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 , and ending

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: TRUST ESTATE U/W MARION C. SMYTH

A Employer identification number: 02-6005793

Number and street (or P O box number if mail is not delivered to street address): 1001 ELM STREET | Room/suite

B Telephone number: (603)623-3420

City or town, state, and ZIP code: MANCHESTER, NH 03101-1828

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 [X] 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*) ▶$ 4,208,366.

J Accounting method: [X] 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))

		(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				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	295.	295.	295.	STATEMENT 1
	4 Dividends and interest from securities	204,738.	204,738.	204,738.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-191,542.			
	b Gross sales price for all assets on line 6a 2,066,994.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	13,491.	205,033.	205,033.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	15,680.	12,545.	12,545.	3,135.
	14 Other employee salaries and wages	7,000.	5,600.	5,600.	1,400.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	118.	94.	94.	24.
	b Accounting fees STMT 4	5,125.	4,100.	4,100.	1,025.
	c Other professional fees STMT 5	9,007.	7,206.	7,206.	1,801.
	17 Interest				
	18 Taxes STMT 6	1,130.	0.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy	5,793.	4,634.	4,634.	1,159.
	21 Travel, conferences, and meetings				
	22 Printing and publications	1,932.	1,546.	1,546.	386.
	23 Other expenses STMT 7	14,258.	11,406.	11,406.	2,852.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	60,043.	47,131.	47,131.	11,782.
	25 Contributions, gifts, grants paid	273,593.			273,593.
	26 **Total expenses and disbursements.** Add lines 24 and 25	333,636.	47,131.	47,131.	285,375.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-320,145.			
	b **Net investment income** (if negative, enter -0-)		157,902.		
	c **Adjusted net income** (if negative, enter -0-)			157,902.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	972.	395.	395.
	2 Savings and temporary cash investments	160,720.	301,174.	301,174.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less. allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 8	2,260,857.	1,633,974.	1,879,337.
	c Investments - corporate bonds STMT 9	1,991,943.	2,158,804.	2,027,460.
	11 Investments - land buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶ 7,576.			
	Less accumulated depreciation STMT 10 ▶ 7,576.			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	4,414,492.	4,094,347.	4,208,366.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	4,885,431.	4,885,431.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-470,939.	-791,084.	
	30 **Total net assets or fund balances**	4,414,492.	4,094,347.	
	31 **Total liabilities and net assets/fund balances**	4,414,492.	4,094,347.	

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	4,414,492.
2	Enter amount from Part I, line 27a	2	-320,145.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,094,347.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,094,347.

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				
b	SEE ATTACHED STATEMENTS			
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	2,066,994.		2,258,536.	-191,542.

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				-191,542.

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	-191,542.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	9,690.

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 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	393,774.	4,559,177.	.086370
2008	352,755.	4,377,463.	.080584
2007	341,921.	5,331,846.	.064128
2006	351,431.	5,181,127.	.067829
2005	314,104.	5,213,598.	.060247

2 Total of line 1, column (d)	2	.359158
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	.071832
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,017,555.
5 Multiply line 4 by line 3	5	288,589.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,579.
7 Add lines 5 and 6	7	290,168.
8 Enter qualifying distributions from Part XII, line 4	8	285,375.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	3,158.
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	0.
3	Add lines 1 and 2	3	3,158.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,158.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 2,500.		
b	Exempt foreign organizations - tax withheld at source — 6b: 438.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	2,938.
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	220.
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** ▶ — **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 instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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? N/A	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 instructions) ▶ NH			
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)? *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

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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 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 ▶ CHARLES S. GOODWIN Telephone no ▶603-623-3420

Located at ▶1001 ELM STREET, MANCHESTER, NH ZIP+4 ▶03101-1828

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 | 0.

			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?	[X] 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 [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		X
	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 instructions)	N/A	2b		
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.)*	N/A	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

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☒ Yes ☐ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b		X
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		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?	N/A	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.

(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
CHARLES S. GOODWIN 433 NORTH BAY STREET MANCHESTER, NH 03104	TRUSTEE 5.00	5,227.	0.	0.
DAVID H. BELLMAN 36B LEDGEWOOD DRIVE GOFFSTOWN, NH 03045	TRUSTEE 5.00	5,226.	0.	0.
JOSEPH E. SHEEHAN 8 TIMOTHY LANE SALEM, NH 03079	TRUSTEE 5.00	5,227.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE TRUST GIVES GRANTS AND MUSIC SCHOLARSHIPS TO DESERVING ORGANIZATIONS AND INDIVIDUALS (SEE PART XV)	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	3,808,601.
b	Average of monthly cash balances	1b	270,135.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,078,736.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,078,736.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,181.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,017,555.
6	**Minimum investment return.** Enter 5% of line 5	6	200,878.

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

1	Minimum investment return from Part X, line 6	1	200,878.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 3,158.		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	3,158.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	197,720.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	197,720.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	197,720.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	285,375.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	285,375.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	285,375.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				197,720.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006 91,206.				
c From 2007 87,101.				
d From 2008 137,514.				
e From 2009 168,793.				
f Total of lines 3a through e	484,614.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 285,375.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				197,720.
e Remaining amount distributed out of corpus	87,655.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below.				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	572,269.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	572,269.			
10 Analysis of line 9				
a Excess from 2006 91,206.				
b Excess from 2007 87,101.				
c Excess from 2008 137,514.				
d Excess from 2009 168,793.				
e Excess from 2010 87,655.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a 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			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a 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 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 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

CHARLES S. GOODWIN

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

SEE ATTACHED FORM

c Any submission deadlines

SEE ATTACHED FORM

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

SEE ATTACHED FORM

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 ATTACHED SCHEDULE - STATEMENT 13				273,593.
Total			▶ 3a	273,593.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	295.	
4 Dividends and interest from securities			14	204,738.	
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	-191,542.	
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)		0.		13,491.	0.

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

(See worksheet in line 13 instructions 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)
	N/A

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
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

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

Signature of officer or trustee 8/15/11 Date ▶ TRUSTEE Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DAVID H. BELLMAN		8/14/11		P00197406

Firm's name ▶ MARK J. BOZEK, CPA — Firm's EIN ▶ 02-0521594

Firm's address ▶ 1650 ELM STREET - SUITE 301 MANCHESTER, NH 03101 — Phone no (603) 641-1040

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	10,000 MORGAN STANLEY	P	03/06/09	01/15/10
b	225 AMAZON.COM INC	P	VARIOUS	VARIOUS
c	500 APACHE CORP	P	VARIOUS	VARIOUS
d	250 APOLLO GROUP	P	01/07/10	06/25/10
e	100 AVON PRODUCTS	P	03/18/09	03/17/10
f	125 CLOROX CO	P	01/07/10	12/06/10
g	500 CVS CAREMARK CORP	P	VARIOUS	10/27/10
h	200 GOLDMAN SACHS GROUP	P	VARIOUS	10/15/10
i	200 HESS CORP	P	VARIOUS	11/04/10
j	500 ISHARES DOW US GAS & OIL	P	08/25/10	12/17/10
k	28 NUVEEN TAX ADV TOTAL RET TR	P	07/01/09	06/22/10
l	50 SHLUMBERGER LTD	P	02/23/10	12/02/10
m	300 SOUTHWESTERN ENERGY	P	06/23/09	02/19/10
n	400 STRYKER CORP	P	VARIOUS	12/13/10
o	600 TRANSOCEAN LTD	P	VARIOUS	VARIOUS

	(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	10,000.		9,900.	100.
b	37,852.		31,875.	5,977.
c	49,554.		47,190.	2,364.
d	11,111.		16,141.	-5,030.
e	3,286.		1,801.	1,485.
f	7,750.		7,648.	102.
g	15,290.		15,797.	-507.
h	29,605.		28,184.	1,421.
i	13,810.		11,500.	2,310.
j	30,699.		23,277.	7,422.
k	288.		227.	61.
l	4,040.		3,076.	964.
m	13,380.		11,519.	1,861.
n	21,272.		20,329.	943.
o	30,102.		50,743.	-20,641.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				** 100.
b				** 5,977.
c				** 2,364.
d				** -5,030.
e				** 1,485.
f				** 102.
g				** -507.
h				** 1,421.
i				** 2,310.
j				** 7,422.
k				** 61.
l				** 964.
m				** 1,861.
n				** 943.
o				** -20,641.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

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** (SHORT-TERM)

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	300 OCCIDENTAL PETROLEUM	P	10/19/10	11/04/10
b	400 OIL SERVICE HOLDERS TR	P	VARIOUS	VARIOUS
c	CALL APACHE CORP	P	VARIOUS	07/27/10
d	CALL RAMBUS INC	P	VARIOUS	12/02/10
e	CALL SCHLUMBERGER	P	VARIOUS	02/09/10
f	227.821 AMERICAN FD- AMER MUTUAL FD	P	VARIOUS	VARIOUS
g	5,000 DEUTSCHE BANK 9/22/11	P	09/16/10	10/22/10
h	5,000 DEUTSCHE BANK 10/28/11	P	10/22/10	11/29/10
i	5,000 HSBC USA INC 4/14/11	P	04/08/10	05/14/10
j	1,666 JP MORGAN CHASE 8/31/10	P	02/24/10	08/31/10
k	5,000 UBS AG 5/16/11	P	05/11/10	07/16/10
l	2,512 UBS YLD OPTMZ NOTE 12.13%	P	12/15/09	06/21/10
m	111 AVON PRODUCTS	P	03/18/09	08/25/10
n	1,200 BANK OF AMER	P	10/27/05	08/25/10
o	10,000 BANK OF NY 4.95% 11/01/12	P	03/13/09	03/23/10

	(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	25,362.		24,438.	924.
b	43,571.		40,445.	3,126.
c	750.			750.
d	520.			520.
e	186.			186.
f	5,421.		5,239.	182.
g	51,063.		50,000.	1,063.
h	50,890.		50,000.	890.
i	50,800.		50,000.	800.
j	49,997.		49,997.	0.
k	52,417.		50,000.	2,417.
l	99,978.		99,978.	0.
m	3,212.		1,999.	1,213.
n	15,145.		52,536.	-37,391.
o	10,837.		10,128.	709.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				** 924.
b				** 3,126.
c				** 750.
d				** 520.
e				** 186.
f				** 182.
g				** 1,063.
h				** 890.
i				** 800.
j				** 0.
k				** 2,417.
l				** 0.
m				1,213.
n				-37,391.
o				709.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 } 3

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05-01-10

** (SHORT-TERM)

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	250 BRISTOL MYERS SQUIBB	P	05/14/08	03/17/10
b	1,300 CITIGROUP INC	P	VARIOUS	02/09/10
c	125 CLOROX CO	P	06/23/09	12/06/10
d	100 CVS CAREMARK CORP	P	03/06/09	10/27/10
e	5,000 EATON VANCE TAX MGD GLOB DIV	P	02/22/07	08/25/10
f	370 EXXON MOBIL	P	06/12/51	07/21/10
g	412 FRONTIER COMMUNICATION	P	02/15/84	07/21/10
h	3,000 GENERAL ELECTRIC CO	P	06/28/73	VARIOUS
i	150 GENZYME CORP	P	VARIOUS	10/06/10
j	10,000 GOLDMAN SACHS GROUP 6.875% 1/15/11	P	04/01/09	07/30/10
k	10,000 GOLDMAN SACHS GROUP 4.50% 6/15/10	P	03/06/09	06/15/10
l	150 HEALTH CARE SECTOR SPDR FD	P	03/06/09	12/02/10
m	200 HESS CORP	P	10/08/09	11/04/10
n	10,000 HOME DEPOT NTS 4.625% 8/15/10	P	03/23/09	08/15/10
o	500 INTEL CORP	P	11/21/02	12/13/10

	(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	6,488.		5,463.	1,025.
b	4,108.		59,463.	-55,355.
c	7,750.		6,924.	826.
d	3,058.		2,462.	596.
e	51,499.		79,252.	-27,753.
f	21,741.		705.	21,036.
g	3,049.		3,265.	-216.
h	45,162.		3,661.	41,501.
i	10,712.		8,309.	2,403.
j	10,263.		10,291.	-28.
k	10,000.		9,936.	64.
l	4,651.		3,297.	1,354.
m	13,810.		11,142.	2,668.
n	10,000.		10,092.	-92.
o	10,690.		10,215.	475.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				1,025.
b				-55,355.
c				826.
d				596.
e				-27,753.
f				21,036.
g				-216.
h				41,501.
i				2,403.
j				-28.
k				64.
l				1,354.
m				2,668.
n				-92.
o				475.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	200 ISHARES FTSE CHINA 25 INDEX FD	P	VARIOUS	05/04/10
b	1,570 JP MORGAN CHASE & CO	P	VARIOUS	VARIOUS
c	10,000 JP MORGAN CHASE 6.750% 2/1/11	P	03/13/09	07/30/10
d	1,000 NUVEEN TAX ADV TOT RET FD	P	05/04/09	06/22/10
e	200 SCHLUMBERGER LTD	P	VARIOUS	12/02/10
f	63 UNION PACIFIC CORP	P	03/10/09	12/27/10
g	10,000 WELLPOINT INC NTS 5% 1/15/11	P	03/16/09	07/30/10
h	2,000 WELLS FARGO & CO	P	VARIOUS	VARIOUS
i	3,457.540 AMER FDS CAP WORLD GRWTH & INC FD	P	VARIOUS	VARIOUS
j	1,963.788 AMER FDS NEW WORLD FD	P	VARIOUS	VARIOUS
k	8,387.607 AMER FDS AMCAP FUND	P	VARIOUS	VARIOUS
l	2,925.346 AMER FDS CAPITAL INC BLDR FD	P	VARIOUS	VARIOUS
m	8,654.686 AMER FDS AMER MUTUAL FD	P	VARIOUS	VARIOUS
n	.868 FRONTIER COMMUNICATIONS CORP	P	02/15/84	07/02/10
o	150,000 GENERAL MTRS ACCEP CORP 6.875% 9/15/11	P	02/03/03	03/09/10

	(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	7,890.		5,225.	2,665.
b	60,077.		76,137.	-16,060.
c	10,288.		10,138.	150.
d	10,292.		7,586.	2,706.
e	16,160.		12,540.	3,620.
f	5,803.		2,246.	3,557.
g	10,146.		10,053.	93.
h	49,202.		36,383.	12,819.
i	116,269.		157,103.	-40,834.
j	96,225.		112,409.	-16,184.
k	145,500.		171,945.	-26,445.
l	140,000.		187,287.	-47,287.
m	202,768.		244,665.	-41,897.
n	6.		6.	0.
o	149,992.		149,552.	440.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				2,665.
b				-16,060.
c				150.
d				2,706.
e				3,620.
f				3,557.
g				93.
h				12,819.
i				-40,834.
j				-16,184.
k				-26,445.
l				-47,287.
m				-41,897.
n				0.
o				440.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	600 JOHNSON & JOHNSON	P	VARIOUS	01/12/10
b	2,000 JP MORGAN & CHASE 8.625% PFD	P	08/14/08	02/22/10
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	38,233.		36,817.	1,416.
b	56,974.		50,000.	6,974.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				1,416.
b				6,974.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	-191,542.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	9,690.

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** (SHORT-TERM)

2010 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE & FIXTURES	050190	SL	7.00	16	7,576.			7,576.	7,576.		0.
	* TOTAL 990-PF PG 1 DEPR					7,576.		0.	7,576.	7,576.	0.	0.

028102
05-01-10

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CITIZENS BANK NH - NOW ACCOUNT	25.
RMA MONEY MARKET	3.
UBS BANK USA	267.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	295.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERICAN FUNDS AMCAP FUND A	449.	0.	449.
AMERICAN FUNDS AMERICAN MUTUAL FUND A	2,024.	0.	2,024.
AMERICAN FUNDS CAP WORLD GROWTH & INC FUND A	2,223.	0.	2,223.
AMERICAN FUNDS CAPITAL INCOME BUILDER FUND A	3,624.	0.	3,624.
AMERICAN FUNDS NEW WORLD FUND A	573.	0.	573.
APACHE CORP	45.	0.	45.
AT&T INC	567.	0.	567.
AVON PRODUCTS	95.	0.	95.
BANK OF AMERICA CORP	24.	0.	24.
BANK OF AMERICA CORP 5.375% 6/30/25	1,265.	0.	1,265.
BANK OF AMERICA CORP MTG 5.50% 11/25/33	2,688.	0.	2,688.
BANK OF NEW YORK 4.95% 11/1/12	199.	0.	199.
BARCLAYS BANK PLC 5% 6/25/25	2,500.	0.	2,500.
BARCLAYS BANK PLC 8.125% PFD	8,125.	0.	8,125.
BARRICK GOLD CORP	60.	0.	60.
BEN INT-MATERIALS SECTOR SPDR TRUST SHS	147.	0.	147.
BLACKROCK GLOBAL ALLOCATION FUND	277.	0.	277.
BRISTOL MYERS SQUIBB CO	80.	0.	80.
CHEVRON CORP	1,420.	0.	1,420.
CITI MORTGAGE SEC INC 5.25% 1/25/34	12,501.	0.	12,501.
CLOROX CORP	525.	0.	525.
CONSOLIDATED ENERGY INC	120.	0.	120.
CORNING INC	50.	0.	50.
CSX CORP	400.	0.	400.
CVS CAREMARK CORP	184.	0.	184.
DEUTCHE BANK 7.6% PFD	7,600.	0.	7,600.
EATON VANCE TAX MANAGED GLOBAL DIV EQTY INC FND	474.	0.	474.

ENERGY SECTOR SPDR TRUST	100.	0.	100.
EXELON CO	630.	0.	630.
EXXON MOBIL CORP	962.	0.	962.
FEDERATED TOTAL RETURN BOND FUND	625.	0.	625.
FINANCIAL SECTOR SPDR TRUST	31.	0.	31.
FORD MOTOR CREDIT 6.85% 9/20/13	14,728.	0.	14,728.
GATEWAY FUND A	152.	0.	152.
GENERAL ELECTRIC CO.	1,020.	0.	1,020.
GENERAL MOTORS ACCEPTANCE 6.875 9/15/11	5,070.	0.	5,070.
GENERAL MOTORS ACCEPTANCE 7.00% 1/15/13	17,500.	0.	17,500.
GENERAL MOTORS ACCEPTANCE 7.10% 1/15/13	8,875.	0.	8,875.
GENERAL MOTORS ACCEPTANCE 8.25%, 3/15/17	16,500.	0.	16,500.
GENERAL MOTORS ACCEPTANCE CORP. 5.25% 4/25/34	13,125.	0.	13,125.
GOLDMAN SACHS GROUP INC	35.	0.	35.
GOLDMAN SACHS GROUP INC 4.5% 6/15/10	225.	0.	225.
GOLDMAN SACHS GROUP INC 6.875% 1/15/11	724.	0.	724.
H & R BLOCK INC	330.	0.	330.
HARTFORD FINANCIAL GROUP INC	90.	0.	90.
HEALTH CARE SECTOR SPDR TRUST	62.	0.	62.
HESS CORP	130.	0.	130.
HOME DEPOT INC 4.625%	463.	0.	463.
HSBC USA INC - YIELD OPTIMIZATION NOTE -BAC- PREMIUM OPTION	10,500.	0.	10,500.
HSBC USA INC 11.70% 9/30/11	1,200.	0.	1,200.
INDUSTRIAL SECTOR SPDR TRUST	103.	0.	103.
INTEL CORPORATION	315.	0.	315.
ISHARES DOW US OIL & GAS	23.	0.	23.
J.P. MORGAN CHASE & CO	264.	0.	264.
J.P. MORGAN CHASE & CO 6.75% 2/1/11	681.	0.	681.
J.P. MORGAN CHASE & CO 8.625% PFD	1,078.	0.	1,078.
JP MORGAN CHASE YIELD OPTIMIZATION NOTE - CP CNX - PREMIUM OPTION	3,737.	0.	3,737.
JP MORGAN CHASE YIELD OPTIMIZATION NOTE - CP HAL - PREMIUM OPTION	2,327.	0.	2,327.
JP MORGAN CHASE YIELD OPTIMIZATION NOTE - CP PRU - PREMIUM OPTION	2,508.	0.	2,508.
JP MORGAN CHASE YIELD OPTIMIZATION NOTE 12.15% 4/14/11 - CP CNX	310.	0.	310.
JP MORGAN CHASE YIELD OPTIMIZATION NOTE 13.25% 7/26/11 - CP PRU	250.	0.	250.

JP MORGAN CHASE YIELD OPTIMIZATION NOTE 9.60% 8/31/10 - CP HAL	72.	0.	72.
LOOMIS SAYLES BOND FUND A	321.	0.	321.
LOOMIS SAYLES STRATEGIC INCOME FUND	619.	0.	619.
MARKET VECTORS GOLD MINERS EFT	431.	0.	431.
MICROSOFT CORP	160.	0.	160.
MINNESOTA MINING & MFG - 3M	315.	0.	315.
MONSANTO CO	162.	0.	162.
MORGAN STANLEY 4% 1/15/10	200.	0.	200.
MORGAN STANLEY 5.375% 5/26/25	2,688.	0.	2,688.
NEWMONT MINING CO	75.	0.	75.
NUVEEN TAX ADV TOTAL RETURN STRATEGY FUND	493.	0.	493.
OAKMARK EQUITY & INCOME FUND CLASS I	217.	0.	217.
OAKMARK INTERNATIONAL FUND	156.	0.	156.
OIL SERVICE HOLDERS TRUST	117.	0.	117.
PEOPLES UNITED FINANCIAL INC	310.	0.	310.
PFIZER INC	2,160.	0.	2,160.
PIMCO GLOBAL MULTI-ASSET FUND	341.	0.	341.
PIMCO INVESTMENT GRADE CORP BOND FUND	721.	0.	721.
PIMCO TOTAL RETURN FUND	690.	0.	690.
PROCTER & GAMBLE INC	377.	0.	377.
QUALCOMM INC	1,480.	0.	1,480.
SCHLUMBERGER INC	252.	0.	252.
SPECTRA ENERGY CORP	900.	0.	900.
STRYKER CORP	105.	0.	105.
TECHNICAL SECTOR SPDR TRUST SHS	65.	0.	65.
TRAVELERS COMPANIES	353.	0.	353.
UBS YIELD OPTIMIZATION NOTE - APA - PREMIUM OPTION	2,155.	0.	2,155.
UBS YIELD OPTIMIZATION NOTE - DOW - PREMIUM OPTION	2,932.	0.	2,932.
UBS YIELD OPTIMIZATION NOTE - INTC - PREMIUM OPTION	1,518.	0.	1,518.
UBS YIELD OPTIMIZATION NOTE - MSFT - PREMIUM OPTION	3,499.	0.	3,499.
UBS YIELD OPTIMIZATION NOTE - STT - PREMIUM OPTION	5,816.	0.	5,816.
UBS YIELD OPTIMIZATION NOTE 10.03% 8/25/11 - INTC	153.	0.	153.
UBS YIELD OPTIMIZATION NOTE 11.03% 4/21/11 MSFT	2,015.	0.	2,015.
UBS YIELD OPTIMIZATION NOTE 12.13% 6/21/11 - STT	6,071.	0.	6,071.
UBS YIELD OPTIMIZATION NOTE 9.80% 6/30/2011 - APA	295.	0.	295.
UBS YIELD OPTIMIZATION NOTE 9.90% 4/28/11 - DOW	367.	0.	367.
UNION PACIFIC CORP	76.	0.	76.
UNITED TECHNOLOGIES	310.	0.	310.

VANGUARD EXTENDED MARKET FUND	339.	0.	339.
VANGUARD INTL EQUITY INDEX FUND	509.	0.	509.
VERIZON COMMUNICATIONS	3,290.	0.	3,290.
WELLPOINT INC 5% 1/15/10	526.	0.	526.
WELLS FARGO & CO	300.	0.	300.
WELLS FARGO CAPITAL XII 7.875% 3/15/68	7,875.	0.	7,875.
TOTAL TO FM 990-PF, PART I, LN 4	204,738.	0.	204,738.

FORM 990-PF — LEGAL FEES — STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANSELL LAW OFFICES	118.	94.	94.	24.
TO FM 990-PF, PG 1, LN 16A	118.	94.	94.	24.

FORM 990-PF — ACCOUNTING FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MARK J. BOZEK CPA	5,125.	4,100.	4,100.	1,025.
TO FORM 990-PF, PG 1, LN 16B	5,125.	4,100.	4,100.	1,025.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RMA SERVICE FEES	9,007.	7,206.	7,206.	1,801.
TO FORM 990-PF, PG 1, LN 16C	9,007.	7,206.	7,206.	1,801.

FORM 990-PF | TAXES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED FEDERAL EXCISE DEPOSITS FOR 2010	692.	0.	0.	0.
FOREIGN TAXES WITHELD	438.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	1,130.	0.	0.	0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROBATE COURT FEES, ETC.	90.	72.	72.	18.
NEW HAMPSHIRE CHARITABLE TRUST FILING FEE	75.	60.	60.	15.
INSURANCE	980.	784.	784.	196.
TELEPHONE	430.	344.	344.	86.
COMPUTER EXPENSES	1,009.	807.	807.	202.
OFFICE EXPENSES & MISCELLANEOUS	474.	379.	379.	95.
SCHOLARSHIP CONFERENCES	11,200.	8,960.	8,960.	2,240.
TO FORM 990-PF, PG 1, LN 23	14,258.	11,406.	11,406.	2,852.

FORM 990-PF | CORPORATE STOCK | STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
500 SH CHEVRON CORP.	18,050.	45,625.
370 SH EXXON MOBIL CORPORATION	705.	27,054.
1,000 SH CISCO SYSTEMS INC	15,258.	20,230.
1,720 SH VERIZON COMMUNICATIONS	47,184.	61,542.
8,000 SH CITIGROUP INC.	30,915.	37,840.
2,000 SH QUALCOMM INC	63,717.	98,980.
1,182.412 SH AMERICAN FUNDS CAP WORLD GROWTH & INC FD	47,208.	42,236.
675.773 SH AMERICAN FUNDS NEW WORLD FD	37,912.	36,890.
2,850.517 SH AMERICAN FUNDS AMCAP FD	37,984.	53,675.
1,009.236 SH AMERICAN FUNDS CAP INC BUILDER FD	42,917.	50,371.

1,200 SH EMC CORP MASS	19,528.	27,480.
3,500 SH PFIZER CORP	68,785.	61,285.
4,000 SH BARCLAYS BANK PLC 8.125%	100,000.	102,800.
4,000 SH DEUTSCHE BANK CAP TRUST 7.6%	100,000.	101,720.
4,000 SH WELLS FARGO & CO XII 7.875%	100,000.	107,280.
1,000 SH AT&T INC	26,999.	29,380.
800 SH CSX CORPORATION	39,575.	51,688.
300 SH EXELON CORP	14,717.	12,492.
300 SH GILEAD SCIENCES INC	13,489.	10,872.
1,200 SHS H & R BLOCK INC	20,734.	14,292.
800. SH HARTFORD FINANCIAL SERVICES GROUP INC	18,645.	21,192.
200 SH PROCTER & GAMBLE CO	10,994.	12,866.
250 SH SCHLUMBERGER LTD NETHERLANDS ANTILLES	14,651.	20,875.
1,000 SH SPECTRA ENERGY CORP	20,705.	24,990.
250 SH TRAVELERS COMPANIES INC	9,690.	13,927.
300 SH UNITED TECHNOLOGIES CORP	18,712.	23,616.
100 SH ENERGY SECTOR SPDR TRUST	3,869.	6,825.
200 SH FINANCIAL SECTOR SPDR TRUST	1,205.	3,190.
387.619 SH GATEWAY FUND CLASS A	8,330.	10,101.
175 SH INDUSTRIAL SECTOR SPDR TRUST	2,721.	6,102.
576.735 SH LOOMIS SAYLES INVESTMENT GRADE BOND FUND A	5,565.	6,996.
1,000 SH MARKET VECTORS GOLD MINERS	48,698.	61,470.
975.118 SH OAKMARK EQUITY & INCOME FUND	22,588.	27,050.
659.312 SH PIMCO INVESTMENT GRADE CORP BOND FUND	6,407.	6,910.
1,133.706 SH PIMCO TOTAL RETURN FUND A	11,421.	12,301.
125 SH SECTOR SPDR TRUST BEN-INT-MATERIALS	2,616.	4,801.
200 SH TECHNOLOGY SECTOR SPDR TRUST	3,134.	5,038.
500 SH VANGUARD INTERNATIONAL EQUITY INDEX FUND	16,568.	23,865.
400 SH ENERGY TRANSFER PARTNERS	16,435.	20,728.
500 SH BARRICK GOLD CORP	25,698.	26,590.
300 SH CEPHALON INC	18,056.	18,516.
800 SH CONSOLIDATED ENERGY INC	29,983.	38,992.
1,000 SH CORNING INC	18,468.	19,320.
500 SH MASSEY ENERGY CO	25,618.	26,825.
400 SH MERCK & CO	14,043.	14,416.
1,000 SH MICROSOFT CORP	24,117.	27,910.
200 SH 3M CO	16,588.	17,260.
200 SH MONSANTO CO	14,588.	13,928.
500 SH NEWMONT MINING CORP	30,985.	30,715.
2,000 SH PEOPLE'S UNITED FINANCIAL INC	25,855.	28,020.
200 SH POTASH CORP SASK INC	28,698.	30,966.
800 SH RAMBUS INC	15,843.	16,384.
500 SH RIO TINTO PLC	35,240.	35,830.
500 SH VISA INC	35,430.	35,190.
1,434.710 SH BLACKROCK GLOBAL ALLOCATION FD	25,277.	27,862.
5,455.748 SH FEDERATED TOTAL RET BOND FD	61,977.	60,832.
1,782.070 SH LOOMIS SAYLES STRATEGIC INC FD	25,619.	26,357.
876.272 SH OAKMARK INTNL FUND	15,139.	17,008.
2,162.377 SH PIMCO GLOBAL MULTI ASSET FD	25,466.	25,019.
640 SH VANGUARD EXTENDED MARKET EFT	32,655.	34,822.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,633,974.	1,879,337.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
215,000 FORD MOTOR CREDIT CO. 6.85	215,000.	214,095.
250,000 GENERAL MTRS ACCEPT CORP. 7.00	250,000.	250,383.
250,000 CITI MORTGAGE SECS INC 5.25% 1/25/34	159,804.	157,733.
250,000 GMAC MORTGAGE CORP LOAN TRUST 5.25 4/25/34	250,000.	236,958.
125,000 GENERAL MTRS ACCEPT CORP. 7.10 1/15/13	125,000.	125,301.
200,000 GENERAL MTRS ACCEPT CORP. 6.35 3/15/17	200,000.	200,858.
108,000 BANK OF AMERICA MTG SECURITY 5.50 11/25/33	9,363.	9,364.
10,000 UNITS LEHMAN BROTHERS S&P FINANCIAL NOTE 8/10/09	100,000.	0.
100,000 UBS CREDIT RECOVERY FUND LLC	100,000.	88,363.
5,807 UNITS HSBC USA YLD OPTIMIZATION NOTE 11.7% 9/30/11 BAC	99,996.	94,480.
2,530 UNITS UBS YLD OPTIMIZATION NOTE 11.03% 4/21/11 MSFT	49,993.	51,131.
100,000 BANK OF AMERICA CORP 5.375% 6/30/25	100,000.	97,654.
100,000 BARCLAYS BANK PLC 5% 6/25/25	99,755.	97,762.
100,000 MORGAN STANLEY 5.375% 5/26/25	100,000.	97,942.
1,111 UNITS JP MORGAN CHASE YLD OPTIMIZATION NOTE 12.50% CNX	49,962.	49,895.
931 UNITS JP MORGAN CHASE YLD OPTIMIZATION NOTE 13.25% PRU	49,957.	51,335.
1,649 UNITS UBS YLD OPTIMIZATION NOTE 9.90% DOW	49,981.	50,130.
570 UNITS UBS YLD OPTIMIZATION NOTE 9.80% APA	49,995.	52,839.
2,637 UNITS UBS YLD OPTIMIZATION NOTE 10.03% INTC	49,998.	51,237.
5,000 UNITS BARCLAYS BANK PLC 1/6/12	50,000.	50,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,158,804.	2,027,460.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	7,576.	7,576.	0.
TOTAL TO FM 990-PF, PART II, LN 14	7,576.	7,576.	0.

TRUST ESTATE OF MARION C. SMYTH

Form 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR 2010 STATEMENT (13)

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHIP	AMOUNT
Ball State University		Scholarships	None	1,000
Belmont University		Scholarships	None	1,000
Berklee College of Music		Scholarships	None	15,000
Boston Conservatory of Music		Scholarships	None	3,000
Boston University		Scholarships	None	1,000
Brandeis University		Scholarships	None	1,000
Carnegie Mellon University		Scholarships	None	3,000
Dusquesne University		Scholarships	None	1,000
Gettysburg College		Scholarships	None	1,000
Grove City College		Scholarships	None	1,000
Hartwick College		Scholarships	None	1,000
Hofstra University		Scholarships	None	1,000
John Hopkins University		Scholarships	None	3,000
Keene State College		Scholarships	None	11,000
New England Conservatory of Music		Scholarships	None	4,000
New England School of Communication		Scholarships	None	2,000
North Park University		Scholarships	None	1,000
Oberlin College		Scholarships	None	1,000
Pennsylvania State University		Scholarships	None	1,000
Plymouth State University		Scholarships	None	3,000
Point Park University		Scholarships	None	1,000
Purchase College		Scholarships	None	4,000
Rider University		Scholarships	None	1,000
SUNY Potsdam		Scholarships	None	2,000
University of Hartford		Scholarships	None	6,000
University of Kansas		Scholarships	None	2,000
University of Massachusetts		Scholarships	None	2,000
University of Massachusetts - Lowell		Scholarships	None	5,000
University of New Hampshire		Scholarships	None	40,820
University of New Haven		Scholarships	None	2,000
University of North Texas		Scholarships	None	1,000
			TUITION	122,820

TRUST ESTATE OF MARION C. SMYTH

Form 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR 2010 STATEMENT (13) (cont)

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHIP	AMOUNT
Bedford Big Band			None	1,500
Boys and Girls Club of Manchester			None	5,500
Campbell High School - Friends of Music			None	500
Chadbad Lubavitch of NH			None	2,500
Concord Chorale			None	1,500
Concord Community Music School			None	15,000
Currier Museum of Art			None	3,500
Easter Seals of New Hampshire			None	1,173
Franco American Center			None	500
Friends of Stark Park			None	1,100
Hillside School			None	500
Keene Chorale			None	1,000
Manchester Chorale Society			None	17,000
Manchester Community Music School			None	25,000
Manchester School District			None	5,000
Merrimack Concert Association			None	1,000
Monadnock Music - Lend An Ear Program			None	4,500
Nashua Chamber Orchestra			None	2,000
Nashua Symphony Orchestra			None	2,500
New Hampshire Music Education Association			None	1,000
New Hampshire Music Festival			None	7,500
New Hampshire Philharmonic			None	10,000
Opera League of New Hampshire			None	5,000
Southern New Hampshire University			None	5,000
University of New Hampshire			None	16,000
University of New Hampshire SYMS Music Dept			None	15,000
			GRANTS	150,773
		TUITIONS and GRANTS		273,593