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

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning 11/01, 2009, and ending 10/31, 2010

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

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

Name of foundation

ETHEL B. CROCKER TRUST 42C033018

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

PO BOX 1180

City or town, state, and ZIP code

SOUTH YARMOUTH, MA 02664

A Employer identification number

04-6171048

B Telephone number (see page 10 of the instructions)

(800) 673-2300

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 728,349.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	16,375.	16,375.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	76,947.			
b Gross sales price for all assets on line 6a	796,387.			
7 Capital gain net income (from Part IV, line 2)		76,947.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	93,322.	93,322.		
13 Compensation of officers, directors, trustees, etc.	7,903.	5,269.		2,634.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 2	35.	23.	NONE	12.
b Accounting fees (attach schedule) STMT 3	575.	383.	NONE	192.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	377.	87.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	300.			
24 Total operating and administrative expenses. Add lines 13 through 23	9,190.	5,762.	NONE	2,838.
25 Contributions, gifts, grants paid	22,740.			22,740.
26 Total expenses and disbursements. Add lines 24 and 25	31,930.	5,762.	NONE	25,578.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	61,392.			
b Net investment income (if negative, enter -0-)		87,560.		
c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	6,656.	23,285.	23,285.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)	55,456.	29,923.	30,047.	
	b	Investments - corporate stock (attach schedule)	355,748.	357,691.	358,324.	
	c	Investments - corporate bonds (attach schedule)	247,491.	316,200.	316,693.	
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	665,351.	727,099.	728,349.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	665,351.	727,099.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see page 17 of the instructions)	665,351.	727,099.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	665,351.	727,099.		

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	665,351.
2	Enter amount from Part I, line 27a	2	61,392.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	356.
4	Add lines 1, 2, and 3	4	727,099.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	727,099.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	76,947.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. }					

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	29,616.	623,705.	0.04748398682
2007			
2006			
2005			
2004			
2 Total of line 1, column (d)			2 0.04748398682
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.04748398682
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 682,053.
5 Multiply line 4 by line 3			5 32,387.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 876.
7 Add lines 5 and 6			7 33,263.
8 Enter qualifying distributions from Part XII, line 4			8 25,578.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	1,751.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	1,751.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,751.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 300.		
b Exempt foreign organizations-tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	300.	
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	1,451.	
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	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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 \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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 page 19 of the instructions) STMT 10		
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 on page 27)? 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

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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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		X
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>TD Bank</u> Telephone no ▶ <u>(800) 673-2300</u>			
Located at ▶ <u>495 STATION AVENUE, SOUTH YARMOUTH, MA</u> ZIP + 4 ▶ <u>02664</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 ▶ <u>15</u>				

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)? ☐	1b	
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No		
If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

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

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

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

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		7,903.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	671,144.
b	Average of monthly cash balances	1b	21,296.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	692,440.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	692,440.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	10,387.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	682,053.
6	Minimum investment return. Enter 5% of line 5	6	34,103.

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

1	Minimum investment return from Part X, line 6	1	34,103.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,751.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,751.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	32,352.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	32,352.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	32,352.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	25,578.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	25,578.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	25,578.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				32,352.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,279.	
b Total for prior years 20 07, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4. ► \$ 25,578.				
a Applied to 2008, but not more than line 2a			1,279.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount	NONE			24,299.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				8,053.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 12				
Total				22,740.
b Approved for future payment				
Total				3b

Form **990-PF** (2009)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Part 4774 Analysis of Income-Producing Activities					
Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				NONE	
4 Dividends and interest from securities			14	16,375.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	76,947.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				93,322.	
13 Total. Add line 12, columns (b), (d), and (e)				93,322.	

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

[illegible]

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash			X
(2) Other assets			X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization			X
(2) Purchases of assets from a noncharitable exempt organization			X
(3) Rental of facilities, equipment, or other assets			X
(4) Reimbursement arrangements			X
(5) Loans or loan guarantees			X
(6) Performance of services or membership or fundraising solicitations			X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees		1c	X
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.			

[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

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.			
Signature of officer or trustee <i>Julia J. Smith</i>		Date 12/30/2010	Title Vice President
Sign Here Paid Preparer's Use Only	Preparer's signature <i>[Signature]</i>	Date	Check if self-employed ☐
	Firm's name (or yours if self-employed), address, and ZIP code <i>[Address]</i>		EIN <i>[EIN]</i>
		Preparer's identifying number (See Signature on page 30 of the instructions) <i>[Number]</i>	
		Phone no <i>[Phone Number]</i>	

Form **990-PF** (2009)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					481.	
943.00		23.503 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 1,182.00					04/04/2006 -239.00	11/10/2009
5,214.00		122.735 COLUMBIA VALUE & RESTRUCTURING F PROPERTY TYPE: SECURITIES 5,764.00					08/08/2006 -550.00	11/10/2009
1,711.00		55.541 DAVIS NY VENTURE FD INC CL Y PROPERTY TYPE: SECURITIES 2,319.00					10/24/2007 -608.00	11/10/2009
2,078.00		100.149 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 3,077.00					10/24/2007 -999.00	11/10/2009
2,254.00		154.311 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 3,003.00					04/18/2008 -749.00	11/10/2009
5,094.00		190.723 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 5,668.00					04/04/2006 -574.00	11/10/2009
771.00		16.762 PRICE T ROWE MIDCAP GROWTH PROPERTY TYPE: SECURITIES 639.00					07/01/2009 132.00	11/10/2009
1,916.00		122.275 VANGUARD SELECTED VALUE FD #934 PROPERTY TYPE: SECURITIES 1,420.00					01/16/2009 496.00	11/10/2009
109.00		8.04 ARTIO TOTAL RETURN BOND FD-I #1524 PROPERTY TYPE: SECURITIES 105.00					07/30/2008 4.00	11/23/2009
643.00		15.182 COLUMBIA VALUE & RESTRUCTURING FU PROPERTY TYPE: SECURITIES 713.00					08/08/2006 -70.00	11/23/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
708.00		22.725 DAVIS NY VENTURE FD INC CL Y PROPERTY TYPE: SECURITIES 949.00					10/24/2007 -241.00	11/23/2009
155.00		14.142 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 151.00					03/04/2008 4.00	11/23/2009
419.00		19.809 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 609.00					10/24/2007 -190.00	11/23/2009
228.00		15.471 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 301.00					04/18/2008 -73.00	11/23/2009
818.00		74.359 PIMCO TOTAL RETURN FUND - INSTL PROPERTY TYPE: SECURITIES 787.00					09/01/2008 31.00	11/23/2009
1,595.00		59.217 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 1,760.00					04/04/2006 -165.00	11/23/2009
101.00		2.206 PRICE T ROWE MIDCAP GROWTH PROPERTY TYPE: SECURITIES 84.00					07/01/2009 17.00	11/23/2009
1,153.00		73.251 VANGUARD SELECTED VALUE FD #934 PROPERTY TYPE: SECURITIES 850.00					01/16/2009 303.00	11/23/2009
699.00		51.771 ARTIO TOTAL RETURN BOND FD-I #152 PROPERTY TYPE: SECURITIES 678.00					07/30/2008 21.00	02/10/2010
770.00		19.47 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 979.00					04/04/2006 -209.00	02/10/2010
1,573.00		143.824 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 1,537.00					03/04/2008 36.00	02/10/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
5,865.00		301.069 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 7,066.00					09/24/2008 -1,201.00	02/10/2010
14,781.00		1108.028 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 21,562.00					04/18/2008 -6,781.00	02/10/2010
3,391.00		310.529 PIMCO TOTAL RETURN FUND - INSTL PROPERTY TYPE: SECURITIES 3,282.00					07/30/2008 109.00	02/10/2010
468.00		10.219 PRICE T ROWE MIDCAP GROWTH PROPERTY TYPE: SECURITIES 390.00					07/01/2009 78.00	02/10/2010
156.00		15.305 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 155.00					01/16/2009 1.00	02/10/2010
288.00		18.627 VANGUARD SELECTED VALUE FD #934 PROPERTY TYPE: SECURITIES 216.00					01/16/2009 72.00	02/10/2010
620.00		57.702 VANGUARD GNMA PROPERTY TYPE: SECURITIES 613.00					01/16/2009 7.00	02/10/2010
925.00		22.467 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 1,129.00					04/04/2006 -204.00	02/22/2010
2,432.00		57.485 COLUMBIA VALUE & RESTRUCTURING FU PROPERTY TYPE: SECURITIES 2,700.00					08/08/2006 -268.00	02/22/2010
690.00		22.23 DAVIS NY VENTURE FD INC CL Y PROPERTY TYPE: SECURITIES 928.00					10/24/2007 -238.00	02/22/2010
168.00		8.324 FIDELITY ADVISOR EMERGING MARKET C PROPERTY TYPE: SECURITIES 160.00					09/23/2008 8.00	02/22/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
1.00		.049 MFS RESEARCH INTERNATIONAL FUND I F PROPERTY TYPE: SECURITIES 1.00					04/18/2008	02/22/2010
2,364.00		88.306 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 2,624.00					04/04/2006	02/22/2010
					-260.00			
514.00		10.687 PRICE T ROWE MIDCAP GROWTH PROPERTY TYPE: SECURITIES 408.00					07/01/2009	02/22/2010
					106.00			
834.00		51.771 VANGUARD SELECTED VALUE FD #934 PROPERTY TYPE: SECURITIES 601.00					01/16/2009	02/22/2010
					233.00			
1,076.00		78.479 ARTIO TOTAL RETURN BOND FD-I #152 PROPERTY TYPE: SECURITIES 1,027.00					07/30/2008	05/21/2010
					49.00			
656.00		15.578 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 783.00					04/04/2006	05/21/2010
					-127.00			
2,317.00		209.113 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 2,190.00					09/01/2008	05/21/2010
					127.00			
4,800.00		431.261 PIMCO TOTAL RETURN FUND - INSTL PROPERTY TYPE: SECURITIES 4,558.00					07/30/2008	05/21/2010
					242.00			
311.00		6.342 PRICE T ROWE MIDCAP GROWTH PROPERTY TYPE: SECURITIES 242.00					07/01/2009	05/21/2010
					69.00			
263.00		25.775 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 261.00					01/16/2009	05/21/2010
					2.00			
860.00		52.626 VANGUARD SELECTED VALUE FD #934 PROPERTY TYPE: SECURITIES 611.00					01/16/2009	05/21/2010
					249.00			

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,224.00		203.852 VANGUARD GNMA PROPERTY TYPE: SECURITIES 2,165.00					01/16/2009 59.00	05/21/2010
674.00		15.513 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 780.00					04/04/2006 -106.00	06/11/2010
1,920.00		46.78 COLUMBIA VALUE & RESTRUCTURING FUN PROPERTY TYPE: SECURITIES 2,197.00					08/08/2006 -277.00	06/11/2010
235.00		7.736 DAVIS NY VENTURE FD INC CL Y PROPERTY TYPE: SECURITIES 323.00					10/24/2007 -88.00	06/11/2010
431.00		21.972 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 423.00					09/23/2008 8.00	06/11/2010
215.00		16.758 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 326.00					04/18/2008 -111.00	06/11/2010
1,728.00		63.856 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 1,898.00					04/04/2006 -170.00	06/11/2010
17,424.00		348.198 PRICE T ROWE MIDCAP GROWTH PROPERTY TYPE: SECURITIES 13,284.00					07/01/2009 4,140.00	06/11/2010
447.00		26.947 VANGUARD SELECTED VALUE FD #934 PROPERTY TYPE: SECURITIES 313.00					01/16/2009 134.00	06/11/2010
28,702.00		25000. FED HOME LN MTG 4.75% 11/17/2015 PROPERTY TYPE: SECURITIES 25,555.00					03/06/2008 3,147.00	08/10/2010
1,240.00		87.991 ARTIO TOTAL RETURN BOND-FD-I #152 PROPERTY TYPE: SECURITIES 1,159.00					-08/21/2009 81.00	08/23/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,149.00		189.325 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 2,020.00					08/21/2009 129.00	08/23/2010
664.00		31.921 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 614.00					09/23/2008 50.00	08/23/2010
865.00		64.196 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 1,249.00					04/18/2008 -384.00	08/23/2010
4,928.00		428.189 PIMCO TOTAL RETURN FUND - INSTL PROPERTY TYPE: SECURITIES 4,562.00					08/21/2009 366.00	08/23/2010
142.00		13.86 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 141.00					08/21/2009 1.00	08/23/2010
1,022.00		92.568 VANGUARD GNMA PROPERTY TYPE: SECURITIES 989.00					05/21/2009 33.00	08/23/2010
5,456.00		383.176 ARTIO TOTAL RETURN BOND FD-I #15 PROPERTY TYPE: SECURITIES 5,293.00					09/30/2010 163.00	10/18/2010
24,170.00		1697.314 ARTIO TOTAL RETURN BOND FD-I #1 PROPERTY TYPE: SECURITIES 21,816.00					09/30/2009 2,354.00	10/18/2010
1,814.00		39.954 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 1,631.00					08/23/2010 183.00	10/18/2010
35,984.00		792.592 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 33,865.00					05/29/2009 2,119.00	10/18/2010
15,211.00		331.906 COLUMBIA VALUE & RESTRUCTURING F PROPERTY TYPE: SECURITIES 13,325.00					08/23/2010 1,886.00	10/18/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
69,556.00		1517.695 COLUMBIA VALUE & RESTRUCTURING PROPERTY TYPE: SECURITIES 56,104.00				07/01/2009 13,452.00	10/18/2010
2,367.00		71.988 DAVIS NY VENTURE FD INC CL Y PROPERTY TYPE: SECURITIES 2,157.00				08/23/2010 210.00	10/18/2010
35,322.00		1074.269 DAVIS NY VENTURE FD INC CL Y PROPERTY TYPE: SECURITIES 38,006.00				11/21/2008 -2,684.00	10/18/2010
11,096.00		970.814 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 10,859.00				10/01/2010 237.00	10/18/2010
48,012.00		4200.494 FEDERATED TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES 43,429.00				10/01/2009 4,583.00	10/18/2010
898.00		37.61 FIDELITY ADVISOR EMERGING MARKET C PROPERTY TYPE: SECURITIES 708.00				05/21/2010 190.00	10/18/2010
10,808.00		452.784 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 5,371.00				11/21/2008 5,437.00	10/18/2010
12,065.00		549.907 HARTFORD MUT FDS INC MIDCAP FD C PROPERTY TYPE: SECURITIES 11,262.00				06/11/2010 803.00	10/18/2010
1,541.00		99.918 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 1,261.00				05/21/2010 280.00	10/18/2010
17,970.00		1165.339 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 15,779.00				11/21/2008 2,191.00	10/18/2010
22,323.00		1909.578 PIMCO TOTAL RETURN FUND-- INSTL PROPERTY TYPE: SECURITIES 21,523.00				10/01/2010 800.00	10/18/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
96,650.00		8267.75 PIMCO TOTAL RETURN FUND - INSTL PROPERTY TYPE: SECURITIES 85,473.00					10/01/2009 11,177.00	10/18/2010
25,303.00		839.503 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 21,728.00					08/23/2010 3,575.00	10/18/2010
91,955.00		3050.931 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 80,455.00					12/15/2008 11,500.00	10/18/2010
1,682.00		95.126 VANGUARD SELECTED VALUE FD #934 PROPERTY TYPE: SECURITIES 1,519.00					08/23/2010 163.00	10/18/2010
54,871.00		3102.712 VANGUARD SELECTED VALUE FD #934 PROPERTY TYPE: SECURITIES 36,023.00					01/16/2009 18,848.00	10/18/2010
11,478.00		1035.019 VANGUARD GNMA PROPERTY TYPE: SECURITIES 11,376.00					08/10/2010 102.00	10/18/2010
61,632.00		5557.477 VANGUARD GNMA PROPERTY TYPE: SECURITIES 58,397.00					08/21/2009 3,235.00	10/18/2010
TOTAL GAIN(LOSS)							----- 76,947. =====	

ETHEL B. CROCKER TRUST 42C033018

04-6171048

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST/DIVIDENDS	16,375.	16,375.
TOTAL	16,375.	16,375.

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
OTHER NON-ALLOCABLE EXPENSE -	35.	23.		12.
TOTALS	35.	23.	NONE	12.
	=====	=====	=====	=====

ETHEL B. CROCKER TRUST 42C033018

04-6171048

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	575.	383.		192.
TOTALS	575.	383.	NONE	192.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FEDERAL TAX PAYMENT - PRIOR YE	290.	
FOREIGN TAXES ON QUALIFIED FOR	58.	58.
FOREIGN TAXES ON NONQUALIFIED	29.	29.
	-----	-----
TOTALS	377.	87.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
TAXES	300.

TOTALS	300.
	=====

ETHEL B. CROCKER TRUST 42C033018

04-6171048

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION

30000 FEDERAL HME LN BK 4.25%
25000 FED HOME LN MTG 4.75%

TOTALS

AVC292 P343 12/30/2010 15:37:28

42C033018

STATEMENT 6

30

ETHEL B. CROCKER TRUST 42C033018

04-6171048

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

889.123 BARON GROWTH FUND 587
1759.877 COLUMBIA VALUE & REST
1182.501 DAVIS NY VENTURE FD I
936.028 FIDELITY ADVISOR EMERG
2524.152 MFS RESEARCH INTERNAT
3453.033 T ROWE PRICE GROWTH S
394.414 T ROWE PRICE MID-CAP G
3448.209 VANGUARD SELECTED VAL

TOTALS

ETHEL B. CROCKER TRUST 42C033018

04-6171048

FORM 990PF, PART II - CORPORATE BONDS
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DESCRIPTION

1923.595 ARTIO TOTAL RETURN BO
4756.898 FEDERATED TOTAL RETUR
9512.088 PIMCO TOTAL RETURN IN
1240.120 TD ASSET MGMT SHORT T
5911.599 VANGUARD GNMA FUND #3

TOTALS

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42C033018

STATEMENT 8

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

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DESCRIPTION	AMOUNT
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PRIOR YEAR ADJUSTMENT	356.

TOTAL	356.
	=====

ETHEL B. CROCKER TRUST 42C033018

04-6171048

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

MA

STATEMENT 10

ETHEL B. CROCKER TRUST 42C033018

04-6171048

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

=====

OFFICER NAME:

TD BANK, N.A.

ADDRESS:

495 STATION AVE

SOUTH YARMOUTH, MA 02664

TITLE:

TRUSTEE

COMPENSATION 7,903.

TOTAL COMPENSATION: 7,903.

=====

ETHEL B. CROCKER TRUST 42C033018

04-6171048

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

CHILDREN'S HOSPITAL MEDICAL CTR

ADDRESS:

ATTN: BRUCE BALTER

BOSTON, MA 02215

AMOUNT OF GRANT PAID 5,685.

RECIPIENT NAME:

CAPE COD HOSPITAL

P.O. BOX 849091

AMOUNT OF GRANT PAID 5,685.

RECIPIENT NAME:

NEW ENGLAND BAPTIST HOSPITAL

ADDRESS:

ATTN:DEBRA COLEMA,DEVELOPMENT OFFIC

BOSTON, MA 02120

AMOUNT OF GRANT PAID 5,685.

RECIPIENT NAME:

BETH ISRAEL DEACONESS MEDICAL CENTER

ADDRESS:

ATTN: OFFICE OF DEVELOPMENT

BOSTON, MA 02215

AMOUNT OF GRANT PAID 5,685.

TOTAL GRANTS PAID:

22,740.

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STATEMENT 12

ETHEL B. CROCKER TRUST 42C033018
Schedule D Detail of Short-term Capital Gains and Losses

04-6171048

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
16.762 PRICE T ROWE MIDCAP	07/01/2009	11/10/2009	771.00	639.00	132.00
122.275 VANGUARD SELECTED	01/16/2009	11/10/2009	1,916.00	1,420.00	496.00
2.206 PRICE T ROWE MIDCAP	07/01/2009	11/23/2009	101.00	84.00	17.00
73.251 VANGUARD SELECTED	01/16/2009	11/23/2009	1,153.00	850.00	303.00
10.219 PRICE T ROWE MIDCAP	07/01/2009	02/10/2010	468.00	390.00	78.00
10.687 PRICE T ROWE MIDCAP	07/01/2009	02/22/2010	514.00	408.00	106.00
6.342 PRICE T ROWE MIDCAP	07/01/2009	05/21/2010	311.00	242.00	69.00
348.198 PRICE T ROWE	07/01/2009	06/11/2010	17,424.00	13,284.00	4,140.00
383.176 ARTIO TOTAL RETURN BOND FD-I #1524					
39.954 BARON ASSET FD	09/30/2010	10/18/2010	5,456.00	5,293.00	163.00
331.906 COLUMBIA VALUE & RESTRUCTURING FUND #2051	08/23/2010	10/18/2010	1,814.00	1,631.00	183.00
71.988 DAVIS NY VENTURE FD	08/23/2010	10/18/2010	15,211.00	13,325.00	1,886.00
970.814 FEDERATED TOTAL RETURN BOND FUND INSTITUTIONAL SHARES	08/23/2010	10/18/2010	2,367.00	2,157.00	210.00
37.61 FIDELITY ADVISOR	10/01/2010	10/18/2010	11,096.00	10,859.00	237.00
549.907 EMERGING MARKET CLASS I FUND #1290	05/21/2010	10/18/2010	898.00	708.00	190.00
INC MIDCAP FD CL Y FD# 229					
99.918 MFS RESEARCH	06/11/2010	10/18/2010	12,065.00	11,262.00	803.00
INTERNATIONAL FUND I FUND #899					
1909.578 PIMCO TOTAL	05/21/2010	10/18/2010	1,541.00	1,261.00	280.00
839.503 T ROWE PRICE	10/01/2010	10/18/2010	22,323.00	21,523.00	800.00
95.126 VANGUARD SELECTED	08/23/2010	10/18/2010	25,303.00	21,728.00	3,575.00
1035.019 VANGUARD GNMA	08/23/2010	10/18/2010	1,682.00	1,519.00	163.00
	08/10/2010	10/18/2010	11,478.00	11,376.00	102.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			133,892.00	119,959.00	13,933.00
Totals			133,892.00	119,959.00	13,933.00

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ETHEL B. CROCKER TRUST 42C033018
Schedule D Detail of Long-term Capital Gains and Losses

04-6171048

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
23.503 BARON ASSET FD	04/04/2006	11/10/2009	943.00	1,182.00	-239.00
122.735 COLUMBIA VALUE & RESTRUCTURING FUND #2051	08/08/2006	11/10/2009	5,214.00	5,764.00	-550.00
55.541 DAVIS NY VENTURE FD	10/24/2007	11/10/2009	1,711.00	2,319.00	-608.00
100.149 FIDELITY ADVISOR	10/24/2007	11/10/2009	2,078.00	3,077.00	-999.00
154.311 MFS RESEARCH	04/18/2008	11/10/2009	2,254.00	3,003.00	-749.00
INTERNATIONAL FUND I FUND #899	04/04/2006	11/10/2009	5,094.00	5,668.00	-574.00
190.723 T ROWE PRICE	07/30/2008	11/23/2009	109.00	105.00	4.00
8.04 ARTIO TOTAL RETURN	08/08/2006	11/23/2009	643.00	713.00	-70.00
15.182 COLUMBIA VALUE & RESTRUCTURING FUND #2051	10/24/2007	11/23/2009	708.00	949.00	-241.00
22.725 DAVIS NY VENTURE FD	04/18/2008	11/23/2009	155.00	151.00	4.00
14.142 FEDERATED TOTAL	09/03/04/2008	11/23/2009	419.00	609.00	-190.00
RETURN BOND FUND INSTITUTIONAL SHARE	10/24/2007	11/23/2009			
19.809 FIDELITY ADVISOR	04/18/2008	11/23/2009	228.00	301.00	-73.00
EMERGING MARKET CLASS I FUND #1290	09/01/2008	11/23/2009	818.00	787.00	31.00
15.471 MFS RESEARCH	04/04/2006	11/23/2009	1,595.00	1,760.00	-165.00
INTERNATIONAL FUND I FUND #899	07/30/2008	02/10/2010	699.00	678.00	21.00
74.359 PIMCO TOTAL RETURN	04/04/2006	02/10/2010	770.00	979.00	-209.00
59.217 T ROWE PRICE GROWTH					
51.771 ARTIO TOTAL RETURN	04/18/2008	02/10/2010	1,573.00	1,537.00	36.00
19.47 BARON ASSET FD	09/24/2008	02/10/2010	5,865.00	7,066.00	-1,201.00
143.824 FEDERATED TOTAL	04/18/2008	02/10/2010	14,781.00	21,562.00	-6,781.00
RETURN BOND FUND INSTITUTIONAL SHARE	07/30/2008	02/10/2010	3,391.00	3,282.00	109.00
301.069 FIDELITY ADVISOR	01/16/2009	02/10/2010	156.00	155.00	1.00
EMERGING MARKET CLASS I FUND #1290	01/16/2009	02/10/2010	288.00	216.00	72.00
1108.028 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899					
310.529 PIMCO TOTAL RETURN					
15.305 TD ASSET MGMT SHORT					
18.627 VANGUARD SELECTED					
Totals					

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ETHEL B. CROCKER TRUST 42C033018
Schedule D Detail of Long-term Capital Gains and Losses

04-6171048

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
57.702 VANGUARD GNMA	01/16/2009	02/10/2010	620.00	613.00	7.00
22.467 BARON ASSET FD	04/04/2006	02/22/2010	925.00	1,129.00	-204.00
57.485 COLUMBIA VALUE & RESTRUCTURING FUND #2051	08/08/2006	02/22/2010	2,432.00	2,700.00	-268.00
22.23 DAVIS NY VENTURE FD	10/24/2007	02/22/2010	690.00	928.00	-238.00
8.324 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	09/23/2008	02/22/2010	168.00	160.00	8.00
.049 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	04/18/2008	02/22/2010	1.00	1.00	
88.306 T ROWE PRICE GROWTH	04/04/2006	02/22/2010	2,364.00	2,624.00	-260.00
51.771 VANGUARD SELECTED	01/16/2009	02/22/2010	834.00	601.00	233.00
78.479 ARTIO TOTAL RETURN	07/30/2008	05/21/2010	1,076.00	1,027.00	49.00
15.578 BARON ASSET FD	04/04/2006	05/21/2010	656.00	783.00	-127.00
209.113 FEDERATED TOTAL					
RETURN BOND FUND INSTITUTIONAL SHARE	09/01/2008	05/21/2010	2,317.00	2,190.00	127.00
431.261 PIMCO TOTAL RETURN	07/30/2008	05/21/2010	4,800.00	4,558.00	242.00
25.775 TD ASSET MGMT SHORT	01/16/2009	05/21/2010	263.00	261.00	2.00
52.626 VANGUARD SELECTED	01/16/2009	05/21/2010	860.00	611.00	249.00
203.852 VANGUARD GNMA	01/16/2009	05/21/2010	2,224.00	2,165.00	59.00
15.513 BARON ASSET FD	04/04/2006	06/11/2010	674.00	780.00	-106.00
46.78 COLUMBIA VALUE & RESTRUCTURING FUND #2051	08/08/2006	06/11/2010	1,920.00	2,197.00	-277.00
7.736 DAVIS NY VENTURE FD	10/24/2007	06/11/2010	235.00	323.00	-88.00
21.972 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	09/23/2008	06/11/2010	431.00	423.00	8.00
16.758 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	04/18/2008	06/11/2010	215.00	326.00	-111.00
63.856 T ROWE PRICE GROWTH	04/04/2006	06/11/2010	1,728.00	1,898.00	-170.00
26.947 VANGUARD SELECTED	01/16/2009	06/11/2010	447.00	313.00	134.00
25000. FED HOME LN MTG					
4.75% 11/17/2015 DTD 10/21/2005	03/06/2008	08/10/2010	28,702.00	25,555.00	3,147.00
87.991 ARTIO TOTAL RETURN	08/21/2009	08/23/2010	1,240.00	1,159.00	81.00
189.325 FEDERATED TOTAL					
RETURN BOND FUND INSTITUTIONAL SHARE	09/01/2008	05/21/2010	2,317.00	2,190.00	127.00
31.921 FIDELITY ADVISOR					
Totals					
EMERGING MARKET CLASS I FUND #1290					

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ETHEL B. CROCKER TRUST 42C033018

04-6171048

FEDERAL CAPITAL GAIN DIVIDENDS
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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

PIMCO TOTAL RETURN FUND - INSTL	230.00
ROYAL DUTCH PETR CO. N.	50.00
TD ASSET MGMT SHORT TERM BOND #4	20.00
VANGUARD GNMA	181.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	481.00
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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	481.00
	=====

STATEMENT 5

CROCKER ETHEL B. IRREV TRUST

42-C033-01-8

Investment Review Settlement Date Positions

Frozen Date: 10/31/2010

<u>Par / Shares</u>	<u>Description</u>	<u>Price</u>	<u>Tax Cost</u>	<u>Market Value</u>
	<u>CUSIP Number</u>	<u>Price Date</u>	<u>Carrying Value</u>	<u>Accrual</u>
CASH AND EQUIVALENTS				
Cash				
	INCOME CASH	0.000000	0.00 0.00	0.00 0.00000
	PRINCIPAL CASH	0.000000	0.00 0.00	0.00 0.00000
Total Cash			0.00 0.00	0.00 0.00000
Cash Equivalents				
0.000	TD ASSET MGMT US GOVT INSTL SVS #6 87237U-83-2	1.000000 12/18/2006	0.00 0.00	0.00 0.07000
23,285.130	TD ASSET MGMT US GOVT PORT INSTL #2 87237U-84-0	1.000000 12/12/2006	23,285.13 23,285.13	23,285.13 0.79000
Total Cash Equivalents			23,285.13 23,285.13	23,285.13 0.86000
Total CASH AND EQUIVALENTS			23,285.13 23,285.13	23,285.13 0.86000

CROCKER ETHEL B. IRREV TRUST

42-C033-01-8

Investment Review Settlement Date Positions

Frozen Date: 10/31/2010

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
FIXED INCOME				
Government Bonds				
30,000.000	FEDERAL HME LN BK 4.25% 11/15/2010 DTD 11/6/2003 3133X2-BX-2	100.156000 10/31/2010	29,923.61 29,923.61	30,046.80 587.91000
Total Government Bonds			29,923.61 29,923.61	30,046.80 587.91000
Mutual Funds - Fixed				
0.000	FEDERATED TOTAL RETURN BOND FD #328 31428Q-10-1	11.410000 10/31/2010	0.00 0.00	0.00 120.93000
4,651.919	FIDELITY HIGH INCOME FUND #455 316146-40-6	9.030000 10/31/2010	41,727.71 41,727.71	42,006.83 91.08000
0.000	PIMCO TOTAL RETURN INSTL #35 693390-70-0	11.690000 10/31/2010	0.00 0.00	0.00 191.76000
8,161.329	PIMCO INVESTMENT GRADE CORP BOND FUND CLASS I 722005-81-6	11.940000 10/31/2010	97,364.66 97,364.66	97,446.27 172.63000
5,733.682	TD ASSET MGMT SHORT TERM BOND #4 87237U-87-3	10.320000 10/31/2010	58,878.95 58,878.95	59,171.60 32.35000
0.000	VANGUARD GNMA FUND #36 922031-30-7	11.110000 10/31/2010	0.00 0.00	0.00 126.79000
6,369.759	VANGUARD INTERMEDIATE TERM TREASURY FUND #35 922031-80-2	11.980000 10/31/2010	76,500.81 76,500.81	76,309.71 61.70000
3,068.214	VANGUARD INFLATION PROTECTED SEC 119 922031-86-9	13.610000 10/31/2010	41,727.71 41,727.71	41,758.39 0.00000
Total Mutual Funds - Fixed			316,199.84 316,199.84	316,692.80 797.24000
Total FIXED INCOME			346,123.45 346,123.45	346,739.60 1,385.15000

CROCKER ETHEL B. IRREV TRUST

42-C033-01-8

Investment Review Settlement Date Positions

Frozen Date: 10/31/2010

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
EQUITIES				
Mutual Funds - Equities				
5,184.407	ASTON FDS MONTAG & CALDWELL GROWTH FUND CL I 00078H-28-1	23.050000 10/31/2010	119,967.17 119,967.17	119,500.58 0.00000
1,270.482	INVESCO INTERNATIONAL GROWTH FUND INSTITUTIONAL CLASS 008882-77-1	27.410000 10/31/2010	34,773.09 34,773.09	34,823.91 0.00000
289.655	BUFFALO SMALL CAP FD #1444 119804-10-2	23.700000 10/31/2010	6,954.62 6,954.62	6,864.82 0.00000
1,196.561	DODGE & COX STK FD #145 256219-10-6	101.270000 10/31/2010	119,967.17 119,967.17	121,175.73 0.00000
385.298	FIDELITY SELECT PORTFOLIOS SELECT GOLD PT FUND #41 316390-78-0	53.710000 10/31/2010	20,863.86 20,863.86	20,694.36 0.00000
581.782	HARBOR INTERNATIONAL FD- INST CL FUND #11 411511-30-6	59.130000 10/31/2010	34,773.09 34,773.09	34,400.77 0.00000
318.144	HARTFORD MUT FDS INC MIDCAP FD CL Y FD# 229 416645-68-7	22.050000 10/31/2010	6,482.61 6,482.61	7,015.08 0.00000
326.969	PERKINS MID CAP VALUE FUND INSTITUTIONAL CLASS 47103C-24-1	21.250000 10/31/2010	6,954.62 6,954.62	6,948.09 0.00000
360.156	ROYCE SPECIAL EQUITY FD #327 780905-78-2	19.160000 10/31/2010	6,954.62 6,954.62	6,900.59 0.00000
Total Mutual Funds - Equities			357,690.85 357,690.85	358,323.93 0.00000
Total EQUITIES			357,690.85 357,690.85	358,323.93 0.00000
Total Settlement Date Position			727,099.43 727,099.43	728,348.66 1,386.01000