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: JEAN NOBLE-NEAL TRUST U/W 316099001

A Employer identification number: 02-6106216

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) 229-5934

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 ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 544,206.

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

		Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	2.	2.		STMT 1
	4	Dividends and interest from securities	19,760.	19,760.		STMT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	51,663.			
	b	Gross sales price for all assets on line 6a 364,491.				
	7	Capital gain net income (from Part IV, line 2)		51,663.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	71,425.	71,425.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	7,099.	7,099.		
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 5	575.	575.	NONE	NONE
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 6	1,013.	133.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 7	781.	781.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	9,468.	8,588.	NONE	NONE
	25	Contributions, gifts, grants paid	24,045.			24,045.
	26	Total expenses and disbursements Add lines 24 and 25	33,513.	8,588.	NONE	24,045.
	27	Subtract line 26 from line 12.				
	a	Excess of revenue over expenses and disbursements	37,912.			
	b	**Net investment income** (if negative, enter -0-)		62,837.		
	c	**Adjusted net income** (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions. JSA Form **990-PF** (2010)

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	11,868.	13,509.	13,509.
	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 8	74,844.	74,844.	78,330.
	b	Investments - corporate stock (attach schedule) STMT 9	228,534.	259,849.	293,658.
	c	Investments - corporate bonds (attach schedule) STMT 11	158,849.	163,809.	158,709.
	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)	474,095.	512,011.	544,206.
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	474,095.	512,011.	
	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)	474,095.	512,011.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	474,095.	512,011.	

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	474,095.
2	Enter amount from Part I, line 27a	2	37,912.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	4.
4	Add lines 1, 2, and 3	4	512,011.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	512,011.

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	51,663.
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	27,109.	480,738.	0.05639038312
2008	29,995.	550,811.	0.05445606569
2007	NONE	NONE	NONE
2006	NONE	NONE	NONE
2005			

2 Total of line 1, column (d)	2	0.11084644881
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	0.02771161220
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	518,405.
5 Multiply line 4 by line 3	5	14,366.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	628
7 Add lines 5 and 6	7	14,994.
8 Enter qualifying distributions from Part XII, line 4	8	24,045.

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 ▶ ☒ and enter 1% of Part I, line 27b	1	628.
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	628.
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	628.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 . . . . 6a 440.		
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	440.
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	188.
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 $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶$ ______________ (2) On foundation managers. ▶ $ ______________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV* . .	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 13			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ TD BANK, N.A. Telephone no ▶ (603)229-5934

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 ▶ ☐

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 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 ☒ 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 ☒ 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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		7,099.	-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	514,835.
b	Average of monthly cash balances			1b	11,465.
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	526,300.
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	526,300.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)			4	7,895.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	518,405.
6	**Minimum investment return.** Enter 5% of line 5			6	25,920.

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	25,920.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	628.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	628.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	25,292.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	25,292.
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	25,292.

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	24,045.
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	24,045.
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	628.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	23,417.

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					25,292.
2	Undistributed income, if any, as of the end of 2010					
a	Enter amount for 2009 only				NONE	
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	2,692.				
e	From 2009	3,952.				
f	**Total** of lines 3a through e		6,644.			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 24,045.					
a	Applied to 2009, but not more than line 2a				NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d	Applied to 2010 distributable amount					24,045.
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).)*		1,247.			1,247.
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5		5,397.			
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				NONE	
f	Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					
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		5,397.			
10	Analysis of line 9:					
a	Excess from 2006	NONE				
b	Excess from 2007	NONE				
c	Excess from 2008	1,445.				
d	Excess from 2009	3,952.				
e	Excess from 2010					

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			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 16				
Total . . . . ▶ 3a				24,045.
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	2.	
4 Dividends and interest from securities			14	19,760.	
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	51,663.	
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)				71,425.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 71,425.

(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** (2010)

JSA

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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					1,688.	
		65. ABERCROMBIE & FITCH CO CL A PROPERTY TYPE: SECURITIES					05/26/2009	01/11/2010
2,122.00		1,791.00					331.00	
		10. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					05/26/2009	07/19/2010
415.00		245.00					170.00	
		10. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES					01/12/2010	07/19/2010
479.00		600.00					-121.00	
		140. AUTODESK INC PROPERTY TYPE: SECURITIES					10/14/2004	06/24/2010
3,724.00		3,387.00					337.00	
		20000. BANK OF AMERICA CRP 5.375% 8/15/2 PROPERTY TYPE: SECURITIES					06/05/2007	12/17/2010
20,594.00		19,927.00					667.00	
		20.336 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES					09/08/2009	07/19/2010
844.00		762.00					82.00	
		303.756 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES					09/08/2009	11/22/2010
14,441.00		11,382.00					3,059.00	
		20000. BERKSHIRE HATHAWAY 4.125% 1/15/20 PROPERTY TYPE: SECURITIES					11/14/2006	01/15/2010
19,491.00		19,491.00						
		50. BEST BUY INC PROPERTY TYPE: SECURITIES					10/22/2010	12/16/2010
1,731.00		2,078.00					-347.00	
		40. BHP BILLITON LTD PROPERTY TYPE: SECURITIES					05/26/2009	05/05/2010
2,755.00		2,189.00					566.00	

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)	
		10. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					06/23/2009	01/11/2010
807.00		660.00					147.00	
		20. CIMAREX ENERGY CO PROPERTY TYPE: SECURITIES					06/19/2008	06/24/2010
1,450.00		1,428.00					22.00	
		30. CLOROX CO PROPERTY TYPE: SECURITIES					09/15/2008	11/08/2010
1,887.00		1,906.00					-19.00	
		10. CLOROX CO PROPERTY TYPE: SECURITIES					09/15/2008	11/15/2010
637.00		635.00					2.00	
		20. CLOROX CO PROPERTY TYPE: SECURITIES					09/01/2009	11/16/2010
1,256.00		1,169.00					87.00	
		40. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					03/28/2005	02/18/2010
1,890.00		937.00					953.00	
		20. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					03/28/2005	11/08/2010
1,258.00		469.00					789.00	
		10. DIAGEO PLC ADR PROPERTY TYPE: SECURITIES					09/15/2008	07/19/2010
678.00		733.00					-55.00	
		10. DIAGEO PLC ADR PROPERTY TYPE: SECURITIES					09/15/2008	10/12/2010
708.00		733.00					-25.00	
		10. E M C CORP MASS PROPERTY TYPE: SECURITIES					11/13/2008	07/19/2010
204.00		103.00					101.00	
		40. E M C CORP MASS PROPERTY TYPE: SECURITIES					11/13/2008	10/12/2010
807.00		413.00					394.00	

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)	
		40. E M C CORP MASS PROPERTY TYPE: SECURITIES					11/13/2008	10/22/2010
856.00		413.00					443.00	
		55. FASTENAL CO COM PROPERTY TYPE: SECURITIES					03/18/2009	01/11/2010
2,522.00		1,629.00					893.00	
		359.108 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES					09/08/2009	05/12/2010
7,480.00		6,694.00					786.00	
		20.176 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES					09/08/2009	07/19/2010
404.00		376.00					28.00	
		252.332 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES					09/08/2009	11/22/2010
6,084.00		4,703.00					1,381.00	
		.003 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					09/26/2008	07/16/2010
		18. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					03/18/2009	07/21/2010
133.00		148.00					-15.00	
		4. ISHARES TR US TIPS BD FD PROPERTY TYPE: SECURITIES					01/20/2010	11/22/2010
438.00		421.00					17.00	
		31. ISHARES TR US TIPS BD FD PROPERTY TYPE: SECURITIES					10/27/2009	11/22/2010
3,396.00		3,209.00					187.00	
		50. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES					03/18/2009	07/19/2010
2,839.00		1,563.00					1,276.00	
		220. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES					03/18/2009	11/22/2010
13,859.00		6,878.00					6,981.00	

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)	
		281.878 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					09/02/2009	05/12/2010
3,831.00		3,704.00					127.00	
		62.352 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES					11/13/2008	05/12/2010
847.00		688.00					159.00	
		125.154 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					11/13/2008	07/19/2010
1,656.00		1,382.00					274.00	
		1337.494 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					03/18/2009	11/22/2010
20,825.00		13,981.00					6,844.00	
		55. MEDTRONIC INC PROPERTY TYPE: SECURITIES					06/23/2009	03/16/2010
2,475.00		1,837.00					638.00	
		25. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					03/18/2009	10/12/2010
1,307.00		2,437.00					-1,130.00	
		10. NOVARTIS A G SPONSORED ADR PROPERTY TYPE: SECURITIES					09/01/2009	05/27/2010
449.00		459.00					-10.00	
		70. NOVARTIS A G SPONSORED ADR PROPERTY TYPE: SECURITIES					12/23/2008	05/27/2010
3,140.00		3,301.00					-161.00	
		1189.041 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES					01/20/2010	11/22/2010
13,745.00		13,020.00					725.00	
		7798.288 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES					11/02/2009	11/22/2010
90,148.00		84,329.00					5,819.00	
		137.277 PIMCO HIGH YLD FUND INSTL #108 PROPERTY TYPE: SECURITIES					01/20/2010	11/22/2010
1,278.00		1,230.00					48.00	

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)	
		1231.457 PIMCO HIGH YLD FUND INSTL #108 PROPERTY TYPE: SECURITIES					10/27/2009	11/22/2010
11,465.00		10,148.00					1,317.00	
		60. PETSMART INC COM PROPERTY TYPE: SECURITIES					05/26/2009	01/11/2010
1,605.00		1,275.00					330.00	
		60. PETSMART INC COM PROPERTY TYPE: SECURITIES					05/26/2009	01/12/2010
1,587.00		1,275.00					312.00	
		19.475 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES					05/12/2010	07/19/2010
509.00		562.00					-53.00	
		578.931 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES					05/12/2010	11/22/2010
18,039.00		16,696.00					1,343.00	
		10. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					09/04/2008	07/19/2010
493.00		540.00					-47.00	
		20. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					09/04/2008	12/02/2010
1,013.00		1,080.00					-67.00	
		10. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					11/22/2010	12/03/2010
500.00		507.00					-7.00	
		20. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					09/04/2008	12/03/2010
999.00		1,080.00					-81.00	
		299.064 T. ROWE PRICE NEW ERA FD PROPERTY TYPE: SECURITIES					10/19/2009	11/22/2010
14,609.00		13,586.00					1,023.00	
		10. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES					09/15/2008	07/19/2010
532.00		528.00					4.00	

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)	
		40. SOUTHERN CO PROPERTY TYPE: SECURITIES					09/15/2008	12/16/2010
1,510.00		1,541.00					-31.00	
		10. SOUTHERN CO PROPERTY TYPE: SECURITIES					11/22/2010	12/17/2010
377.00		381.00					-4.00	
		25. SOUTHERN CO PROPERTY TYPE: SECURITIES					09/15/2008	12/17/2010
943.00		963.00					-20.00	
		135. TEXAS INSTRUMENTS PROPERTY TYPE: SECURITIES					03/18/2009	08/24/2010
3,281.00		2,292.00					989.00	
		10. 3M CO PROPERTY TYPE: SECURITIES					02/18/2010	07/19/2010
810.00		807.00					3.00	
		10. ULTRA PETROLEUM CORP PROPERTY TYPE: SECURITIES					12/16/2009	07/19/2010
433.00		508.00					-75.00	
		10. UNITED TECHNOLOGIES PROPERTY TYPE: SECURITIES					09/26/2008	07/19/2010
664.00		603.00					61.00	
		111.743 VANGUARD GNMA FUND #36 PROPERTY TYPE: SECURITIES					01/20/2010	11/22/2010
1,240.00		1,199.00					41.00	
		692.782 VANGUARD GNMA FUND #36 PROPERTY TYPE: SECURITIES					09/08/2009	11/22/2010
7,690.00		7,420.00					270.00	
		133.1 VANGUARD MID-CAP INDEX FUND #859 PROPERTY TYPE: SECURITIES					09/02/2009	07/19/2010
2,200.00		1,885.00					315.00	
		1532.29 VANGUARD MID-CAP INDEX FUND #859 PROPERTY TYPE: SECURITIES					09/02/2009	11/22/2010
29,665.00		17,687.00					11,978.00	

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)	
		10. YUM BRANDS INC					06/19/2008	07/19/2010
		PROPERTY TYPE: SECURITIES						
398.00		376.00					22.00	
		20. YUM BRANDS INC					11/22/2010	12/02/2010
		PROPERTY TYPE: SECURITIES						
1,020.00		1,014.00					6.00	
		50. ZIMMER HLDGS INC					09/01/2009	09/15/2010
		PROPERTY TYPE: SECURITIES						
2,494.00		2,344.00					150.00	
		10. ACE LTD					03/16/2010	07/19/2010
		PROPERTY TYPE: SECURITIES						
532.00		511.00					21.00	
		35. TRANSOCEAN LTD ZUG NAMEN AKT					11/13/2008	05/14/2010
		PROPERTY TYPE: SECURITIES						
2,305.00		2,580.00					-275.00	

TOTAL GAIN(LOSS)		....					51,663.	
							==========	

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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	2.	2.
TOTAL	2.	2.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	176.	176.
ABBOTT LABORATORIES	70.	70.
INVESCO INTERNATIONAL GROWTH FUND INSTIT	415.	415.
AMERICAN EXPRESS CO	81.	81.
APACHE CORP COM	27.	27.
BANK OF AMERICA CRP 5.375% 8/15/2011 DTD	1,454.	1,454.
BERKSHIRE HATHAWAY 4.125% 1/15/2010 DTD	922.	922.
BHP BILLITON LTD	34.	34.
CHEVRONTEXACO CORP	128.	128.
CIMAREX ENERGY CO	18.	18.
CLOROX CO	126.	126.
COLGATE PALMOLIVE	81.	81.
DIAGEO PLC ADR	139.	139.
WALT DISNEY CO	26.	26.
ECOLAB INC	22.	22.
EMERSON ELECTRIC CO	105.	105.
EXELON CORP COM	126.	126.
EXPEDITORS INTL WASH INC	34.	34.
EXXON MOBIL CORP	105.	105.
FEDERAL HME LN BK 5.625% 11/15/2011 DTD	1,406.	1,406.
FEDERAL HME LN BK 5.750% 05/15/2012 DTD	1,725.	1,725.
FIDELITY SPARTAN HIGH INCOME	243.	243.
GALLAGHER ARTHUR J & CO	128.	128.
GE COMPANY 5.00% 02/01/2013 DTD 1/28/200	750.	750.
HARBOR INTERNATIONAL FD- INST CL FUND #1	460.	460.
HEWLETT PACKARD	31.	31.
HOME DEPOT INC	116.	116.
ILLINOIS TOOL WKS INC	105.	105.
ISHARES TR US TIPS BD FD	79.	79.
ISHARES COHEN & STEERS RLTY	349.	349.
J P MORGAN CHASE & CO	21.	21.
PERKINS MID CAP VALUE FUND INSTITUTIONAL	51.	51.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JOHNSON & JOHNSON	148.	148.
LINEAR TECHNOLOGIES CORP	60.	60.
MEDTRONIC INC	11.	11.
MICROSOFT CORP	95.	95.
MONSANTO CO NEW	27.	27.
NOVARTIS A G SPONSORED ADR	156.	156.
PIMCO TOTAL RETURN FUND #35	2,756.	2,756.
PIMCO HIGH YLD FUND INSTL #108	856.	856.
PAYCHEX INC COM	167.	167.
PEPSICO	93.	93.
PIMCO INVESTMENT GRADE CORP BOND FUND CL	2,586.	2,586.
PROCTER & GAMBLE CO	94.	94.
QUALCOMM, INC.	11.	11.
QUEST DIAGNOSTICS INC COM	19.	19.
ROYCE SPECIAL EQUITY FD #327	17.	17.
SIGMA ALDRICH CORP	21.	21.
SOUTHERN CC	117.	117.
STATE STREET CORP COM	2.	2.
STRYKER CORP COM	42.	42.
TD ASSET MGMT US GOVT PORT INSTL #2	4.	4.
TENN VALLEY AUTH 5.625% 1/18/2011 DTD 1/	1,125.	1,125.
TEXAS INSTRUMENTS	49.	49.
3M CO	110.	110.
US BANCORP DEL NEW	34.	34.
UNITED TECHNOLOGIES	94.	94.
UNITEDHEALTH GROUP INC COM	10.	10.
VANGUARD GNMA FUND #36	280.	280.
VANGUARD SHORT-TERM FEDERAL #49	294.	294.
VANGUARD INTERMEDIATE TERM TREASURY FUND	348.	348.
VANGUARD INFLATION PROTECTED SEC 119	245.	245.
VANGUARD MID-CAP INDEX FUND #859	3.	3.
VERIZON COMMUNICATIONS	158.	158.
WELLS FARGO & COMPANY COM NEW	27.	27.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
YUM BRANDS INC		94.	94.
ACE LTD		54.	54.
	TOTAL	19,760.	19,760.

FORM 990PF, PART I - ACCOUNTING FEES

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

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	23.	23.
990-PF TAXES	880.	
FOREIGN TAXES ON QUALIFIED FOR	110.	110.
TOTALS	1,013.	133.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATE/PROBATE FEES	781.	781.
TOTALS	781.	781.

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

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
25000 FEDERAL HME LN BK 5.625%	24,574.	24,574.	26,134.
30000 FEDERAL HME LN BK 5.750%	29,751.	29,751.	32,157.
20000 TENN VALLEY AUTH 5.625%	20,519.	20,519.	20,039.
TOTALS	74,844.	74,844.	78,330.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
80 APOLLO GROUP INC CL A	4,106.	3,159.
105 WALT DISNEY CO	3,497.	3,939.
130 HOME DEPOT INC	3,168.	4,558.
70 TARGET CORP	4,123.	4,209.
100 YUM BRANDS INC	3,761.	4,905.
40 COLGATE PALMOLIVE CO	2,582.	3,215.
55 DIAGEO PLC ADR	3,830.	4,088.
80 PEPSICO INCORPORATED	4,501.	5,226.
80 PROCTER & GAMBLE CO	4,851.	5,146.
55 APACHE CORPORATION	4,289.	6,558.
60 CHEVRON CORPORATION	4,182.	5,475.
50 CIMAREX ENERGY CO	3,569.	4,427.
80 EXXON MOBIL CORP	5,610.	5,850.
90 ULTRA PETROLEUM CORP	4,458.	4,299.
50 ACE LTD	2,642.	3,113.
125 AMERICAN EXPRESS CO	2,839.	5,365.
120 GALLAGHER ARTHUR J & CO	2,831.	3,490.
115 J P MORGAN CHASE & CO	4,205.	4,878.
60 STATE STREET CORP	2,482.	2,780.
190 US BANCORP DEL NEW	4,235.	5,124.
160 WELLS FARGO & CO NEW	3,311.	4,958.
100 ABBOTT LABS CO	4,798.	4,791.
80 JOHNSON & JOHNSON CO	4,690.	4,948.
80 STRYKER CORP	3,791.	4,296.
75 THERMO FISHER SCIENTIFIC IN	3,325.	4,152.
80 UNITEDHEALTH GROUP INC	2,757.	2,889.
90 EMERSON ELECTRIC CO	4,144.	5,145.
90 EXPEDITORS INTL WASH INC	3,390.	4,914.
95 ILLINOIS TOOL WKS INC	4,406.	5,073.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
60 3M CO	4,313.	5,178.
60 UNITED TECHNOLOGIES	3,764.	4,723.
240 CISCO SYSTEMS INC	4,923.	4,855.
60 COGNIZANT TECHNOLOGY SOLUTI	1,826.	4,397.
190 EMC CORPORATION/MASS	2,189.	4,351.
110 HEWLETT PACKARD CO	3,396.	4,631.
150 LINEAR TECHNOLOGY	4,409.	5,189.
210 MICROSOFT CORPORATION	5,755.	5,861.
60 ORACLE CORPORATION	1,862.	1,878.
170 PAYCHEX INC	4,891.	5,255.
60 QUALCOMM INCORPORATED	2,865.	2,969.
80 ECOLAB INC	3,883.	4,034.
35 SIGMA-ALDRICH CORP COMMON	1,540.	2,330.
115 AT&T INC	3,471.	3,379.
125 VERIZON COMMUNICATIONS	3,776.	4,473.
90 EXELON CORP	4,164.	3,748.
992.998 INVESCO INTERNATIONAL	27,327.	27,705.
225.868 BUFFALO SMAL CAP FD	5,509.	5,920.
458.103 HARBOR INTERNATIONAL F	27,230.	27,738.
243.805 HARTFORD MUT FDS INC	5,515.	5,873.
253.359 PERKINS MID CAP VALUE	5,493.	5,718.
279.662 ROYCE SPECIAL EQUITY	5,523.	5,837.
120 SPDR GOLD TRUST	15,852.	16,646.
TOTALS	259,849.	293,658.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
15000 GE COMPANY 5.00%	14,325.	16,035.
2126.646 FIDELITY HIGH INCOME	19,062.	19,012.
4236.712 PIMCO INVESTMENT GRAD	48,694.	44,401.
2464.148 VANGUARD SHORT-TERM F	26,981.	26,514.
3003.328 VANGUARD INTERMEDIATE	35,479.	34,028.
1439.900 VANGUARD INFLATION PR	19,268.	18,719.
TOTALS	163,809.	158,709.

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

DESCRIPTION	AMOUNT
ROUNDING	4.
TOTAL	4.

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

STATEMENT 13

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

OFFICER NAME:
MARY COBB, 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 .... 7,099.

TOTAL COMPENSATION: 7,099.

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	502,125.	16,074.	
FEBRUARY	510,858.	16,624.	
MARCH	525,828.	10,644.	
APRIL	533,414.	9,838.	
MAY	512,918.	6,425.	
JUNE	500,633.	419.	
JULY	505,873.	15,108.	
AUGUST	493,686.	15,874.	
SEPTEMBER	515,854.	10,180.	
OCTOBER	524,772.	10,389.	
NOVEMBER	521,366.	12,494.	
DECEMBER	530,696.	13,509.	
TOTAL	6,178,023.	137,578.	
AVERAGE FMV	514,835.	11,465.	

STATEMENT 15

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

RECIPIENT NAME:
THE NHSPCA
ATTN: LISA DENNISON, EXEC DIR
ADDRESS:
PO BOX 196
STRATHAM, NH 03885
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DAILY OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 8,015.

RECIPIENT NAME:
THE BUDDY DOG HUMANE SOCIETY, INC
ATTN: ANN BURTT, TREASURER
ADDRESS:
PO BOX 296
SUDBURY, MA 01776
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DAILY OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 8,015.

RECIPIENT NAME:
THE COCHECO VALLEY HUMANE SOCIETY
ADDRESS:
262 COUNTY FARM CROSS RD
DOVER, NH 03820-6008
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DAILY OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 8,015.

TOTAL GRANTS PAID: 24,045.

JEAN NOBLE-NEAL TRUST U/W 316099001 02-6106216

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				
65. ABERCROMBIE & FITCH CO	05/26/2009	01/11/2010	2,122.00	1,791.00	331.00
10. APOLLO GROUP INC CL A	01/12/2010	07/19/2010	479.00	600.00	-121.00
20.336 BARON ASSET FD	09/08/2009	07/19/2010	844.00	762.00	82.00
50. BEST BUY INC	10/22/2010	12/16/2010	1,731.00	2,078.00	-347.00
40. BHP BILLITON LTD	05/26/2009	05/05/2010	2,755.00	2,189.00	566.00
10. CHEVRONTEXACO CORP	06/23/2009	01/11/2010	807.00	660.00	147.00
55. FASTENAL CO COM	03/18/2009	01/11/2010	2,522.00	1,629.00	893.00
359.108 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	09/08/2009	05/12/2010	7,480.00	6,694.00	786.00
20.176 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	09/08/2009	07/19/2010	404.00	376.00	28.00
4. ISHARES TR US TIPS BD	01/20/2010	11/22/2010	438.00	421.00	17.00
281.878 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	09/02/2009	05/12/2010	3,831.00	3,704.00	127.00
55. MEDTRONIC INC	06/23/2009	03/16/2010	2,475.00	1,837.00	638.00
10. NOVARTIS A G SPONSORED	09/01/2009	05/27/2010	449.00	459.00	-10.00
1189.041 PIMCO TOTAL	01/20/2010	11/22/2010	13,745.00	13,020.00	725.00
137.277 PIMCO HIGH YLD	01/20/2010	11/22/2010	1,278.00	1,230.00	48.00
60. PETSMART INC COM	05/26/2009	01/11/2010	1,605.00	1,275.00	330.00
60. PETSMART INC COM	05/26/2009	01/12/2010	1,587.00	1,275.00	312.00
19.475 T ROWE PRICE GROWTH	05/12/2010	07/19/2010	509.00	562.00	-53.00
578.931 T ROWE PRICE	05/12/2010	11/22/2010	18,039.00	16,696.00	1,343.00
10. QUEST DIAGNOSTICS INC	11/22/2010	12/03/2010	500.00	507.00	-7.00
10. SOUTHERN CO	11/22/2010	12/17/2010	377.00	381.00	-4.00
10. 3M CO	02/18/2010	07/19/2010	810.00	807.00	3.00
10. ULTRA PETROLEUM CORP	12/16/2009	07/19/2010	433.00	508.00	-75.00
111.743 VANGUARD GNMA FUND	01/20/2010	11/22/2010	1,240.00	1,199.00	41.00
133.1 VANGUARD MID-CAP	09/02/2009	07/19/2010	2,200.00	1,885.00	315.00
20. YUM BRANDS INC	11/22/2010	12/02/2010	1,020.00	1,014.00	6.00
10. ACE LTD	03/16/2010	07/19/2010	532.00	511.00	21.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			70,212.00	64,070.00	6,142.00
Totals			70,212.00	64,070.00	6,142.00

JEAN NOBLE-NEAL TRUST U/W 316099001 02-6106216

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					
10. AMERICAN EXPRESS CO	05/26/2009	07/19/2010	415.00	245.00	170.00
140. AUTODESK INC	10/14/2004	06/24/2010	3,724.00	3,387.00	337.00
20000. BANK OF AMERICA CRP 5.375% 8/15/2011 DTD 08/14/2006	06/05/2007	12/17/2010	20,594.00	19,927.00	667.00
303.756 BARON ASSET FD	09/08/2009	11/22/2010	14,441.00	11,382.00	3,059.00
20000. BERKSHIRE HATHAWAY 4.125% 1/15/2010 DTD 06/24/2005	11/14/2006	01/15/2010	19,491.00	19,491.00	
20. CIMAREX ENERGY CO	06/19/2008	06/24/2010	1,450.00	1,428.00	22.00
30. CLOROX CO	09/15/2008	11/08/2010	1,887.00	1,906.00	-19.00
10. CLOROX CO	09/15/2008	11/15/2010	637.00	635.00	2.00
20. CLOROX CO	09/01/2009	11/16/2010	1,256.00	1,169.00	87.00
40. COGNIZANT TECHNLGY	03/28/2005	02/18/2010	1,890.00	937.00	953.00
20. COGNIZANT TECHNLGY	03/28/2005	11/08/2010	1,258.00	469.00	789.00
10. DIAGEO PLC ADR	09/15/2008	07/19/2010	678.00	733.00	-55.00
10. DIAGEO PLC ADR	09/15/2008	10/12/2010	708.00	733.00	-25.00
10. E M C CORP MASS	11/13/2008	07/19/2010	204.00	103.00	101.00
40. E M C CORP MASS	11/13/2008	10/12/2010	807.00	413.00	394.00
40. E M C CORP MASS	11/13/2008	10/22/2010	856.00	413.00	443.00
252.332 FIDELITY ADVISOR EMERGING MARKET CLASS I FUND #1290	09/08/2009	11/22/2010	6,084.00	4,703.00	1,381.00
18. FRONTIER COMMUNICATION	03/18/2009	07/21/2010	133.00	148.00	-15.00
31. ISHARES TR US TIPS BD	10/27/2009	11/22/2010	3,396.00	3,209.00	187.00
50. ISHARES COHEN & STEERS	03/18/2009	07/19/2010	2,839.00	1,563.00	1,276.00
220. ISHARES COHEN &	03/18/2009	11/22/2010	13,859.00	6,878.00	6,981.00
62.352 MFS RESEARCH INTERNATIONAL FUND I FUND #899	11/13/2008	05/12/2010	847.00	688.00	159.00
125.154 MFS RESEARCH INTERNATIONAL FUND I FUND #899	11/13/2008	07/19/2010	1,656.00	1,382.00	274.00
1337.494 MFS RESEARCH INTERNATIONAL FUND I FUND #899	03/18/2009	11/22/2010	20,825.00	13,981.00	6,844.00
25. MONSANTO CO NEW	03/18/2009	10/12/2010	1,307.00	2,437.00	-1,130.00
70. NOVARTIS A G SPONSORED	12/23/2008	05/27/2010	3,140.00	3,301.00	-161.00
Totals					

JEAN NOBLE-NEAL TRUST U/W 316099001 02-6106216

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
7798.288 PIMCO TOTAL	11/02/2009	11/22/2010	90,148.00	84,329.00	5,819.00
1231.457 PIMCO HIGH YLD	10/27/2009	11/22/2010	11,465.00	10,148.00	1,317.00
10. QUEST DIAGNOSTICS INC	09/04/2008	07/19/2010	493.00	540.00	-47.00
20. QUEST DIAGNOSTICS INC	09/04/2008	12/02/2010	1,013.00	1,080.00	-67.00
20. QUEST DIAGNOSTICS INC	09/04/2008	12/03/2010	999.00	1,080.00	-81.00
299.064 T. ROWE PRICE NEW	10/19/2009	11/22/2010	14,609.00	13,586.00	1,023.00
10. SIGMA ALDRICH CORP	09/15/2008	07/19/2010	532.00	528.00	4.00
40. SOUTHERN CO	09/15/2008	12/16/2010	1,510.00	1,541.00	-31.00
25. SOUTHERN CO	09/15/2008	12/17/2010	943.00	963.00	-20.00
135. TEXAS INSTRUMENTS	03/18/2009	08/24/2010	3,281.00	2,292.00	989.00
10. UNITED TECHNOLOGIES	09/26/2008	07/19/2010	664.00	603.00	61.00
692.782 VANGUARD GNMA FUND	09/08/2009	11/22/2010	7,690.00	7,420.00	270.00
1532.29 VANGUARD MID-CAP	09/02/2009	11/22/2010	29,665.00	17,687.00	11,978.00
10. YUM BRANDS INC	06/19/2008	07/19/2010	398.00	376.00	22.00
50. ZIMMER HLDGS INC	09/01/2009	09/15/2010	2,494.00	2,344.00	150.00
35. TRANSOCEAN LTD ZUG	11/13/2008	05/14/2010	2,305.00	2,580.00	-275.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			292,591.00	248,758.00	43,833.00
Totals			292,591.00	248,758.00	43,833.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

PIMCO INVESTMENT GRADE CORP BOND FUND CLASS I	1,305.00	
VANGUARD GNMA FUND #36	8.00	
VANGUARD INTERMEDIATE TERM TREASURY FUND #35	375.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		1,688.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		1,688.00