORT INTERNAL USE ONLY
ACCOUNT 3842809 THALENFELD CHARITABLE TRUST
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TAX	OR-OFF	SERIAL	SEQ	LOT#	ACQUIRED	TRADE	DATES	UNITS	PROCEEDS	TAX COST	FEDERAL	STATE
CODE	ASSET	14040H105	(CONT'D)								G/L	G/L
TOTAL-SHORT												
ASSET	150870103	CELANESE CORP-SERIES A										
830	880	40837-00017	00000	08/18/09	05/12/10			3.000	122.30	107.76	14.54	.00
TOTAL-SHORT												
ASSET	171232101	CHUBB CORP										
830	880	40837-00018	00000	11/28/07	05/12/10			2.000	59.12	51.42	7.70	.00
TOTAL-SHORT												
ASSET	17275R102	CISCO SYSTEMS INC										
830	880	40837-00019	00000	11/02/04	05/12/10			2.000	59.12	51.42	7.70	.00
TOTAL-SHORT												
ASSET	189754104	COACH INC										
830	880	40837-00021	00000	08/18/09	05/12/10			1.000	51.37	54.65	3.28-L	.00
TOTAL-SHORT												
ASSET	191216100	COCA COLA CO										
830	000	40732-00014	00000	01/05/07	01/27/10			1.000	51.37	54.65	3.28-	.00
830	000	40732-00014	00000	08/29/08	01/27/10			3.000	79.53	58.05	21.48 L	.00
830	000	40732-00014	00000	11/18/08	01/27/10			3.000	79.53	58.05	21.48	.00
830	000	40732-00014	00000	03/17/09	01/27/10			2.000	83.56	56.06	27.50 S	.00
TOTAL-SHORT												
ASSET	194162103	COLGATE-PALMOLIVE CO										
830	880	40837-00022	00000	02/08/08	05/12/10			2.000	83.56	56.06	27.50	.00
830	880	40887-00022	00000	02/08/08	06/30/10			60.000	3,256.26	2,898.60	357.66 L	.00
830	880	40887-00022	00000	11/18/08	06/30/10			20.000	1,085.42	1,046.70	38.72 L	.00
830	880	40887-00022	00000	03/17/09	06/30/10			10.000	542.71	421.65	121.06 L	.00
830	880	40887-00022	00000	04/06/09	06/30/10			10.000	542.71	416.00	126.71 S	.00
TOTAL-SHORT												
ASSET	194162103	COLGATE-PALMOLIVE CO										
830	880	40837-00022	00000	02/08/08	05/12/10			100.000	5,427.10	4,782.95	126.71	.00
830	880	40887-00022	00000	02/08/08	06/30/10			1.000	82.62	74.87	7.75 L	.00
830	880	40887-00022	00000	11/18/08	06/30/10			49.000	3,873.87	3,668.38	205.49 L	.00
830	880	40887-00022	00000	03/17/09	06/30/10			10.000	790.59	620.55	170.04 L	.00
830	880	40887-00022	00000	04/06/09	06/30/10			10.000	790.59	588.10	202.49 L	.00
830	880	40887-00022	00000	04/06/09	06/30/10			10.000	790.59	608.00	182.58 L	.00

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ASSET 194162103		(CONT'D)						P R O C E E D S		T A X C O S T	
								U N I T S		F E D E R A L G / L	

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BANK 21 PNC BANK (21)
REGION 60 NE PENNSYLVANIA
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ACCOUNT 3842809 THALENFELD CHARITABLE TRUST
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TAX CODE	OR-OFF ASSET	SERIAL	SEQ (CONT'D)	TRADE	DATE ACQUIRED	UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
ASSET 291011104										
TOTAL-SHORT										
ASSET 30231G102 EXXON MOBIL CORP										
830	000	40732-00017	00000	04/18/02	01/27/10	10.000	655.79	426.00	229.79 L	.00
830	880	40837-00029	00000	04/18/02	05/12/10	2.000	129.54	85.20	44.34 L	.00
TOTAL-LONG										
ASSET 302571104 FPL GROUP INC										
NAME CHG 06/03/10 SEE 65339F101										
830	000	40732-00018	00000	08/18/09	01/27/10	50.000	2,445.96	2,837.00	391.04-S	.00
TOTAL-SHORT										
ASSET 31428X106 FEDEX CORPORATION										
830	880	40760-00006	00000	09/28/09	02/24/10	40.000	3,319.46	3,041.20	278.26 S	.00
830	880	40760-00006	00000	01/27/10	02/24/10	10.000	829.87	793.60	36.27 S	.00
TOTAL-SHORT										
ASSET 345370860 FORD MOTOR COMPANY										
830	880	40837-00030	00000	01/27/10	05/12/10	4.000	50.40	45.95	4.45 S	.00
830	880	40887-00030	00000	01/27/10	06/30/10	1.000	10.36	11.49	1.13-S	.00
TOTAL-SHORT										
ASSET 354613101 FRANKLIN RESOURCES INC										
830	880	40853-00002	00000	09/02/09	05/27/10	30.000	2,961.46	2,735.10	226.36 S	.00
TOTAL-SHORT										
ASSET 35671D857 FREEPORT MCMORAN COPPER & GOLD INC										
830	000	40732-00022	00000	05/06/09	01/27/10	10.000	710.89	516.20	194.69 S	.00
830	880	40837-00031	00000	05/06/09	05/12/10	1.000	71.62	51.62	20.00 L	.00
830	880	40867-00001	00000	05/06/09	06/08/10	39.000	2,371.58	2,013.18	358.40 L	.00

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BANK 21 PNC BANK (21)
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1842809 THALENFELD CHARITABLE TRUST
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TAX	CODE	OR-OFF	SERIAL	SEQ	LOT#	DATES	ACQUIRED	TRADE
			ASSET 35671D857			(CONT'D)		

UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
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TOTAL-SHORT
TOTAL-LONG

50.000	3,154.09	2,581.00	194.69	.00
			378.40	.00

ASSET 369604103 GENERAL ELECTRIC CO
830 880 40887-00031 00000 01/27/10 06/30/10

7.000	101.85	113.81	11.96-S	.00
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TOTAL-SHORT

	7.000	101.85	113.81	11.96-	.00
7.000					
101.85					
113.81					
11.96-					
.00					

ASSET 370334104 GENERAL MILLS INC
830 880 40837-00033 00000 11/18/08 05/12/10

1.000	72.71	63.86	8.85	00
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TOTAL - LONG

1.000	72.71	63.86	8.85	.00
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ASSET	38141G104	GOLDMAN	SACHS	GROUP	INC
830	000	40732-00025	00000	09/14/04	01/27/10
830	880	40827-00004	00000	09/14/04	05/04/10
830	880	40827-00004	00000	04/06/09	05/04/10

20.000	3.037.56	1.868.80	1,168.76 L	.00
20.000	3.003.17	1.868.80	1,134.37 L	.00
10.000	1.501.59	1,152.90	348.69 L	.00

TOTAL-LONG

50.000	7.542.32	4.890.50	2.651.82	.00
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ASSET 384802104 GRAINGER W W INC
830 880 40795-00001 00000 08/18/09 03/30/10

30.000	3.283,79	2.613,00	670,79 \$	00
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TOTAL-SHORT

30.000	3.283.79	2.613.00	670.79	.00
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ASSET 411511306 HARBOR INTERNATIONAL FUND
CLASS INS

831	000	40953-00001	00000	05/04/06	09/09/10
TOTAL-LONG					

93.423	5,000.00	5,595.10	595.10-L	.00
93.423	5,000.00	5,595.10	595.10-	.00

TOTAL-LONG

93.423	5,000.00	5,595.10	595.10-	.00
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ASSET	42809H107	HESS CORPORATION	
830	880	40837-00034	00000 05/04/10 05/12/10
830	880	40973-00003	00000 05/04/10 09/27/10
830	880	40973-00003	00000 06/30/10 09/27/10

1,000	57.95	62.14	4.19-S	.00
49,000	2,828.76	3,044.97	216.21-S	.00
2,000	115.46	102.54	12.92 S	.00

830	880	40837-00034	00000	05/04/10	05/12/10
830	880	40973-00003	00000	05/04/10	09/27/10
830	880	40973-00003	00000	06/30/10	09/27/10

1.000	57.95	62.14	4.19-S	.00
49.000	2,828.76	3,044.97	216.21-S	.00
2.000	115.46	102.54	12.92 S	.00

880	40973-00003	00000	05/04/10	09/27/10
880	40973-00003	00000	06/30/10	09/27/10

49,000	2,828.76	3,044.97	216.21-S	.00
2,000	115.46	102.54	12.92 S	.00

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ASSET 42809H107 (CONT'D)									
					52.000	3,002.17	3,209.65	207.48-	.00
					110.000	3,053.69	2,978.80	74.89 S	.00
					110.000	3,053.69	2,978.80	74.89	.00
					40.000	1,950.77	2,406.60	455.83-L	.00
					10.000	487.70	394.85	92.85 L	.00
					10.000	487.69	381.30	106.39 S	.00
					60.000	2,926.16	3,182.75	106.39	.00
								362.98-	.00
					90.000	4,081.63	4,145.40	63.77-S	.00
					90.000	4,081.63	4,145.40	63.77-	.00
					2.000	45.58	45.20	.38 L	.00
					2.000	45.58	45.20	.38	.00
					1.000	130.03	121.87	8.16 L	.00
					1.000	130.03	121.87	8.16	.00
					20.000	475.39	393.60	81.79 S	.00
					2.000	48.75	39.36	9.39 S	.00
					128.000	2,941.39	2,519.04	422.35 S	.00

50.000	4.069,94	3.041,00	1.028,94 \$	.00
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BANK 21 PNC BANK (21)
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CODE	OR-OFF SERIAL	SEQ LOT#	ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST
ASSET 549271104 (CONT'D)		TOTAL-SHORT		FEDERAL		G/L	
ASSET 57636Q104 MASTERCARD INC CL A		TOTAL-SHORT		1,028.94		.00	
830	880 40887-00043	00000	02/08/08	06/30/10	10.000	2,032.47	2,041.85
830	880 40887-00043	00000	03/17/08	06/30/10	10.000	2,032.46	1,992.35
TOTAL-LONG		20.000		4,064.93		30.73	
ASSET 58155Q103 MCKESSON CORPORATION		TOTAL-LONG		10.22 L		.00	
830	880 40837-00042	00000	09/08/08	05/12/10	59.000	4,004.26	3,414.03
830	880 40887-00045	00000	09/08/08	06/30/10	60.000	4,072.35	3,471.90
TOTAL-LONG		70.000		2,339.60		206.19	
ASSET 58405U102 MEDCO HEALTH SOLUTIONS INC		TOTAL-LONG		1,876.74 L		.00	
830	880 40767-00002	00000	09/05/06	03/03/10	60.000	3,790.74	1,914.00
830	880 40767-00002	00000	04/06/09	03/03/10	10.000	631.79	425.60
TOTAL-SHORT		70.000		2,339.60		206.19	
TOTAL-LONG		70.000		1,876.74		.00	
ASSET 58933Y105 MERCK & CO INC		TOTAL-SHORT		174.52		17.38-	
830	880 40837-00043	00000	01/27/10	05/12/10	1.000	33.76	38.38
830	880 40887-00046	00000	01/27/10	06/30/10	4.000	140.76	153.52
TOTAL-SHORT		5.000		174.52		17.38-	
ASSET 59156R108 METLIFE INC.		TOTAL-SHORT		43.39		7.85 S	
830	880 40837-00044	00000	09/02/09	05/12/10	1.000	43.39	35.54
TOTAL-SHORT		1.000		43.39		7.85	
ASSET 594918104 MICROSOFT CORP		TOTAL-SHORT		145.95		9.10 L	
830	880 40837-00045	00000	04/27/04	05/12/10	5.000	145.95	136.85
TOTAL-LONG		5.000		145.95		9.10	
ASSET 674599105 OCCIDENTAL PETROLEUM CORP		TOTAL-LONG		84.15		15.38 L	
830	880 40837-00046	00000	01/17/08	05/12/10	1.000	84.15	68.77
830	880 40887-00049	00000	01/17/08	06/30/10	2.000	156.97	137.53
830	880 40902-00002	00000	01/17/08	07/16/10	67.000	5,311.40	4,607.25

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BANK 21 PNC BANK (21)
REGION 60 NE PENNSYLVANIA
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830	880	40902-00002	00000	11/18/08	07/16/10			10.000	792.75	465.95	326.80	.00
TOTAL-LONG								80.000	6,345.27	5,279.50	1,065.77	.00
ASSET 68389X105 ORACLE CORP												
830	880	40837-00047	00000	01/21/05	05/12/10			4.000	98.04	53.52	44.52	.00
TOTAL-LONG								4.000	98.04	53.52	44.52	.00
ASSET 690768403 OWENS ILL INC												
830	000	40732-00035	00000	08/18/09	01/27/10			90.000	2,554.16	3,058.20	504.04	.00
TOTAL-SHORT								90.000	2,554.16	3,058.20	504.04	.00
ASSET 693506107 PPG INDUSTRIES INC												
830	880	40837-00048	00000	03/10/10	05/12/10			1.000	66.76	63.59	3.17	.00
TOTAL-SHORT								1.000	66.76	63.59	3.17	.00
ASSET 701094104 PARKER HANNIFIN CORP												
830	880	40837-00049	00000	02/24/10	05/12/10			1.000	68.78	58.63	10.15	.00
TOTAL-SHORT								1.000	68.78	58.63	10.15	.00
ASSET 713448108 PEPSICO INC												
830	880	40837-00050	00000	10/12/05	05/12/10			2.000	133.90	115.18	18.72	.00
TOTAL-LONG								2.000	133.90	115.18	18.72	.00
ASSET 717081103 PFIZER INC												
830	880	40837-00051	00000	03/06/07	05/12/10			4.000	67.08	99.92	32.84	.00
TOTAL-LONG								4.000	67.08	99.92	32.84	.00
ASSET 74144T108 PRICE T ROWE GROUP INC												
830	880	40837-00052	00000	05/13/09	05/12/10			1.000	54.61	37.45	17.16	.00

TAX CODE	OR-OFF	SERIAL	SEQ LOT#	DATES	ACQUIRED	TRADE	G A I N / L O S S I N F O R M A T I O N					STATE
ASSET	74144T108	(CONT'D)					UNITS	PROCEEDS	TAX COST	FEDERAL G/L		.G/L
TOTAL-SHORT							1.000	54.61	37.45	17.16		.00
ASSET 742718109 PROCTER & GAMBLE CO							2.000	125.24	111.50	13.74 L		.00
830	880	40837-00054	00000	08/26/04	05/12/10		2.000	125.24	111.50	13.74		.00
TOTAL-LONG												
ASSET 747525103 QUALCOMM INC							2.000	76.31	92.18	15.87-L		.00
830	880	40837-00055	00000	11/21/05	05/12/10		38.000	1,264.05	1,751.42	487.37-L		.00
830	880	40887-00056	00000	11/21/05	06/30/10		10.000	332.64	367.30	34.66-L		.00
830	880	40887-00056	00000	07/19/06	06/30/10		40.000	1,330.58	1,724.80	394.22-L		.00
830	880	40887-00056	00000	04/09/07	06/30/10		10.000	332.64	301.35	31.29 L		.00
830	880	40887-00056	00000	11/18/08	06/30/10		10.000	332.65	367.90	35.25-L		.00
830	880	40887-00056	00000	03/17/09	06/30/10		10.000	332.64	404.50	71.86-L		.00
830	880	40887-00056	00000	04/06/09	06/30/10		120.000	4,001.51	5,009.45	1,007.94-		.00
TOTAL-LONG												
ASSET 773903109 ROCKWELL AUTOMATION INC							1.000	61.10	38.97	22.13 S		.00
830	880	40837-00056	00000	08/18/09	05/12/10		2.000	99.35	77.94	21.41 S		.00
830	880	40887-00057	00000	08/18/09	06/30/10		67.000	3,483.92	2,610.99	872.93 S		.00
830	880	40932-00007	00000	08/18/09	08/17/10		20.000	1,039.97	1,014.60	25.37 S		.00
830	880	40932-00007	00000	01/27/10	08/17/10		90.000	4,684.34	3,742.50	941.84		.00
TOTAL-SHORT												
ASSET 778296103 ROSS STORES INC							1.000	53.94	39.35	14.59 L		.00
830	880	40837-00057	00000	07/17/08	05/12/10		49.000	2,412.99	1,927.90	485.09 L		.00
830	880	40930-00005	00000	07/17/08	08/13/10		10.000	492.45	245.05	247.40 L		.00
830	880	40930-00005	00000	11/18/08	08/13/10		10.000	492.45	330.20	162.25 L		.00
830	880	40930-00005	00000	03/17/09	08/13/10		2.000	98.49	108.24	9.75-S		.00
830	880	40930-00005	00000	06/30/10	08/13/10		72.000	3,550.32	2,650.74	9.75-		.00
TOTAL-SHORT												
TOTAL-LONG												
ASSET 806857108 SCHLUMBERGER LTD							10.000	661.19	353.75	307.44 L		.00
830	000	40732-00038	00000	04/05/05	01/27/10		1.000	65.97	35.38	30.59 L		.00
830	880	40837-00058	00000	04/05/05	05/12/10		29.000	1,821.40	1,025.87	795.53 L		.00
830	880	40921-00005	00000	04/05/05	08/04/10							

TAX				G A I N / L O S S				I N F O R M A T I O N		STATE
CODE	OR-OFF	SERIAL	SEQ LOT#	ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST	FEDERAL	G/L
830	880	40921-00005	00000	03/17/09	08/04/10	10.000	628.07	423.90	204.17 L	.00
830	880	40921-00005	00000	06/30/10	08/04/10	5.000	314.04	281.55	32.49 S	.00
TOTAL-SHORT						55.000	3,490.67	2,120.45	32.49	.00
TOTAL-LONG									1,337.73	.00
ASSET 811065101 SCRIPPS NETWORKS INTERAC										
CL A										
830	880	40760-00011	00000	11/18/09	02/24/10	43.000	1,704.11	1,740.64	36.53-S	.00
830	880	40763-00001	00000	11/18/09	02/25/10	67.000	2,626.18	2,712.16	85.98-S	.00
TOTAL-SHORT						110.000	4,330.29	4,452.80	122.51-	.00
ASSET 82481R106 SHIRE PLC										
SPONSORED ADR										
830	880	40837-00059	00000	03/03/10	05/12/10	1.000	65.78	66.70	.92-S	.00
TOTAL-SHORT						1.000	65.78	66.70	.92-	.00
ASSET 832696405 JM SMUCKER CO/THE-NEW COM W/										
830	880	40837-00060	00000	01/27/10	05/12/10	1.000	57.94	60.75	2.81-S	.00
TOTAL-SHORT						1.000	57.94	60.75	2.81-	.00
ASSET 87425E103 TALISMAN ENERGY INC										
SEDOL 2125600 ISIN CA87425E1034										
830	880	40774-00004	00000	08/18/09	03/10/10	170.000	3,138.89	2,667.30	471.59 S	.00
TOTAL-SHORT						170.000	3,138.89	2,667.30	471.59	.00
ASSET 88579Y101 3M COMPANY										
830	880	40837-00062	00000	08/18/09	05/12/10	1.000	85.65	70.29	15.36 S	.00
TOTAL-SHORT						1.000	85.65	70.29	15.36	.00
ASSET 913017109 UNITED TECHNOLOGIES CORP										
830	000	40732-00040	00000	04/18/02	01/27/10	10.000	673.69	338.85	334.84 L	.00
830	880	40837-00064	00000	04/18/02	05/12/10	1.000	72.98	33.89	39.09 L	.00

REPORT: TMS-TX-23

BANK 21 PNC BANK (21)
REGION 60 NE PENNSYLVANIA
OFFICE 001 C & E

ACCOUNT

GAIN/LOSS FEDERAL REPORT INTERNAL USE ONLY
3842809 THALENFELD CHARITABLE TRUST
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TAX CODE	OR-OFF	SERIAL	SEQ LOT#	ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE -G/L
ASSET 913017109 (CONT'D)										
TOTAL-LONG										
ASSET 91324P102 UNITEDHEALTH GROUP INC										
830	000	40732-00041	00000	05/13/09	01/27/10	11.000	746.67	372.74	373.93	.00
830	880	40837-00065	00000	05/13/09	05/12/10	10.000	330.99	275.90	55.09 S	.00
						2.000	60.00	55.18	4.82 S	.00
TOTAL-SHORT						12.000	390.99	331.08	59.91	.00
ASSET 92553P201 VIACOM INC CLASS B W I										
830	880	40837-00066	00000	06/09/09	05/12/10	2.000	67.50	46.16	21.34 S	.00
TOTAL-SHORT						2.000	67.50	46.16	21.34	.00
ASSET 931142103 WAL-MART STORES INC										
830	000	40732-00042	00000	10/05/00	01/27/10	10.000	533.79	464.35	69.44 L	.00
830	880	40837-00067	00000	10/05/00	05/12/10	1.000	52.25	46.44	5.81 L	.00
TOTAL-LONG						11.000	586.04	510.79	75.25	.00
ASSET 949746101 WELLS FARGO & COMPANY										
830	880	40837-00068	00000	05/13/09	05/12/10	3.000	100.17	73.35	26.82 S	.00
TOTAL-SHORT						3.000	100.17	73.35	26.82	.00
ASSET 969457100 WILLIAMS COMPANIES INC										
830	880	40760-00013	00000	01/27/10	02/24/10	130.000	2,794.73	2,840.36	45.63-S	.00
830	880	40774-00005	00000	01/27/10	03/10/10	150.000	3,405.70	3,277.33	128.37 S	.00
TOTAL-SHORT						280.000	6,200.43	6,117.69	82.74	.00
ASSET 976657106 WISCONSIN ENERGY CORP										
830	880	40837-00069	00000	02/27/09	05/12/10	1.000	51.56	40.22	11.34 L	.00
TOTAL-LONG						1.000	51.56	40.22	11.34	.00
ASSET 98385X106 XTO ENERGY INC										
MERGED 6/28/2010 SEE 30231G102										
830	000	40732-00044	00000	03/06/07	01/27/10	100.000	4,538.13	4,003.98	534.15 L	.00
830	000	40732-00044	00000	04/09/07	01/27/10	10.000	453.81	464.92	11.11-L	.00
830	000	40732-00044	00000	11/18/08	01/27/10	10.000	453.82	324.45	129.37 L	.00
830	000	40732-00044	00000	03/17/09	01/27/10	10.000	453.81	323.20	130.61 S	.00