Form **990-PF** | **Return of Private Foundation** or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation | OMB No 1545-0052 | **2009**

Department of the Treasury Internal Revenue Service

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

For calendar year 2009, or tax year beginning 12/01 , 2009, and ending 11/30, 20 10

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: ADELE GIFFORD RESIDUARY TRUST 360888010

Number and street (or P O. box number if mail is not delivered to street address): PO BOX 477 | Room/suite

City or town, state, and ZIP code: CONCORD, NH 03302-0477

A Employer identification number: 02-6046966

B Telephone number (see page 10 of the instructions): (603) 577-5026

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) ▶ $ 13,041,711.

J Accounting method: [X] 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 ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	195.	195.		STMT 1
	4 Dividends and interest from securities	417,942.	417,942.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,054,354.			
	b Gross sales price for all assets on line 6a 7,934,569.				
	7 Capital gain net income (from Part IV, line 2)		1,054,354.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	1,472,491.	1,472,491.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	107,317.	107,317.		
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	575.	575.	NONE	NONE
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6	13,965.	950.		
	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 7	7,384.	7,384.		
	24 **Total operating and administrative expenses** Add lines 13 through 23	129,241.	116,226.	NONE	NONE
	25 Contributions, gifts, grants paid	552,000.			552,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	681,241.	116,226.	NONE	552,000.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	791,250.			
	b **Net investment income** (if negative, enter -0-)		1,356,265.		
	c **Adjusted net income** (if negative, enter -0-)				

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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	216,066.	618,362.	618,362.
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) STMT 8	1,629,518.	1,966,207.	2,148,195.
b	Investments - corporate stock (attach schedule) STMT 9	5,911,729.	5,876,855.	6,697,625.
c	Investments - corporate bonds (attach schedule) STMT 11	3,357,940.	3,445,070.	3,577,529.
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)	11,115,253.	11,906,494.	13,041,711.
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			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds	11,115,253.	11,906,494.	
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)	11,115,253.	11,906,494.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	11,115,253.	11,906,494.	

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	11,115,253.
2	Enter amount from Part I, line 27a	2	791,250.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,906,503.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	9.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,906,494.

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) 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	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } | 2 | 1,054,354.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	573,868.	11,458,799.	0.05008099016
2007	NONE	NONE	NONE
2006	NONE	NONE	NONE
2005	NONE	NONE	NONE
2004			

2	**Total** of line 1, column (d)	2	0.05008099016
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	0.01252024754
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	12,604,247.
5	Multiply line 4 by line 3	5	157,808.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13,563.
7	Add lines 5 and 6	7	171,371.
8	Enter qualifying distributions from Part XII, line 4	8	552,000.

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	13,563.
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	13,563.
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	13,563.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 6,444.		
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	6,444.
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	7,119.
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ ________ (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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 13			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ TD Bank, N.A. Telephone no. ▶ (603)577-5026

Located at ▶ 191 MAIN STREET, NASHUA, NH ZIP + 4 ▶ 03061

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			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

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b		
Organizations relying on a current notice regarding disaster assistance check here . . . . . . ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . .	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

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 14		107,317.	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . . . . ▶ NONE

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,402,208.
b	Average of monthly cash balances	1b	393,982.
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	12,796,190.
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	12,796,190.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	191,943.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,604,247.
6	**Minimum investment return.** Enter 5% of line 5	6	630,212.

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	630,212.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	13,563.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	13,563.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	616,649.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	616,649.
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	616,649.

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	552,000.
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	552,000.
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	13,563.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	538,437.

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				616,649.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			NONE	
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 ...... 7,372.				
f Total of lines 3a through e	7,372.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 552,000.				
a Applied to 2008, but not more than line 2a			NONE	
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				552,000.
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).)*	7,372.			7,372.
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			NONE	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				57,277.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2005 ... NONE				
b Excess from 2006 ... NONE				
c Excess from 2007 ... NONE				
d Excess from 2008 ... NONE				
e Excess from 2009 ... NONE				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 17				
Total . . . . ▶ **3a**				552,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A 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			14	195.	
4 Dividends and interest from securities			14	417,936.	
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	1,054,360.	
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)				1,472,491.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 1,472,491.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

			Yes	No
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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

Tricia J Smith | 01/15/2011 | Trustee

Signature of officer or trustee TRICIA J. SMITH | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no	

JSA
9E1493 1 000

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					192.	
		20. AFLAC INC PROPERTY TYPE: SECURITIES					09/30/2008	11/22/2010
1,085.00		1,162.00					-77.00	
		710. AT&T INC PROPERTY TYPE: SECURITIES					09/30/2008	01/04/2010
20,273.00		20,242.00					31.00	
		30. AT&T INC PROPERTY TYPE: SECURITIES					09/30/2008	11/22/2010
843.00		855.00					-12.00	
		30. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					01/12/2010	11/22/2010
1,411.00		1,662.00					-251.00	
		760. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					02/27/2009	01/04/2010
31,101.00		9,259.00					21,842.00	
		40. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					02/27/2009	11/22/2010
1,686.00		487.00					1,199.00	
		30. ANALOG DEVICES INC PROPERTY TYPE: SECURITIES					01/04/2010	11/22/2010
1,072.00		950.00					122.00	
		390. APACHE CORP COM PROPERTY TYPE: SECURITIES					02/27/2009	01/04/2010
41,247.00		23,397.00					17,850.00	
		220. APACHE CORP COM PROPERTY TYPE: SECURITIES					02/27/2009	01/12/2010
23,181.00		13,199.00					9,982.00	
		10. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES					12/14/2009	11/22/2010
352.00		616.00					-264.00	

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)	
		1160. AUTODESK INC PROPERTY TYPE: SECURITIES					02/27/2009	01/04/2010
29,766.00		14,894.00					14,872.00	
		40. AUTODESK INC PROPERTY TYPE: SECURITIES					02/27/2009	11/22/2010
1,389.00		514.00					875.00	
		410. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES					09/22/2008	01/04/2010
17,564.00		17,622.00					-58.00	
		10. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES					09/22/2008	11/22/2010
454.00		430.00					24.00	
		6400. BARCLAYS PLC ADR PROPERTY TYPE: SECURITIES					02/27/2009	05/27/2010
114,805.00		33,782.00					81,023.00	
		7648.673 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES					01/06/2010	11/23/2010
360,864.00		319,944.00					40,920.00	
		250000. BEAR STEARNS CO 4.500% 10/28/201 PROPERTY TYPE: SECURITIES					12/19/2003	10/28/2010
250,000.00		252,835.00					-2,835.00	
		1000. BOEING CO PROPERTY TYPE: SECURITIES					09/30/2008	01/12/2010
60,764.00		57,080.00					3,684.00	
		90. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					09/30/2008	11/22/2010
7,492.00		7,356.00					136.00	
		2020. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES					06/23/2009	01/04/2010
49,837.00		38,976.00					10,861.00	
		50. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES					06/23/2009	11/22/2010
971.00		935.00					36.00	

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)	
		150000. CISCO SYSTEMS INC 5.25% 02/22/20 PROPERTY TYPE: SECURITIES					08/17/2009	03/15/2010
156,572.00		158,903.00					-2,331.00	
		270. COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES					11/20/2008	01/04/2010
22,329.00		16,846.00					5,483.00	
		10. COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES					11/20/2008	11/22/2010
782.00		624.00					158.00	
		410. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					02/27/2009	01/04/2010
21,545.00		15,457.00					6,088.00	
		20. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					02/27/2009	11/22/2010
1,228.00		754.00					474.00	
		660. WALT DISNEY CO PROPERTY TYPE: SECURITIES					02/27/2009	01/04/2010
21,120.00		11,140.00					9,980.00	
		30. WALT DISNEY CO PROPERTY TYPE: SECURITIES					01/12/2010	11/22/2010
1,106.00		931.00					175.00	
		2690. E M C CORP MASS PROPERTY TYPE: SECURITIES					12/19/2003	01/04/2010
47,997.00		35,237.00					12,760.00	
		60. E M C CORP MASS PROPERTY TYPE: SECURITIES					12/19/2003	11/22/2010
1,297.00		786.00					511.00	
		30. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					01/12/2010	11/22/2010
1,665.00		1,339.00					326.00	
		30. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					09/22/2008	12/16/2009
2,084.00		2,377.00					-293.00	

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)	
		300. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					09/22/2008	01/04/2010
20,712.00		23,766.00					-3,054.00	
		10. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					09/22/2008	11/22/2010
699.00		792.00					-93.00	
		.679 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					10/22/2007	07/16/2010
5.00		8.00					-3.00	
		477. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					02/05/2009	07/21/2010
3,513.00		5,001.00					-1,488.00	
		200000. GENERAL DYNAMICS 4.50% 8/15/2010 PROPERTY TYPE: SECURITIES					10/25/2007	08/15/2010
200,000.00		200,060.00					-60.00	
		250000. GOLDMAN SACHS 5.700% 09/01/2012 PROPERTY TYPE: SECURITIES					12/19/2003	02/17/2010
269,625.00		265,625.00					4,000.00	
		350000. HSBC FINANCE 5.25% 04/15/2015 DT PROPERTY TYPE: SECURITIES					08/16/2005	04/06/2010
365,918.00		354,876.00					11,042.00	
		710. HEWLETT PACKARD PROPERTY TYPE: SECURITIES					05/01/2009	01/04/2010
37,168.00		25,820.00					11,348.00	
		10. HEWLETT PACKARD PROPERTY TYPE: SECURITIES					05/01/2009	11/22/2010
430.00		364.00					66.00	
		390. HOME DEPOT INC PROPERTY TYPE: SECURITIES					09/30/2008	11/22/2010
12,125.00		10,035.00					2,090.00	
		150000. HOME DEPOT INC 4.625% 08/15/2010 PROPERTY TYPE: SECURITIES					08/16/2005	08/15/2010
150,000.00		150,521.00					-521.00	

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)	
		3450. IMS HEALTH INC COM PROPERTY TYPE: SECURITIES					09/30/2008	01/12/2010
73,925.00		65,353.00					8,572.00	
		60. INTEL CORP PROPERTY TYPE: SECURITIES					12/19/2003	11/22/2010
1,271.00		1,860.00					-589.00	
		1700. ISHARES TR US TIPS BD FD PROPERTY TYPE: SECURITIES					02/16/2010	11/22/2010
186,631.00		177,510.00					9,121.00	
		3130. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES					09/30/2008	01/04/2010
163,081.00		237,454.00					-74,373.00	
		6095. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES					02/27/2009	11/22/2010
383,432.00		252,314.00					131,118.00	
		80. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					02/27/2009	11/22/2010
3,065.00		1,845.00					1,220.00	
		20. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					09/30/2008	11/22/2010
1,270.00		1,378.00					-108.00	
		5250. KEELEY SMALL CAP VALUE FUND - A FU PROPERTY TYPE: SECURITIES					02/27/2009	01/04/2010
106,785.00		64,155.00					42,630.00	
		4250. KEELEY SMALL CAP VALUE FUND - A FU PROPERTY TYPE: SECURITIES					12/23/2008	01/04/2010
86,445.00		64,048.00					22,397.00	
		30. LEGG MASON INC PROPERTY TYPE: SECURITIES					05/27/2010	11/22/2010
991.00		911.00					80.00	
		9967.326 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					01/06/2010	05/12/2010
135,456.00		147,018.00					-11,562.00	

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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)	
		13984.877 MFS RESEARCH INTERNATIONAL FUN PROPERTY TYPE: SECURITIES					01/06/2010	11/23/2010
211,451.00		206,277.00					5,174.00	
		20000. MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES					08/19/2009	11/23/2010
302,400.00		214,200.00					88,200.00	
		300. MCDONALDS CORP PROPERTY TYPE: SECURITIES					12/19/2003	01/04/2010
18,861.00		7,383.00					11,478.00	
		10. MCDONALDS CORP PROPERTY TYPE: SECURITIES					12/19/2003	11/22/2010
794.00		246.00					548.00	
		660. MEDTRONIC INC PROPERTY TYPE: SECURITIES					02/27/2009	01/04/2010
28,954.00		19,826.00					9,128.00	
		20. MEDTRONIC INC PROPERTY TYPE: SECURITIES					02/27/2009	11/22/2010
689.00		601.00					88.00	
		615. MOHAWK INDS INC PROPERTY TYPE: SECURITIES					09/30/2008	12/14/2009
28,861.00		41,589.00					-12,728.00	
		1400. NOVARTIS A G SPONSORED ADR PROPERTY TYPE: SECURITIES					09/30/2008	05/27/2010
62,806.00		73,290.00					-10,484.00	
		67600.897 PIMCO HIGH YLD FUND INSTL #108 PROPERTY TYPE: SECURITIES					01/06/2010	11/23/2010
626,660.00		603,000.00					23,660.00	
		350. PEPSICO PROPERTY TYPE: SECURITIES					09/22/2008	01/04/2010
21,424.00		24,899.00					-3,475.00	
		30. PEPSICO PROPERTY TYPE: SECURITIES					09/22/2008	11/22/2010
1,939.00		2,134.00					-195.00	

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)	
		410. PHILIP MORRIS INTL INC COM PROPERTY TYPE: SECURITIES					09/22/2008	01/04/2010
20,259.00		20,425.00					-166.00	
		10. PHILIP MORRIS INTL INC COM PROPERTY TYPE: SECURITIES					09/22/2008	11/22/2010
593.00		498.00					95.00	
		6952.034 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES					05/12/2010	11/23/2010
213,149.00		200,497.00					12,652.00	
		210. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					09/22/2008	01/04/2010
12,831.00		14,286.00					-1,455.00	
		30. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					09/22/2008	11/22/2010
1,902.00		2,041.00					-139.00	
		350000. PUB SERV ELEC & GAS 5.00% 08/15/ PROPERTY TYPE: SECURITIES					08/16/2005	04/06/2010
372,876.00		353,864.00					19,012.00	
		210. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					09/30/2008	01/04/2010
12,810.00		10,838.00					1,972.00	
		10. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					09/30/2008	11/22/2010
506.00		516.00					-10.00	
		8200. SPDR TR UNIT SER 1 PROPERTY TYPE: SECURITIES					12/31/2008	01/04/2010
928,380.00		742,435.00					185,945.00	
		270. SEMPRA ENERGY COMMON PROPERTY TYPE: SECURITIES					12/19/2003	01/04/2010
15,090.00		7,849.00					7,241.00	
		20. SEMPRA ENERGY COMMON PROPERTY TYPE: SECURITIES					12/19/2003	11/22/2010
1,009.00		581.00					428.00	

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)	
		390. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES					09/22/2008	01/04/2010
20,067.00		21,303.00					-1,236.00	
		10. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES					09/22/2008	11/22/2010
645.00		546.00					99.00	
		200. SOUTHERN CO PROPERTY TYPE: SECURITIES					09/30/2008	11/22/2010
7,624.00		7,552.00					72.00	
		300. ULTRA PETROLEUM CORP PROPERTY TYPE: SECURITIES					12/16/2009	01/04/2010
15,842.00		15,242.00					600.00	
		10. UNITED PARCEL SVC INC CL B PROPERTY TYPE: SECURITIES					09/30/2008	11/22/2010
687.00		629.00					58.00	
		125000. U S TREASURY NOTE 5.000% 08/15/2 PROPERTY TYPE: SECURITIES					08/17/2009	08/30/2010
130,649.00		134,902.00					-4,253.00	
		1380. UNITED TECHNOLOGIES PROPERTY TYPE: SECURITIES					12/19/2003	01/04/2010
98,905.00		64,757.00					34,148.00	
		10. UNITED TECHNOLOGIES PROPERTY TYPE: SECURITIES					12/19/2003	11/22/2010
750.00		469.00					281.00	
		550. UNITEDHEALTH GROUP INC COM PROPERTY TYPE: SECURITIES					06/05/2002	01/04/2010
17,309.00		12,500.00					4,809.00	
		20. UNITEDHEALTH GROUP INC COM PROPERTY TYPE: SECURITIES					06/05/2002	11/22/2010
727.00		455.00					272.00	
		19194.757 VANGUARD GNMA FUND #36 PROPERTY TYPE: SECURITIES					01/06/2010	11/23/2010
213,446.00		205,000.00					8,446.00	

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)	
		17585.214 VANGUARD MID-CAP INDEX FUND #8 PROPERTY TYPE: SECURITIES					01/06/2010	11/23/2010
335,702.00		296,135.00					39,567.00	
		21000. VANGUARD MID-CAP INDEX FUND #859 PROPERTY TYPE: SECURITIES					08/19/2009	11/23/2010
400,890.00		224,640.00					176,250.00	
		550. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					10/22/2007	01/04/2010
18,266.00		24,230.00					-5,964.00	
		10. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					10/22/2007	11/22/2010
324.00		413.00					-89.00	
		350. WALMART STORES, INC PROPERTY TYPE: SECURITIES					09/22/2008	01/04/2010
19,054.00		20,650.00					-1,596.00	
		30. WALMART STORES, INC PROPERTY TYPE: SECURITIES					09/22/2008	11/22/2010
1,631.00		1,770.00					-139.00	
		520. WALGREEN CO PROPERTY TYPE: SECURITIES					09/30/2008	01/04/2010
19,349.00		16,110.00					3,239.00	
		600. WALGREEN CO PROPERTY TYPE: SECURITIES					02/27/2009	01/12/2010
22,020.00		14,388.00					7,632.00	
		1230. WALGREEN CO PROPERTY TYPE: SECURITIES					09/30/2008	01/12/2010
45,141.00		38,105.00					7,036.00	
		30. WELLS FARGO & COMPANY COM NEW PROPERTY TYPE: SECURITIES					05/27/2010	11/22/2010
805.00		876.00					-71.00	
		3325. XTO ENERGY INC PROPERTY TYPE: SECURITIES					02/27/2009	12/16/2009
157,552.00		105,502.00					52,050.00	

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)	
		430. ZIMMER HLDGS INC PROPERTY TYPE: SECURITIES					02/27/2009	01/04/2010
25,817.00		15,110.00					10,707.00	
		10. ZIMMER HLDGS INC PROPERTY TYPE: SECURITIES					02/27/2009	11/22/2010
502.00		351.00					151.00	
TOTAL GAIN(LOSS)							1,054,354.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TD ASSET MGMT US GOVT PORT INSTL #2	195.	195.
TOTAL	195.	195.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AFLAC INC	1,747.	1,747.
AT&T INC	4,301.	4,301.
ABBOTT LABORATORIES	3,097.	3,097.
AMERICAN EXPRESS CO	2,477.	2,477.
ANALOG DEVICES INC	2,508.	2,508.
APACHE CORP COM	774.	774.
AUTOMATIC DATA PROCESSING INC	3,444.	3,444.
BANK OF AMER CORP 3.125% 06/15/2012 DTD	520.	520.
BARCLAYS PLC ADR	1,369.	1,369.
BEAR STEARNS CO 4.500% 10/28/2010 DTD 10	11,250.	11,250.
BOEING CO	420.	420.
CHEVRONTEXACO CORP	4,410.	4,410.
CISCO SYSTEMS INC 5.25% 02/22/2011 DTD 0	4,506.	4,506.
COLGATE PALMOLIVE	2,801.	2,801.
CONOCOPHILLIPS	4,227.	4,227.
CONOCOPHILLIPS 4.750% 02/01/2014 DTD 02/	2,423.	2,423.
CONOCOPHILLIPS 5.625% 10/15/2016 DTD 10/	11,250.	11,250.
CREDIT SUISSE FB 6.500% 01/15/2012 DTD 0	4,333.	4,333.
WALT DISNEY CO	1,243.	1,243.
EMERSON ELECTRIC CO	1,528.	1,528.
EXXON MOBIL CORP	3,355.	3,355.
FED FARM CREDIT BK6.125% 12/29/2015 DTD	12,250.	12,250.
FED FARM CREDIT BK6.000% 03/07/2011 DTD	6,000.	6,000.
FED FARM CREDIT BK 4.375% 04/03/2013 DTD	4,375.	4,375.
FED FARM CREDIT BK 4.875% 01/11/2016 DTD	21,938.	21,938.
FEDERAL HME LN BK 5.500% 12/11/2013 DTD	11,000.	11,000.
FEDERAL HME LN BK 4.875% 12/14/2012 DTD	4,875.	4,875.
FIDELITY SPARTAN HIGH INCOME	428.	428.
GENERAL DYNAMICS 4.50% 8/15/2010 DTD 8/1	9,000.	9,000.
GENERAL ELECTRIC	1,281.	1,281.
GE COMPANY 5.00% 02/01/2013 DTD 1/28/200	15,000.	15,000.
GOLDMAN SACHS 5.700% 09/01/2012 DTD 08/2	6,650.	6,650.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HSBC FINANCE 5.25% 04/15/2015 DTD 04/20/	8,881.	8,881.
HEWLETT PACKARD	681.	681.
HOME DEPOT INC	2,554.	2,554.
HOME DEPOT INC 4.625% 08/15/2010 DTD 08/	6,938.	6,938.
IMS HEALTH INC COM	104.	104.
ILLINOIS TOOL WKS INC	2,604.	2,604.
INTEL CORP	3,015.	3,015.
ISHARES TR US TIPS BD FD	3,474.	3,474.
ISHARES COHEN & STEERS RLTY	12,853.	12,853.
J P MORGAN CHASE & CO	605.	605.
JPMORGAN CHASE & CO 6.00% 01/15/2018 DTD	2,026.	2,026.
JOHNSON & JOHNSON	3,451.	3,451.
KEELEY SMALL CAP VALUE FUND - A FUND #24	352.	352.
LEGG MASON INC	344.	344.
MFS RESEARCH INTERNATIONAL FUND I FUND #	5,115.	5,115.
MCDONALDS CORP	2,585.	2,585.
MEDTRONIC INC	2,098.	2,098.
MICROSOFT CORP	2,223.	2,223.
MONSANTO CO NEW	779.	779.
NOVARTIS A G SPONSORED ADR	2,722.	2,722.
PIMCO HIGH YLD FUND INSTL #108	42,256.	42,256.
PNC FUNDING CORP 5.625% 02/01/2017 DTD 0	33,750.	33,750.
PEPSICO	3,175.	3,175.
PEPSICO INC 5.15% 05/15/2012 DTD 05/21/2	2,575.	2,575.
PEPSICO INC 3.100% 01/15/2015 DTD 01/14/	1,488.	1,488.
PHILIP MORRIS INTL INC COM	5,218.	5,218.
PROCTER & GAMBLE CO	2,875.	2,875.
PUB SERV ELEC & GAS 5.00% 08/15/2014 DTD	11,375.	11,375.
QUEST DIAGNOSTICS INC COM	636.	636.
SBC COMMUNICATIONS 5.10% 09/15/2014 DTD	10,200.	10,200.
SPDR TR UNIT SER 1	4,840.	4,840.
SEMPRA ENERGY COMMON	2,804.	2,804.
SIGMA ALDRICH CORP	1,047.	1,047.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SOUTHERN CO	3,971.	3,971.
STATE STREET CORP COM	73.	73.
TD ASSET MGMT US GOVT PORT INSTL #2	4.	4.
3M CO	2,919.	2,919.
UNITED PARCEL SVC INC CL B	1,953.	1,953.
U S TREASURY NOTE 5.000% 08/15/2011 DTD	6,471.	6,471.
U S TREAS. BONDS 4.25% 11/15/2014 DTD 11	8,500.	8,500.
U S TREASURY NOTE 4.125% 08/31/2012 DTD	5,156.	5,156.
U S TREASURY NOTE 3.125% 05/15/2019 DTD	3,095.	3,095.
U S TREASURY NOTE 0.875% 02/29/2012 DTD	52.	52.
UNITED TECHNOLOGIES	2,889.	2,889.
UNITEDHEALTH GROUP INC COM	546.	546.
VANGUARD GNMA FUND #36	6,649.	6,649.
VANGUARD SHORT-TERM FEDERAL #49	72.	72.
VANGUARD MID-CAP INDEX FUND #859	3,710.	3,710.
VERIZON COMMUNICATIONS	3,874.	3,874.
VERIZON PENNSYLV 5.650% 11/15/2011 DTD 1	14,125.	14,125.
WALMART STORES, INC	1,902.	1,902.
WALGREEN CO	323.	323.
WELLS FARGO & COMPANY COM NEW	179.	179.
YUM BRANDS INC	1,056.	1,056.
TOTAL	417,942.	417,942.

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.	575.		
TOTALS	575.	575.	NONE	NONE

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	408.	408.
990-PF TAXES	13,015.	
FOREIGN TAXES ON QUALIFIED FOR	296.	296.
FOREIGN TAXES ON NONQUALIFIED	246.	246.
TOTALS	13,965.	950.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATE/PROBATE FEES	7,384.	7,384.
TOTALS	7,384.	7,384.

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
200000 FEDERAL HME LN BK 5.500	189,680.	227,719.
100000 FEDERAL HME LN BK 4.875	100,480.	108,485.
200000 FED FARM CREDIT BK 6.12	199,596.	242,719.
100000 FED FARM CREDIT BK 6.00	105,515.	101,563.
100000 FED FARM CREDIT BK 4.37	97,557.	108,532.
450000 FED FARM CREDIT BK 4.87	449,928.	519,048.
200000 U S TREAS BONDS 4.25%	217,172.	224,765.
125000 U S TREASURY NOTE 4.125	134,688.	133,091.
150000 U S TREASURY NOTE 3.125	144,264.	157,301.
200000 U S TREASURY NOTE .875%	201,414.	201,359.
125000 U S TREASURY BOND 2.625	125,913.	123,613.
TOTALS	1,966,207.	2,148,195.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
1250 APOLLO GROUP INC CL A	75,268.	42,500.
3220 WALT DISNEY CO	59,021.	117,562.
2345 HOME DEPOT INC	59,382.	70,842.
1090 MCDONALDS CORP	26,825.	85,347.
1330 YUM BRANDS INC	51,342.	66,606.
1370 COLGATE PALMOLIVE CO	84,817.	104,874.
1655 PEPSICO INCORPORATED	106,842.	106,963.
2180 PHILIP MORRIS INTL INC	101,874.	124,020.
1495 PROCTER & GAMBLE CO	99,905.	91,300.
1570 WAL MART STORES INC	88,363.	84,921.
1290 APACHE CORPORATION	77,391.	138,856.
1485 CHEVRON CORPORATION	121,373.	120,240.
1895 CONOCOPHILLIPS	71,441.	114,022.
1860 EXXON MOBIL CORP	147,349.	129,382.
1770 ULTRA PETROLEUM CORP	89,928.	83,172.
1610 AFLAC INCORPORATED	90,587.	82,915.
3400 AMERICAN EXPRESS CO	41,421.	146,948.
2945 J P MORGAN CHASE & CO	67,912.	110,143.
2490 LEGG MASON INC	34,432.	81,224.
2060 STATE STREET CORP	84,528.	88,992.
3540 WELLS FARGOO & CO NEW	103,333.	96,323.
2210 ABBOTT LABS CO	115,456.	102,787.
1655 JOHNSON & JOHNSON CO	114,046.	101,865.
2420 MEDTRONIC INC	72,697.	81,143.
1580 QUEST DIAGNOSTICS INC COM	81,544.	77,926.
1930 UNITEDHEALTH GROUP INC	43,864.	70,484.
1535 ZIMMER HLDGS INC	53,940.	75,614.
1490 EMERSON ELECTRIC CO	66,503.	82,054.
3750 GENERAL ELECTRIC CO	85,998.	59,363.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
2140 ILLINOIS TOOL WKS INC	95,337.	101,928.
1410 3M CO	95,978.	118,412.
1040 UNITED PARCEL SERVICE CL	65,406.	72,935.
1410 UNITED TECHNOLOGIES	66,164.	106,131.
3060 ANALOG DEVICES INC	82,971.	108,814.
3990 AUTODESK INC	51,232.	140,807.
2420 AUTO DATA PROCESSING INC	96,326.	107,859.
5410 CISCO SYSTEMS INC	37,540.	103,656.
7180 EMC CORPORATION/MASS	93,386.	154,298.
1940 HEWLETT PACKARD CO	57,705.	81,344.
5030 INTEL CORP	57,938.	106,422.
4435 MICROSOFT CORPORATION	113,464.	112,017.
845 MONSANTO CO NEW	79,468.	50,632.
1575 SIGMA-ALDRICH CORP COMMON	85,721.	99,572.
2530 AT&T INC	69,367.	70,309.
2120 VERIZON COMMUNICATIONS	79,092.	67,861.
1710 SEMPRA ENERGY COMMON	49,707.	85,654.
2025 SOUTHERN CO	76,464.	76,383.
23957.191 INVESCO INTERNATIONA	641,813.	633,668.
5449.318 BUFFALO SMALL CAP FD	131,383.	132,200.
11052.251 HARBOR INTERNATIONAL	636,720.	623,457.
5882.072 HARTFORD MUT FDS INC	131,464.	132,170.
6112.582 PERKINS MID CAP VALUE	131,115.	131,298.
6747.171 ROYCE SPECIAL EQUITY	132,514.	133,796.
3010 SPDR GOLD TRUST	401,198.	407,614.
TOTALS	5,876,855.	6,697,625.

ADELE GIFFORD RESIDUARY TRUST 360888010 02-6046966

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
95000 BANK OF AMER CORP 3.125%	98,609.	98,777.
170000 CONOCOPHILLIPS 4.750%	183,201.	187,921.
200000 CONOCOPHILLIPS 5.625%	205,400.	233,780.
250000 CREDIT SUISSE FB 6.500%	270,963.	265,323.
300000 GE COMPANY 5.00%	303,537.	322,617.
85000 JPMORGAN CHASE & CO 6.00	90,851.	95,821.
600000 PNC FUNDING CORP 5.625%	597,756.	651,084.
50000 PEPSICO INC 5.15%	51,125.	53,064.
180000 PEPSICO INC 3.100%	181,307.	190,123.
200000 SBC COMMUNICATIONS 5.10	198,298.	221,606.
250000 VERIZON PENNSYLV 5.65%	265,140.	261,180.
39705.072 FIDELITY HIGH INCOME	354,566.	352,978.
26109.756 VANGUARD SHORT-TERM	286,163.	285,902.
26707.981 VANGUARD INFLATION P	358,154.	357,353.
TOTALS	3,445,070.	3,577,529.

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

DESCRIPTION		AMOUNT
ROUNDING/ ACCRUAL ADJUSTMENT		9.
	TOTAL	9.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
==

NH

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

OFFICER NAME:
TD Bank, N.A.
ADDRESS:
PO Box 477
Concord, NH 03302-0477
TITLE:
Co-Trustee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 83,988.

OFFICER NAME:
Harold C. Hansen, Esq.
ADDRESS:
24070 Copperleaf Blvd, The Brooks
Bonita Springs, FL 34135
TITLE:
Co-Trustee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 23,329.

TOTAL COMPENSATION: 107,317.

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	12,155,027.	396,245.	
FEBRUARY	12,349,773.	405,757.	
MARCH	12,666,323.	393,184.	
APRIL	12,820,183.	371,487.	
MAY	12,298,917.	267,516.	
JUNE	12,005,130.	275,474.	
JULY	12,502,405.	254,764.	
AUGUST	11,932,132.	530,472.	
SEPTEMBER	12,578,042.	378,105.	
OCTOBER	12,542,959.	596,288.	
NOVEMBER	12,423,350.	618,362.	
DECEMBER	12,552,259.	240,127.	
TOTAL	148,826,500.	4,727,781.	
AVERAGE FMV	12,402,208.	393,982.	

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

RECIPIENT NAME:
ROMAN CATHOLIC BISHOP OF
MANCHESTER - ST HEDWIG'S PARISH
ADDRESS:
153 ASH STREET
MANCHESTER, NH 03104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 138,000.

RECIPIENT NAME:
FELICIAN SISTERS OF THE THIRD
ORDER OF ST FRANCIS, INC
ADDRESS:
1315 ENFIELD STREET
ENFIELD, CT 06082-4929
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 138,000.

RECIPIENT NAME:
ALBANY MEDICAL COLLEGE FND
ADDRESS:
43 NEW SCOTLAND AVE - MC119
ALBANY, NY 12208
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 138,000.

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

RECIPIENT NAME:
BENEDICTINE HOSPITAL
ADDRESS:
105 MARY'S AVENUE
KINGSTON, NY 12401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 138,000.

TOTAL GRANTS PAID: 552,000.

ADELE GIFFORD RESIDUARY TRUST 360888010 02-6046966

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
30. ABBOTT LABORATORIES	01/12/2010	11/22/2010	1,411.00	1,662.00	-251.00
760. AMERICAN EXPRESS CO	02/27/2009	01/04/2010	31,101.00	9,259.00	21,842.00
30. ANALOG DEVICES INC	01/04/2010	11/22/2010	1,072.00	950.00	122.00
390. APACHE CORP COM	02/27/2009	01/04/2010	41,247.00	23,397.00	17,850.00
220. APACHE CORP COM	02/27/2009	01/12/2010	23,181.00	13,199.00	9,982.00
10. APOLLO GROUP INC CL A	12/14/2009	11/22/2010	352.00	616.00	-264.00
1160. AUTODESK INC	02/27/2009	01/04/2010	29,766.00	14,894.00	14,872.00
7648.673 BARON ASSET FD	01/06/2010	11/23/2010	360,864.00	319,944.00	40,920.00
2020. CISCO SYSTEMS INC	06/23/2009	01/04/2010	49,837.00	38,976.00	10,861.00
150000. CISCO SYSTEMS INC					
5.25% 02/22/2011 DTD 02/22/06	08/17/2009	03/15/2010	156,572.00	158,903.00	-2,331.00
410. CONOCOPHILLIPS	02/27/2009	01/04/2010	21,545.00	15,457.00	6,088.00
660. WALT DISNEY CO	02/27/2009	01/04/2010	21,120.00	11,140.00	9,980.00
30. WALT DISNEY CO	01/12/2010	11/22/2010	1,106.00	931.00	175.00
30. EMERSON ELECTRIC CO	01/12/2010	11/22/2010	1,665.00	1,339.00	326.00
710. HEWLETT PACKARD	05/01/2009	01/04/2010	37,168.00	25,820.00	11,348.00
1700. ISHARES TR US TIPS	02/16/2010	11/22/2010	186,631.00	177,510.00	9,121.00
5250. KEELEY SMALL CAP					
VALUE FUND - A FUND #245	02/27/2009	01/04/2010	106,785.00	64,155.00	42,630.00
30. LEGG MASON INC	05/27/2010	11/22/2010	991.00	911.00	80.00
9967.326 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	01/06/2010	05/12/2010	135,456.00	147,018.00	-11,562.00
13984.877 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	01/06/2010	11/23/2010	211,451.00	206,277.00	5,174.00
660. MEDTRONIC INC	02/27/2009	01/04/2010	28,954.00	19,826.00	9,128.00
67600.897 PIMCO HIGH YLD	01/06/2010	11/23/2010	626,660.00	603,000.00	23,660.00
6952.034 T ROWE PRICE	05/12/2010	11/23/2010	213,149.00	200,497.00	12,652.00
300. ULTRA PETROLEUM CORP	12/16/2009	01/04/2010	15,842.00	15,242.00	600.00
19194.757 VANGUARD GNMA	01/06/2010	11/23/2010	213,446.00	205,000.00	8,446.00
17585.214 VANGUARD MID-CAP					
INDEX FUND #859	01/06/2010	11/23/2010	335,702.00	296,135.00	39,567.00
600. WALGREEN CO	02/27/2009	01/12/2010	22,020.00	14,388.00	7,632.00
Totals					

ADELE GIFFORD RESIDUARY TRUST 360888010 02-6046966

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
30. WELLS FARGO & COMPANY	05/27/2010	11/22/2010	805.00	876.00	-71.00
3325. XTO ENERGY INC	02/27/2009	12/16/2009	157,552.00	105,502.00	52,050.00
430. ZIMMER HLDGS INC	02/27/2009	01/04/2010	25,817.00	15,110.00	10,707.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			3,059,268.00	2,707,934.00	351,334.00
Totals			3,059,268.00	2,707,934.00	351,334.00

JSA
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ADELE GIFFORD RESIDUARY TRUST 360888010 02-6046966

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
20. AFLAC INC	09/30/2008	11/22/2010	1,085.00	1,162.00	-77.00
710. AT&T INC	09/30/2008	01/04/2010	20,273.00	20,242.00	31.00
30. AT&T INC	09/30/2008	11/22/2010	843.00	855.00	-12.00
40. AMERICAN EXPRESS CO	02/27/2009	11/22/2010	1,686.00	487.00	1,199.00
40. AUTODESK INC	02/27/2009	11/22/2010	1,389.00	514.00	875.00
410. AUTOMATIC DATA	09/22/2008	01/04/2010	17,564.00	17,622.00	-58.00
10. AUTOMATIC DATA	09/22/2008	11/22/2010	454.00	430.00	24.00
6400. BARCLAYS PLC ADR	02/27/2009	05/27/2010	114,805.00	33,782.00	81,023.00
250000. BEAR STEARNS CO					
4.500% 10/28/2010 DTD 10/28/03	12/19/2003	10/28/2010	250,000.00	252,835.00	-2,835.00
1000. BOEING CO	09/30/2008	01/12/2010	60,764.00	57,080.00	3,684.00
90. CHEVRONTEXACO CORP	09/30/2008	11/22/2010	7,492.00	7,356.00	136.00
50. CISCO SYSTEMS INC	06/23/2009	11/22/2010	971.00	935.00	36.00
270. COLGATE PALMOLIVE	11/20/2008	01/04/2010	22,329.00	16,846.00	5,483.00
10. COLGATE PALMOLIVE	11/20/2008	11/22/2010	782.00	624.00	158.00
20. CONOCOPHILLIPS	02/27/2009	11/22/2010	1,228.00	754.00	474.00
2690. E M C CORP MASS	12/19/2003	01/04/2010	47,997.00	35,237.00	12,760.00
60. E M C CORP MASS	12/19/2003	11/22/2010	1,297.00	786.00	511.00
30. EXXON MOBIL CORP	09/22/2008	12/16/2009	2,084.00	2,377.00	-293.00
300. EXXON MOBIL CORP	09/22/2008	01/04/2010	20,712.00	23,766.00	-3,054.00
10. EXXON MOBIL CORP	09/22/2008	11/22/2010	699.00	792.00	-93.00
.679 FRONTIER COMMUNICATIO	10/22/2007	07/16/2010	5.00	8.00	-3.00
477. FRONTIER COMMUNICATIO	02/05/2009	07/21/2010	3,513.00	5,001.00	-1,488.00
200000. GENERAL DYNAMICS					
4.50% 8/15/2010 DTD 8/14/2003	10/25/2007	08/15/2010	200,000.00	200,060.00	-60.00
250000. GOLDMAN SACHS					
5.700% 09/01/2012 DTD 08/27/02	12/19/2003	02/17/2010	269,625.00	265,625.00	4,000.00
350000. HSBC FINANCE 5.25%					
04/15/2015 DTD 04/20/2005	08/16/2005	04/06/2010	365,918.00	354,876.00	11,042.00
10. HEWLETT PACKARD	05/01/2009	11/22/2010	430.00	364.00	66.00
390. HOME DEPOT INC	09/30/2008	11/22/2010	12,125.00	10,035.00	2,090.00
150000. HOME DEPOT INC					
Totals 4.625% 08/15/2010 DTD 08/11/2005					

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Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
	08/16/2005	08/15/2010	150,000.00	150,521.00	-521.00
3450. IMS HEALTH INC COM	09/30/2008	01/12/2010	73,925.00	65,353.00	8,572.00
60. INTEL CORP	12/19/2003	11/22/2010	1,271.00	1,860.00	-589.00
3130. ISHARES COHEN &	09/30/2008	01/04/2010	163,081.00	237,454.00	-74,373.00
6095. ISHARES COHEN &	02/27/2009	11/22/2010	383,432.00	252,314.00	131,118.00
80. J P MORGAN CHASE & CO	02/27/2009	11/22/2010	3,065.00	1,845.00	1,220.00
20. JOHNSON & JOHNSON	09/30/2008	11/22/2010	1,270.00	1,378.00	-108.00
4250. KEELEY SMALL CAP					
VALUE FUND - A FUND #245	12/23/2008	01/04/2010	86,445.00	64,048.00	22,397.00
20000. MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	08/19/2009	11/23/2010	302,400.00	214,200.00	88,200.00
300. MCDONALDS CORP	12/19/2003	01/04/2010	18,861.00	7,383.00	11,478.00
10. MCDONALDS CORP	12/19/2003	11/22/2010	794.00	246.00	548.00
20. MEDTRONIC INC	02/27/2009	11/22/2010	689.00	601.00	88.00
615. MOHAWK INDS INC	09/30/2008	12/14/2009	28,861.00	41,589.00	-12,728.00
1400. NOVARTIS A G	09/30/2008	05/27/2010	62,806.00	73,290.00	-10,484.00
350. PEPSICO	09/22/2008	01/04/2010	21,424.00	24,899.00	-3,475.00
30. PEPSICO	09/22/2008	11/22/2010	1,939.00	2,134.00	-195.00
410. PHILIP MORRIS INTL	09/22/2008	01/04/2010	20,259.00	20,425.00	-166.00
10. PHILIP MORRIS INTL INC	09/22/2008	11/22/2010	593.00	498.00	95.00
210. PROCTER & GAMBLE CO	09/22/2008	01/04/2010	12,831.00	14,286.00	-1,455.00
30. PROCTER & GAMBLE CO	09/22/2008	11/22/2010	1,902.00	2,041.00	-139.00
350000. PUB SERV ELEC &					
GAS 5.00% 08/15/2014 DTD 08/19/2004	08/16/2005	04/06/2010	372,876.00	353,864.00	19,012.00
210. QUEST DIAGNOSTICS INC	09/30/2008	01/04/2010	12,810.00	10,838.00	1,972.00
10. QUEST DIAGNOSTICS INC	09/30/2008	11/22/2010	506.00	516.00	-10.00
8200. SPDR TR UNIT SER 1	12/31/2008	01/04/2010	928,380.00	742,435.00	185,945.00
270. SEMPRA ENERGY COMMON	12/19/2003	01/04/2010	15,090.00	7,849.00	7,241.00
20. SEMPRA ENERGY COMMON	12/19/2003	11/22/2010	1,009.00	581.00	428.00
390. SIGMA ALDRICH CORP	09/22/2008	01/04/2010	20,067.00	21,303.00	-1,236.00
10. SIGMA ALDRICH CORP	09/22/2008	11/22/2010	645.00	546.00	99.00
200. SOUTHERN CO	09/30/2008	11/22/2010	7,624.00	7,552.00	72.00
10. UNITED PARCEL SVC INC	09/30/2008	11/22/2010	687.00	629.00	58.00
125000. U S TREASURY NOTE					
5.000% 08/15/2011 DTD 08/15/01	08/17/2009	08/30/2010	130,649.00	134,902.00	-4,253.00
Totals					

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Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
1380. UNITED TECHNOLOGIES	12/19/2003	01/04/2010	98,905.00	64,757.00	34,148.00
10. UNITED TECHNOLOGIES	12/19/2003	11/22/2010	750.00	469.00	281.00
550. UNITEDHEALTH GROUP	06/05/2002	01/04/2010	17,309.00	12,500.00	4,809.00
20. UNITEDHEALTH GROUP INC	06/05/2002	11/22/2010	727.00	455.00	272.00
21000. VANGUARD MID-CAP	08/19/2009	11/23/2010	400,890.00	224,640.00	176,250.00
550. VERIZON COMMUNICATION	10/22/2007	01/04/2010	18,266.00	24,230.00	-5,964.00
10. VERIZON COMMUNICATIONS	10/22/2007	11/22/2010	324.00	413.00	-89.00
350. WALMART STORES, INC	09/22/2008	01/04/2010	19,054.00	20,650.00	-1,596.00
30. WALMART STORES, INC	09/22/2008	11/22/2010	1,631.00	1,770.00	-139.00
520. WALGREEN CO	09/30/2008	01/04/2010	19,349.00	16,110.00	3,239.00
1230. WALGREEN CO	09/30/2008	01/12/2010	45,141.00	38,105.00	7,036.00
10. ZIMMER HLDGS INC	02/27/2009	11/22/2010	502.00	351.00	151.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			4,875,109.00	4,172,281.00	702,828.00
Totals			4,875,109.00	4,172,281.00	702,828.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
VANGUARD GNMA FUND #36	192.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		192.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		192.00

STATEMENT 6