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Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

Name of foundation: U/W BENJAMIN COUCH 360107015

A Employer identification number: 02-6004808

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

B Telephone number (see page 10 of the instructions): (603) 229-5990

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

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,524,797.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	16.	16.		STMT 1
	4 Dividends and interest from securities	75,799.	75,799.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	116,503.			
	b Gross sales price for all assets on line 6a 1,816,409.				
	7 Capital gain net income (from Part IV, line 2)		116,503.		
	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)	1,433.			STMT 5
	12 **Total.** Add lines 1 through 11	193,751.	192,318.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	20,050.	20,050.		
	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 6	675.	675.	NONE	NONE
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 7	661.	661.		
	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 8	275.	275.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	21,661.	21,661.	NONE	NONE
	25 Contributions, gifts, grants paid	166,040.			166,040.
	26 **Total expenses and disbursements** Add lines 24 and 25	187,701.	21,661.	NONE	166,040.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	6,050.			
	b **Net investment income** (if negative, enter -0-)		170,657.		
	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	72,461.	74,888.	74,888.
	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 15 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 9	426,170.	443,598.	455,647.
	b Investments - corporate stock (attach schedule) STMT 10	1,320,330.	1,368,695.	1,510,859.
	c Investments - corporate bonds (attach schedule) STMT 12	544,098.	481,923.	483,403.
	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)	2,363,059.	2,369,104.	2,524,797.
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 ▶ ☒			
	27 Capital stock, trust principal, or current funds	2,363,059.	2,369,104.	
	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)	2,363,059.	2,369,104.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,363,059.	2,369,104.	

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	2,363,059.
2	Enter amount from Part I, line 27a	2	6,050.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,369,109.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	5.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,369,104.

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	116,503.
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))
2009	110,984.	2,241,032.	0.04952361234
2008	209,445.	2,635,730.	0.07946375387
2007	63,953.	2,888,015.	0.02214427557
2006	53,057.	2,683,627.	0.01977063131
2005	131,441.	2,513,821.	0.05228733470

2	Total of line 1, column (d)	2	0.22318960779
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	0.04463792156
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,408,331.
5	Multiply line 4 by line 3	5	107,503.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,707.
7	Add lines 5 and 6	7	109,210.
8	Enter qualifying distributions from Part XII, line 4	8	166,040.

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	1,707.
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	1,707.
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	1,707.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	656.		
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	656.
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	1,051.
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 2011 estimated tax** ▶ NONE **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 14			
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 2010 or the taxable year beginning in 2010 (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)229-5990

Located at ▶ 143 NORTH MAIN ST., CONCORD, NH ZIP + 4 ▶ 03301

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ [X]

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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 [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? [ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? [ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [ ] Yes [X] 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 [X] 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 [X] 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 22 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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? [ ] Yes [X] 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 22 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 [X] No			
b	If "Yes," did it have excess business holdings in 2010 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 2010.)*	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 2010?	4b		X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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 [X] 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 [X] 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 [X] 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 [X] 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 15		20,050.	-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 24 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	2,367,777.
b	Average of monthly cash balances	1b	77,229.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,445,006.
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	2,445,006.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	36,675.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,408,331.
6	**Minimum investment return.** Enter 5% of line 5	6	120,417.

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	120,417.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,707.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,707.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	118,710.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	118,710.
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	118,710.

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	166,040.
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	166,040.
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	1,707.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	164,333.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				118,710.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			48,282.	
b Total for prior years: 20 08 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 ...... NONE				
b From 2006 ...... NONE				
c From 2007 ...... NONE				
d From 2008 ...... NONE				
e From 2009 ...... NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 166,040.				
a Applied to 2009, but not more than line 2a			48,282.	
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 2010 distributable amount				117,758.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 *(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 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				952.
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006 ... NONE				
b Excess from 2007 ... NONE				
c Excess from 2008 ... NONE				
d Excess from 2009 ... NONE				
e Excess from 2010 ... 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 2010, 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) 2010	(b) 2009	(c) 2008	(d) 2007	
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).)

NONE

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.

NONE

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:

SEE STATEMENT 17

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 23				
Total . . . . ▶ 3a				166,040.
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	16.	
4 Dividends and interest from securities			14	75,798.	
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	116,504.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b 990PF REFUND			1	1,433.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				193,751.	

13 Total Add line 12, columns (b), (d), and (e) . . . . . 13 193,751.

(See worksheet in line 13 instructions on page 29 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 04/15/2011 Trustee

Signature of officer or trustee TRICIA J. SMITH Date Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

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					68.	
		25000. AT&T INC 5.8% 02/15/2019 DTD 02/0 PROPERTY TYPE: SECURITIES					11/09/2009	03/15/2010
26,667.00		26,712.00					-45.00	
		420. ABERCROMBIE & FITCH CO CL A PROPERTY TYPE: SECURITIES					03/25/2009	01/11/2010
13,709.00		10,254.00					3,455.00	
		130. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					09/24/2008	05/10/2010
5,560.00		4,832.00					728.00	
		220. AUTODESK INC PROPERTY TYPE: SECURITIES					11/22/2004	05/10/2010
7,062.00		7,030.00					32.00	
		680. AUTODESK INC PROPERTY TYPE: SECURITIES					01/08/2009	06/24/2010
18,086.00		20,462.00					-2,376.00	
		50000. BANK OF AMERICA CORP 7.8% 2/15/20 PROPERTY TYPE: SECURITIES					11/28/2000	02/15/2010
50,000.00		50,810.00					-810.00	
		35000. BANK OF AMERICA 5.75% 12/01/201 PROPERTY TYPE: SECURITIES					08/05/2010	12/15/2010
35,517.00		37,396.00					-1,879.00	
		1575. BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES					10/14/2009	11/24/2010
75,553.00		63,473.00					12,080.00	
		280. BEST BUY INC PROPERTY TYPE: SECURITIES					11/23/2010	12/16/2010
9,691.00		11,713.00					-2,022.00	
		160. BHP BILLITON LTD PROPERTY TYPE: SECURITIES					03/25/2009	05/05/2010
11,019.00		7,387.00					3,632.00	

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)	
		60000. CATERPILLAR FIN CRP 5.05% 12/1/20 PROPERTY TYPE: SECURITIES					06/20/2007	12/01/2010
60,000.00		59,314.00					686.00	
		20. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					06/15/2007	01/11/2010
1,615.00		1,666.00					-51.00	
		40. CIMAREX ENERGY CO PROPERTY TYPE: SECURITIES					09/24/2008	06/24/2010
2,900.00		2,006.00					894.00	
		120. CLOROX CO PROPERTY TYPE: SECURITIES					09/24/2008	05/10/2010
7,605.00		7,433.00					172.00	
		120. CLOROX CO PROPERTY TYPE: SECURITIES					09/24/2008	11/08/2010
7,548.00		7,433.00					115.00	
		90. CLOROX CO PROPERTY TYPE: SECURITIES					07/07/2009	11/15/2010
5,736.00		5,136.00					600.00	
		80. CLOROX CO PROPERTY TYPE: SECURITIES					07/07/2009	11/16/2010
5,025.00		4,516.00					509.00	
		80. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					03/06/2009	02/18/2010
3,780.00		1,450.00					2,330.00	
		180. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					11/22/2004	02/18/2010
8,505.00		3,257.00					5,248.00	
		120. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					11/22/2004	11/08/2010
7,551.00		2,171.00					5,380.00	
		40000. CONOCO FUNDING CO 6.35% 10/15/201 PROPERTY TYPE: SECURITIES					10/21/2005	08/03/2010
42,761.00		43,396.00					-635.00	

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)	
		40000. CREDIT SUISSE FB 6.500% 01/15/201 PROPERTY TYPE: SECURITIES					02/18/2010	12/15/2010
42,371.00		43,626.00					-1,255.00	
		120. DIAGEO PLC ADR PROPERTY TYPE: SECURITIES					09/24/2008	05/10/2010
7,786.00		8,705.00					-919.00	
		50. DIAGEO PLC ADR PROPERTY TYPE: SECURITIES					09/24/2008	10/12/2010
3,539.00		3,627.00					-88.00	
		40000. DOMINION RESOURCES 5.70% 09/17/20 PROPERTY TYPE: SECURITIES					06/20/2007	01/27/2010
43,220.00		40,078.00					3,142.00	
		120. E M C CORP MASS PROPERTY TYPE: SECURITIES					07/26/2006	10/12/2010
2,422.00		1,230.00					1,192.00	
		200. E M C CORP MASS PROPERTY TYPE: SECURITIES					07/26/2006	10/22/2010
4,279.00		2,050.00					2,229.00	
		300. FASTENAL CO COM PROPERTY TYPE: SECURITIES					07/29/2008	01/11/2010
13,755.00		14,853.00					-1,098.00	
		50000. FEDERAL HOME LN BK 7.375% 02/12/2 PROPERTY TYPE: SECURITIES					02/02/2000	02/12/2010
50,000.00		50,122.00					-122.00	
		80000. FEDERAL HME LN BK 5.25% 06/10/201 PROPERTY TYPE: SECURITIES					07/12/2007	08/24/2010
83,116.00		79,886.00					3,230.00	
		80000. FED NATL MTG ASSN 4.75% 03/12/201 PROPERTY TYPE: SECURITIES					07/16/2007	03/12/2010
79,024.00		79,024.00						
		2178.457 FIDELITY ADVISOR EMERGING MARKE PROPERTY TYPE: SECURITIES					09/30/2008	05/12/2010
45,377.00		34,494.00					10,883.00	

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)	
		1321.543 FIDELITY ADVISOR EMERGING MARKE PROPERTY TYPE: SECURITIES					02/26/2009	11/24/2010
31,413.00		15,671.00					15,742.00	
		.614 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					09/24/2008	07/16/2010
4.00		5.00					-1.00	
		81. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					09/24/2008	07/21/2010
597.00		650.00					-53.00	
		140. GALLAGHER ARTHUR J & CO PROPERTY TYPE: SECURITIES					07/29/2008	05/10/2010
3,464.00		3,556.00					-92.00	
		30. HEWLETT PACKARD PROPERTY TYPE: SECURITIES					01/08/2009	02/18/2010
1,512.00		1,119.00					393.00	
		175. ISHARES TR US TIPS BD FD PROPERTY TYPE: SECURITIES					01/27/2010	11/23/2010
19,217.00		18,372.00					845.00	
		160. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES					09/30/2008	05/10/2010
9,771.00		12,444.00					-2,673.00	
		1140. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES					02/26/2009	11/23/2010
71,158.00		66,875.00					4,283.00	
		1630.28 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					09/25/2008	05/12/2010
22,156.00		23,980.00					-1,824.00	
		7093.19 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					10/13/2009	11/24/2010
108,526.00		96,662.00					11,864.00	
		285. MEDTRONIC INC PROPERTY TYPE: SECURITIES					09/24/2008	03/16/2010
12,825.00		14,834.00					-2,009.00	

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)	
		240. MICROSOFT CORP PROPERTY TYPE: SECURITIES					12/08/2005	05/10/2010
6,963.00		6,660.00					303.00	
		50. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					09/24/2008	05/10/2010
2,988.00		5,593.00					-2,605.00	
		115. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					03/25/2009	10/12/2010
6,011.00		12,007.00					-5,996.00	
		315. NOVARTIS A G SPONSORED ADR PROPERTY TYPE: SECURITIES					07/29/2008	05/27/2010
14,131.00		18,557.00					-4,426.00	
		7350. PIMCO HIGH YLD FUND INSTL #108 PROPERTY TYPE: SECURITIES					05/12/2008	11/24/2010
68,061.00		69,678.00					-1,617.00	
		100. PEPSICO PROPERTY TYPE: SECURITIES					07/29/2008	05/10/2010
6,610.00		6,710.00					-100.00	
		230. PETSMART INC COM PROPERTY TYPE: SECURITIES					07/29/2008	01/11/2010
6,154.00		5,400.00					754.00	
		315. PETSMART INC COM PROPERTY TYPE: SECURITIES					07/29/2008	01/12/2010
8,333.00		7,396.00					937.00	
		2902.003 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES					05/12/2010	11/24/2010
90,949.00		83,694.00					7,255.00	
		100. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					12/08/2005	05/10/2010
6,233.00		5,738.00					495.00	
		60000. QUEBEC PROV 6.125% 01/22/2011 DTD PROPERTY TYPE: SECURITIES					08/31/2007	07/12/2010
61,752.00		62,636.00					-884.00	

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)	
		120. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					09/09/2008	12/02/2010
6,077.00		6,607.00					-530.00	
		40. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					11/23/2010	12/03/2010
1,999.00		1,999.00						
		105. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					09/09/2008	12/03/2010
5,247.00		5,781.00					-534.00	
		1475. T. ROWE PRICE NEW ERA FD PROPERTY TYPE: SECURITIES					09/25/2009	11/24/2010
71,892.00		59,752.00					12,140.00	
		50. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES					09/24/2008	05/10/2010
2,828.00		2,681.00					147.00	
		120. SOUTHERN CO PROPERTY TYPE: SECURITIES					07/29/2008	05/10/2010
4,153.00		4,292.00					-139.00	
		50. SOUTHERN CO PROPERTY TYPE: SECURITIES					11/23/2010	12/16/2010
1,887.00		1,899.00					-12.00	
		130. SOUTHERN CO PROPERTY TYPE: SECURITIES					07/29/2008	12/16/2010
4,906.00		4,650.00					256.00	
		190. SOUTHERN CO PROPERTY TYPE: SECURITIES					03/13/2009	12/17/2010
7,164.00		6,286.00					878.00	
		30. STATE STREET CORP COM PROPERTY TYPE: SECURITIES					06/23/2009	05/10/2010
1,285.00		1,340.00					-55.00	
		80. STATE STREET CORP COM PROPERTY TYPE: SECURITIES					01/08/2009	05/10/2010
3,427.00		3,351.00					76.00	

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)	
		600. TEXAS INSTRUMENTS PROPERTY TYPE: SECURITIES					10/09/2006	08/24/2010
14,581.00		18,978.00					-4,397.00	
		210. US BANCORP DEL NEW PROPERTY TYPE: SECURITIES					05/12/2008	05/10/2010
5,525.00		7,178.00					-1,653.00	
		120. UNITED TECHNOLOGIES PROPERTY TYPE: SECURITIES					05/12/2008	05/10/2010
8,723.00		8,931.00					-208.00	
		6821.26 VANGUARD GNMA FUND #36 PROPERTY TYPE: SECURITIES					08/27/2007	11/24/2010
75,511.00		69,779.00					5,732.00	
		7500. VANGUARD MID-CAP INDEX FUND #859 PROPERTY TYPE: SECURITIES					02/26/2009	11/24/2010
146,025.00		101,635.00					44,390.00	
		50000. VERIZON NJ INC 5.875% 01/17/2012 PROPERTY TYPE: SECURITIES					11/23/2004	01/28/2010
53,332.00		53,323.00					9.00	
		35000. WELLS FARGO & CO 5.125% 09/15/201 PROPERTY TYPE: SECURITIES					01/28/2010	06/15/2010
36,038.00		35,994.00					44.00	
		100. YUM BRANDS INC PROPERTY TYPE: SECURITIES					11/23/2010	12/02/2010
5,100.00		4,975.00					125.00	
		250. ZIMMER HLDGS INC PROPERTY TYPE: SECURITIES					09/24/2008	09/15/2010
12,472.00		16,898.00					-4,426.00	
		50. TRANSOCEAN LTD ZUG NAMEN AKT PROPERTY TYPE: SECURITIES					06/23/2009	05/14/2010
3,293.00		3,648.00					-355.00	
		80. TRANSOCEAN LTD ZUG NAMEN AKT PROPERTY TYPE: SECURITIES					11/10/2008	05/14/2010
5,269.00		6,150.00					-881.00	

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)	
TOTAL GAIN(LOSS)		....					116,503.	

JSA
0E1730 2 000

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	16.	16.
TOTAL	16.	16.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	739.	739.
AT&T INC 5.8% 02/15/2019 DTD 02/03/2009	503.	503.
ABBOTT LABORATORIES	352.	352.
INVESCO INTERNATIONAL GROWTH FUND INSTIT	2,147.	2,147.
AMERICAN EXPRESS CO	436.	436.
APACHE CORP COM	129.	129.
BANK OF AMERICA CORP 7.8% 2/15/2010	1,950.	1,950.
BANK OF AMERICA 5.75% 12/01/2017 DTD 1	727.	727.
BHP BILLITON LTD	134.	134.
CATERPILLAR FIN CRP 5.05% 12/1/2010 DTD	3,030.	3,030.
CHEVRONTEXACO CORP	682.	682.
CIMAREX ENERGY CO	81.	81.
CLOROX CO	729.	729.
COLGATE PALMOLIVE	284.	284.
CONOCO FUNDING CO 6.35% 10/15/2011 DTD 1	2,032.	2,032.
CREDIT SUISSE FB 6.500% 01/15/2012 DTD 0	2,145.	2,145.
DIAGEO PLC ADR	827.	827.
WALT DISNEY CO	130.	130.
DOMINION RESOURCES 5.70% 09/17/2012 DTD	849.	849.
ECOLAB INC	105.	105.
EMERSON ELECTRIC CO	564.	564.
EXELON CORP COM	735.	735.
EXPEDITORS INTL WASH INC	170.	170.
EXXON MOBIL CORP	532.	532.
FEDERAL HOME LN BK 7.375% 02/12/2010	1,813.	1,813.
FEDERAL HME LN BK 5.625% 11/15/2011 DTD	2,813.	2,813.
FEDERAL HME LN BK 5.25% 06/10/2011 DTD 0	2,975.	2,975.
FEDERAL HME LN BK 4.75% 12/12/2014 DTD 1	2,375.	2,375.
FED NATL MTG ASSN 4.75% 03/12/2010 DTD 0	2,876.	2,876.
FED NATL MTG ASSN 4.625% 10/15/2013 DTD	2,313.	2,313.
FIDELITY SPARTAN HIGH INCOME	822.	822.
GALLAGHER ARTHUR J & CO	742.	742.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HARBOR INTERNATIONAL FD- INST CL FUND #1	2,386.	2,386.
HEWLETT PACKARD	173.	173.
HOME DEPOT INC	510.	510.
ILLINOIS TOOL WKS INC	550.	550.
ISHARES TR US TIPS BD FD	394.	394.
ISHARES COHEN & STEERS RLTY	1,645.	1,645.
J P MORGAN CHASE & CO	106.	106.
JPMORGAN CHASE & CO 6.00% 01/15/2018 DTD	1,008.	1,008.
PERKINS MID CAP VALUE FUND INSTITUTIONAL	262.	262.
JOHNSON & JOHNSON	757.	757.
LINEAR TECHNOLOGIES CORP	304.	304.
MEDTRONIC INC	58.	58.
MICROSOFT CORP	503.	503.
MONSANTO CO NEW	150.	150.
NOVARTIS A G SPONSORED ADR	612.	612.
ONTARIO PROV CDA 4.5% 2/03/2015 DTD 2/03	855.	855.
PIMCO HIGH YLD FUND INSTL #108	4,668.	4,668.
PAYCHEX INC COM	887.	887.
PEPSICO	592.	592.
PEPSICO INC 3.750% 03/01/2014 DTD 03/02/	788.	788.
PROCTER & GAMBLE CO	582.	582.
QUALCOMM, INC.	55.	55.
QUEBEC PROV 6.125% 01/22/2011 DTD 01/22/	3,583.	3,583.
QUEST DIAGNOSTICS INC COM	90.	90.
ROYCE SPECIAL EQUITY FD #327	88.	88.
SBC COMMUNICATIONS 5.10% 09/15/2014 DTD	627.	627.
SIGMA ALDRICH CORP	110.	110.
SOUTHERN CO	684.	684.
STATE STREET CORP COM	13.	13.
STRYKER CORP COM	240.	240.
TD ASSET MGMT US GOVT PORT INSTL #2	29.	29.
TEXAS INSTRUMENTS	216.	216.
3M CO	609.	609.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US BANCORP DEL NEW	185.	185.
U S TREAS. BONDS 4.25% 11/15/2014 DTD 11	2,550.	2,550.
U S TREASURY NOTE 4.875% 08/15/2016 DTD	151.	151.
U S TREASURY NOTE 4.125% 08/31/2012 DTD	13.	13.
U S TREASURY NOTE 3.125% 05/15/2019 DTD	577.	577.
U S TREASURY NOTE 0.875% 02/29/2012 DTD	316.	316.
UNITED TECHNOLOGIES	527.	527.
UNITED TECH CORP 6.10% 5/15/2012 DTD 4/2	2,440.	2,440.
UNITEDHEALTH GROUP INC COM	51.	51.
VANGUARD GNMA FUND #36	2,408.	2,408.
VANGUARD SHORT-TERM FEDERAL #49	529.	529.
VANGUARD INFLATION PROTECTED SEC 119	768.	768.
VANGUARD MID-CAP INDEX FUND #859	15.	15.
VERIZON COMMUNICATIONS	748.	748.
VERIZON NJ INC 5.875% 01/17/2012 DTD 01/	1,591.	1,591.
WELLS FARGO & COMPANY COM NEW	151.	151.
WELLS FARGO & CO 5.125% 09/15/2016 DTD 0	673.	673.
WELLS FARGO & CO 5.625% 12/11/2017 DTD 1	456.	456.
YUM BRANDS INC	458.	458.
ACE LTD	317.	317.
TOTAL	75,799.	75,799.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
990PF REFUND		1,433.
	TOTALS	1,433.

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	675.	675.		
TOTALS	675.	675.	NONE	NONE

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	92.	92.
FOREIGN TAXES ON QUALIFIED FOR	569.	569.
TOTALS	661.	661.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATE/PROBATE FEES	275.	275.
TOTALS	275.	275.

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
50000 FEDERAL HME LN BK 5.625%	49,346.	52,269.
80000 FEDERAL HME LN BK 5.25%		
50000 FEDERAL HME LN BK 4.75%	50,202.	55,815.
50000 FED NATL MTG ASSN 4.625%	52,462.	54,919.
80000 FED NATL MTG ASSN 4.75%		
60000 U S TREAS BONDS 4.25%	65,128.	66,342.
35000 U S TREASURY NOTE 4.875%	40,318.	39,897.
30000 U S TREASURY NOTE 4.125%	32,210.	31,802.
45000 U S TREASURY NOTE 3.125%	44,838.	45,482.
80000 U S TREASURY NOTE 0.875%	79,897.	80,478.
30000 U S TREASURY NOTE 1.875%	29,197.	28,643.
TOTALS	443,598.	455,647.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
400 APOLLO GROUP INC CL A	21,731.	15,796.
530 WALT DISNEY CO	17,352.	19,880.
660 HOME DEPOT INC	19,673.	23,140.
370 TARGET CORP	21,798.	22,248.
520 YUM BRANDS INC	21,133.	25,506.
210 COLGATE PALMOLIVE CO	14,173.	16,878.
285 DIAGEO PLC ADR	18,469.	21,184.
410 PEPSICO INCORPORATED	25,511.	26,785.
390 PROCTER & GAMBLE CO	22,787.	25,089.
260 APACHE CORPORATION	27,356.	31,000.
280 CHEVRON CORPORATION	23,029.	25,550.
280 CIMAREX ENERGY CO	14,970.	24,788.
400 EXXON MOBIL CORP	32,043.	29,248.
490 ULTRA PETROLEUM CORP	24,395.	23,407.
270 ACE LTD	11,997.	16,808.
630 AMERICAN EXPRESS CO	19,502.	27,040.
600 GALLAGHER ARTHUR J & CO	13,818.	17,448.
600 J P MORGAN CHASE & CO	27,347.	25,452.
310 STATE STREET CORP	12,719.	14,365.
960 US BANCORP DEL NEW	24,967.	25,891.
800 WELLS FARGO & CO NEW	14,604.	24,792.
510 ABBOTT LABS CO	24,458.	24,434.
390 JOHNSON & JOHNSON CO	23,998.	24,122.
420 STRYKER CORP	19,751.	22,554.
385 THERMO FISHER SCIENTIFIC C	19,963.	21,314.
410 UNITEDHEALTH GROUP INC	14,111.	14,805.
450 EMERSON ELECTRIC CO	20,386.	25,727.
465 EXPEDITORS INTL WASH INC	17,114.	25,389.
480 ILLINOIS TOOL WKS INC	22,445.	25,632.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
325 3M CO	23,305.	28,048.
320 UNITED TECHNOLOGIES	23,801.	25,190.
1235 CISCO SYSTEMS INC	22,109.	24,984.
310 COGNIZANT TECHNOLOGY SOLUT	7,027.	22,720.
1000 EMC CORPORATION/MASS	11,583.	22,900.
580 HEWLETT PACKARD CO	22,466.	24,418.
760 LINEAR TECHNOLOGY	22,338.	26,288.
1080 MICROSOFT CORPORATION	29,162.	30,143.
330 ORACLE CORPORATION	10,227.	10,329.
900 PAYCHEX INC	24,760.	27,819.
330 QUALCOMM INCORPORATED	15,726.	16,332.
390 ECOLAB INC	18,913.	19,664.
175 SIGMA-ALDRICH CORP COMMON	9,271.	11,648.
590 AT&T INC	18,618.	17,334.
620 VERIZON COMMUNICATIONS	18,308.	22,184.
460 EXELON CORP	21,312.	19,154.
5131.351 INVESCO INTERNATIONAL	139,419.	143,165.
1157.579 BUFFALO SMALL CAP FD	28,488.	30,340.
2375.753 HARBOR INTERNATIONAL	138,887.	143,852.
1248.159 HARTFORD MUT FDS INC	28,458.	30,068.
1302.276 PERKINS MID CAP VALUE	28,325.	29,392.
1429.537 ROYCE SPECIAL EQUITY	28,576.	29,834.
640 SPDR GOLD TRUST	86,016.	88,781.
TOTALS	1,368,695.	1,510,859.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
25000 COCA COLA CO 1.500%	23,891.	23,996.
25000 CREDIT SUISE NY 6.000%	26,704.	26,807.
30000 GE COMPANY 5.00%	32,590.	32,069.
25000 HEWLETT PACKARD CO 4.75%	27,282.	27,392.
25000 JPMORGAN CHASE & CO 6.00	26,747.	27,919.
40000 ONTARIO PROV CDA 4.5%	43,035.	43,698.
40000 PEPSICO INC 3.75%	41,906.	42,332.
25000 SBC COMMUNICATIONS 5.10%	27,189.	27,353.
40000 UNITED TECH CORP 6.10%	41,625.	42,936.
20000 WELLS FARGO & CO 5.625%	22,065.	22,144.
6753.858 FIDELITY HIGH INCOME	60,312.	60,379.
4428.245 VANGUARD SHORT-TERM F	48,401.	47,648.
4517.681 VANGUARD INFLATION	60,176.	58,730.
TOTALS	481,923.	483,403.

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

DESCRIPTION	AMOUNT
ROUNDING ADJUSTMENT	5.
TOTAL	5.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

NH

STATEMENT 14

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

OFFICER NAME:
MONIQUE BROWN, C/O TD BANK, N.A.
ADDRESS:
PO BOX 477
CONCORD, NH 03302-0477
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 20,050.

TOTAL COMPENSATION: 20,050.

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	2,344,869.	74,352.	
FEBRUARY	2,368,823.	74,793.	
MARCH	2,444,706.	76,662.	
APRIL	2,482,420.	43,485.	
MAY	2,289,007.	99,919.	
JUNE	2,244,137.	76,182.	
JULY	2,339,476.	77,667.	
AUGUST	2,256,108.	83,611.	
SEPTEMBER	2,370,228.	86,465.	
OCTOBER	2,415,577.	86,717.	
NOVEMBER	2,408,067.	72,004.	
DECEMBER	2,449,906.	74,888.	
TOTAL	28,413,324.	926,745.	
AVERAGE FMV	2,367,777.	77,229.	

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RECIPIENT NAME:
MONIQUE BROWN
ADDRESS:
C/O TD BANK, NA
PO BOX 477, CONCORD, NH 03302-0477
RECIPIENT'S PHONE NUMBER: 603-229-5990
FORM, INFORMATION AND MATERIALS:
LETTER SPECIFYING THE AMOUNT REQUESTED AND
WHAT THE FUNDS WILL BE USED FOR
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
QUALIFIED CHARITABLE ORGANIZATIONS LOCATED IN
CONCORD, NEW HAMPSHIRE

RECIPIENT NAME:
RECREATION DEPARTMENT
CITY OF CONCORD, NH
ADDRESS:
1 WHITE STREET
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT ANNUAL JULY 4TH CELEBRATION
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
CONCORD REGIONAL VISITING
ADDRESS:
PO BOX 1797
CONCORD, NH 03302-1797
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT VARIOUS ACTIVITIES
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 44,513.

RECIPIENT NAME:
PRESIDENTIAL OAKS
ATTN: GREG HEATH
ADDRESS:
200 PLEASANT STREET
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO PROVIDE SUPPORT TO THE ANNUAL FUND
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 3,000.

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

RECIPIENT NAME:
NH ASSOCIATION FOR THE BLIND
ADDRESS:
25 WALKER STREET
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT REHABILITATION SERVICES
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
NEW HAMPSHIRE HISTORICAL
SOCIETY
ADDRESS:
6 EAGLE SQUARE
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT LECTURE BY PROF MILLER
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
LEAGUE OF NH CRAFTSMEN
SUSIE LOWE-STOCKWELL, EXE. DIRECTOR
ADDRESS:
205 NORTH MAIN STREET
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FINANCIALLY ASSIST WITH EDUCATIONAL PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
CONCORD-MERRIMACK COUNTY
SPCA
ADDRESS:
130 WASHINGTON STREET
PENACOOK, NH 03303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
IMPROVE ITS RESOURCES FOR A SERVER BACKUP
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
PLUS TIME NH
ADDRESS:
202 NORTH STATE STREET
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT CONCORD YOUTH SUMMER TEAM
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
CONCORD BOYS & GIRLS CLUB
ADDRESS:
55 BRADLEY STREET
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HELP PURCHASE SUPPLIES & EQUIPMENT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
RIVERBEND COMMUNITY MENTAL HEALTH
ADDRESS:
PO BOX 2032
CONCORD, NH 03302-2032
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUND AESEP WHICH PROVIDES TREATMENT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
THE CHILDREN'S PLACE
KAROLYN SIDWAY, PROGRAM DIR
ADDRESS:
PO BOX 576
CONCORD, NH 03302-0576
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FAMILY SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
GRANITE STATE INDEPENDENT LIVING
ADDRESS:
21 CHENELL DRIVE
CONCORD, NH 03301-8539
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM FOR SCI/SCD
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
CONCORD AREA TRUST FOR
COMMUNITY
ADDRESS:
79 SOUTH STATE STREET
CONCORD, NH 03301-3521
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NEW RENTAL DEVELOPMENT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
GREATER CONCORD CHAMBER OF COMMERCE
ADDRESS:
40 COMMERCIAL STREET
CONCORD, NH 03301-5078
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ESTABLISH INCUBATOR SPACE FOR ENTERPRISES
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
NH AUDUBON
ADDRESS:
84 SILK FARM ROAD
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROJECT NIGHTHAWK WORK
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 4,500.

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

RECIPIENT NAME:
COMMUNITY LOAN FUND
BETHANY TARBELL, GRANTS MGR
ADDRESS:
7 WALL STREET
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO HELP OFFER FINANCIAL EDUCATION
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
CONCORD HOSPITAL
ADDRESS:
250 PLEASANT STREET
CONCORD, NH 03301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT VARIOUS ACTIVITIES
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 84,027.

RECIPIENT NAME:
RISE AGAIN OUTREACH
ADDRESS:
33 STANIELS ROAD
LOUDON, NH 03307
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OPERATING BUDGET FOR BUS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

TOTAL GRANTS PAID: 166,040.

U/W BENJAMIN COUCH 360107015 02-6004808

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					
25000. AT&T INC 5.8%					
02/15/2019 DTD 02/03/2009	11/09/2009	03/15/2010	26,667.00	26,712.00	-45.00
420. ABERCROMBIE & FITCH	03/25/2009	01/11/2010	13,709.00	10,254.00	3,455.00
35000. BANK OF AMERICA					
5.75% 12/01/2017 DTD 12/04/07	08/05/2010	12/15/2010	35,517.00	37,396.00	-1,879.00
280. BEST BUY INC	11/23/2010	12/16/2010	9,691.00	11,713.00	-2,022.00
80. COGNIZANT TECHNLGY	03/06/2009	02/18/2010	3,780.00	1,450.00	2,330.00
40000. CREDIT SUISSE FB					
6.500% 01/15/2012 DTD 01/11/02	02/18/2010	12/15/2010	42,371.00	43,626.00	-1,255.00
175. ISHARES TR US TIPS BD	01/27/2010	11/23/2010	19,217.00	18,372.00	845.00
2902.003 T ROWE PRICE	05/12/2010	11/24/2010	90,949.00	83,694.00	7,255.00
40. QUEST DIAGNOSTICS INC	11/23/2010	12/03/2010	1,999.00	1,999.00	
50. SOUTHERN CO	11/23/2010	12/16/2010	1,887.00	1,899.00	-12.00
30. STATE STREET CORP COM	06/23/2009	05/10/2010	1,285.00	1,340.00	-55.00
35000. WELLS FARGO & CO					
5.125% 09/15/2016 DTD 09/07/2004	01/28/2010	06/15/2010	36,038.00	35,994.00	44.00
100. YUM BRANDS INC	11/23/2010	12/02/2010	5,100.00	4,975.00	125.00
50. TRANSOCEAN LTD ZUG	06/23/2009	05/14/2010	3,293.00	3,648.00	-355.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			291,503.00	283,072.00	8,431.00
Totals			291,503.00	283,072.00	8,431.00

U/W BENJAMIN COUCH 360107015 02-6004808

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				
130. AMERICAN EXPRESS CO	09/24/2008	05/10/2010	5,560.00	4,832.00	728.00
220. AUTODESK INC	11/22/2004	05/10/2010	7,062.00	7,030.00	32.00
680. AUTODESK INC	01/08/2009	06/24/2010	18,086.00	20,462.00	-2,376.00
50000. BANK OF AMERICA					
CORP 7.8% 2/15/2010	11/28/2000	02/15/2010	50,000.00	50,810.00	-810.00
1575. BARON ASSET FD	10/14/2009	11/24/2010	75,553.00	63,473.00	12,080.00
160. BHP BILLITON LTD	03/25/2009	05/05/2010	11,019.00	7,387.00	3,632.00
60000. CATERPILLAR FIN CRP					
5.05% 12/1/2010 DTD 11/30/2005	06/20/2007	12/01/2010	60,000.00	59,314.00	686.00
20. CHEVRONTEXACO CORP	06/15/2007	01/11/2010	1,615.00	1,666.00	-51.00
40. CIMAREX ENERGY CO	09/24/2008	06/24/2010	2,900.00	2,006.00	894.00
120. CLOROX CO	09/24/2008	05/10/2010	7,605.00	7,433.00	172.00
120. CLOROX CO	09/24/2008	11/08/2010	7,548.00	7,433.00	115.00
90. CLOROX CO	07/07/2009	11/15/2010	5,736.00	5,136.00	600.00
80. CLOROX CO	07/07/2009	11/16/2010	5,025.00	4,516.00	509.00
180. COGNIZANT TECHNLGY	11/22/2004	02/18/2010	8,505.00	3,257.00	5,248.00
120. COGNIZANT TECHNLGY	11/22/2004	11/08/2010	7,551.00	2,171.00	5,380.00
40000. CONOCO FUNDING CO					
6.35% 10/15/2011 DTD 10/11/2001	10/21/2005	08/03/2010	42,761.00	43,396.00	-635.00
120. DIAGEO PLC ADR	09/24/2008	05/10/2010	7,786.00	8,705.00	-919.00
50. DIAGEO PLC ADR	09/24/2008	10/12/2010	3,539.00	3,627.00	-88.00
40000. DOMINION RESOURCES					
5.70% 09/17/2012 DTD 09/16/2002	06/20/2007	01/27/2010	43,220.00	40,078.00	3,142.00
120. E M C CORP MASS	07/26/2006	10/12/2010	2,422.00	1,230.00	1,192.00
200. E M C CORP MASS	07/26/2006	10/22/2010	4,279.00	2,050.00	2,229.00
300. FASTENAL CO COM	07/29/2008	01/11/2010	13,755.00	14,853.00	-1,098.00
50000. FEDERAL HOME LN BK					
7.375% 02/12/2010	02/02/2000	02/12/2010	50,000.00	50,122.00	-122.00
80000. FEDERAL HME LN BK					
5.25% 06/10/2011 DTD 05/03/2006	07/12/2007	08/24/2010	83,116.00	79,886.00	3,230.00
80000. FED NATL MTG ASSN					
4.75% 03/12/2010 DTD 03/08/2007	07/16/2007	03/12/2010	79,024.00	79,024.00	
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
2178.457 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	09/30/2008	05/12/2010	45,377.00	34,494.00	10,883.00
1321.543 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	02/26/2009	11/24/2010	31,413.00	15,671.00	15,742.00
.614 FRONTIER COMMUNICATIO	09/24/2008	07/16/2010	4.00	5.00	-1.00
81. FRONTIER COMMUNICATION	09/24/2008	07/21/2010	597.00	650.00	-53.00
140. GALLAGHER ARTHUR J &	07/29/2008	05/10/2010	3,464.00	3,556.00	-92.00
30. HEWLETT PACKARD	01/08/2009	02/18/2010	1,512.00	1,119.00	393.00
160. ISHARES COHEN &	09/30/2008	05/10/2010	9,771.00	12,444.00	-2,673.00
1140. ISHARES COHEN &	02/26/2009	11/23/2010	71,158.00	66,875.00	4,283.00
1630.28 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	09/25/2008	05/12/2010	22,156.00	23,980.00	-1,824.00
7093.19 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	10/13/2009	11/24/2010	108,526.00	96,662.00	11,864.00
285. MEDTRONIC INC	09/24/2008	03/16/2010	12,825.00	14,834.00	-2,009.00
240. MICROSOFT CORP	12/08/2005	05/10/2010	6,963.00	6,660.00	303.00
50. MONSANTO CO NEW	09/24/2008	05/10/2010	2,988.00	5,593.00	-2,605.00
115. MONSANTO CO NEW	03/25/2009	10/12/2010	6,011.00	12,007.00	-5,996.00
315. NOVARTIS A G	07/29/2008	05/27/2010	14,131.00	18,557.00	-4,426.00
7350. PIMCO HIGH YLD FUND	05/12/2008	11/24/2010	68,061.00	69,678.00	-1,617.00
100. PEPSICO	07/29/2008	05/10/2010	6,610.00	6,710.00	-100.00
230. PETSMART INC COM	07/29/2008	01/11/2010	6,154.00	5,400.00	754.00
315. PETSMART INC COM	07/29/2008	01/12/2010	8,333.00	7,396.00	937.00
100. PROCTER & GAMBLE CO	12/08/2005	05/10/2010	6,233.00	5,738.00	495.00
60000. QUEBEC PROV 6.125%					
01/22/2011 DTD 01/22/2001	08/31/2007	07/12/2010	61,752.00	62,636.00	-884.00
120. QUEST DIAGNOSTICS INC	09/09/2008	12/02/2010	6,077.00	6,607.00	-530.00
105. QUEST DIAGNOSTICS INC	09/09/2008	12/03/2010	5,247.00	5,781.00	-534.00
1475. T. ROWE PRICE NEW	09/25/2009	11/24/2010	71,892.00	59,752.00	12,140.00
50. SIGMA ALDRICH CORP	09/24/2008	05/10/2010	2,828.00	2,681.00	147.00
120. SOUTHERN CO	07/29/2008	05/10/2010	4,153.00	4,292.00	-139.00
130. SOUTHERN CO	07/29/2008	12/16/2010	4,906.00	4,650.00	256.00
190. SOUTHERN CO	03/13/2009	12/17/2010	7,164.00	6,286.00	878.00
80. STATE STREET CORP COM	01/08/2009	05/10/2010	3,427.00	3,351.00	76.00
600. TEXAS INSTRUMENTS	10/09/2006	08/24/2010	14,581.00	18,978.00	-4,397.00
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
210. US BANCORP DEL NEW	05/12/2008	05/10/2010	5,525.00	7,178.00	-1,653.00
120. UNITED TECHNOLOGIES	05/12/2008	05/10/2010	8,723.00	8,931.00	-208.00
6821.26 VANGUARD GNMA FUND	08/27/2007	11/24/2010	75,511.00	69,779.00	5,732.00
7500. VANGUARD MID-CAP	02/26/2009	11/24/2010	146,025.00	101,635.00	44,390.00
50000. VERIZON NJ INC					
5.875% 01/17/2012 DTD 01/22/02	11/23/2004	01/28/2010	53,332.00	53,323.00	9.00
250. ZIMMER HLDGS INC	09/24/2008	09/15/2010	12,472.00	16,898.00	-4,426.00
80. TRANSOCEAN LTD ZUG	11/10/2008	05/14/2010	5,269.00	6,150.00	-881.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			1,524,838.00	1,416,834.00	108,004.00
Totals			1,524,838.00	1,416,834.00	108,004.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
VANGUARD GNMA FUND #36	68.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		68.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		68.00