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

2010

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

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: **JOSLYN, ERNEST 410006019** A Employer identification number: **03-6032370**

Number and street (or P.O. box number if mail is not delivered to street address): **178 MAIN STREET, PO BOX 174** Room/suite: Room/suite B Telephone number (see page 10 of the instructions): **(860) 827-2515**

City or town, state, and ZIP code: **NEW BRITAIN, CT 06050**

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

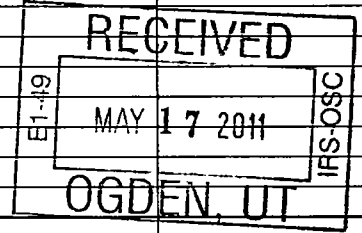
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **308,030.** J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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

ENVELOPE POSTMARK DATE MAY 13 2011

SCANNED MAY 23 2011

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	11,726.	11,726.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	45,760.			
b	Gross sales price for all assets on line 6a	325,311.			
7	Capital gain net income (from Part IV, line 2)		45,760.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total Add lines 1 through 11	57,486.	57,486.		
13	Compensation of officers, directors, trustees, etc.	3,215.	2,144.		1,072.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule) STMT 2	49.	33.	NONE	16.
b	Accounting fees (attach schedule) STMT 3	475.	317.	NONE	158.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	45.			
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)				
24	Total operating and administrative expenses. Add lines 13 through 23	3,784.	2,494.	NONE	1,246.
25	Contributions, gifts, grants paid	7,199.			7,199.
26	Total expenses and disbursements Add lines 24 and 25	10,983.	2,494.	NONE	8,445.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	46,503.			
b	Net investment income (if negative, enter -0-)		54,992.		
c	Adjusted net income (if negative, enter -0-)				



P 3

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	6,807.	16,638.	16,638.	
	2	Savings and temporary cash investments				
	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)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)	STMT 5	260,259.	296,740.	291,392.
	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)	267,066.	313,378.	308,030.		
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 ▶ <input type="checkbox"/>					
	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. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	267,066.	313,378.		
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)	267,066.	313,378.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	267,066.	313,378.			

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)	1 267,066.
2	Enter amount from Part I, line 27a	2 46,503.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3 1.
4	Add lines 1, 2, and 3	4 313,570.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5 192.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 313,378.

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	45,760.	
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	9,773.	266,288.	0.03670086523
2008	9,637.	281,062.	0.03428780838
2007			
2006			
2005			
2	Total of line 1, column (d)		0.07098867361
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		0.03549433681
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		293,599.
5	Multiply line 4 by line 3		10,421.
6	Enter 1% of net investment income (1% of Part I, line 27b)		550.
7	Add lines 5 and 6		10,971.
8	Enter qualifying distributions from Part XII, line 4 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.		8,445.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,100.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	1,100.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,100.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	
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	NONE
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	1.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,101.
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 <input type="checkbox"/> NONE Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► _____ STMT 8		
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? <i>If "No," attach explanation</i>		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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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 TD BANK NA N/A
14 The books are in care of TD BANK NA Telephone no (860) 827-2515
Located at PO BOX 174, NEW BRITAIN, CT ZIP + 4 06050
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
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 Yes No 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.

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 1b
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? 4b X

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

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

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

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

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

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		3,215.	-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 CONTRIBUTIONS TO WATERBURY CONGREGATIONAL CHURCH; WESLEY UNITED METHODIST CHURCH; WINOOSKI LODGE	7,198.
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	287,509.
b	Average of monthly cash balances	1b	10,561.
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	298,070.
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	298,070.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	4,471.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	293,599.
6	Minimum investment return. Enter 5% of line 5	6	14,680.

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	14,680.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,100.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,100.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,580.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	13,580.
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	13,580.

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	8,445.
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	8,445.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,445.

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				13,580.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			7,717.	
b Total for prior years 20 08, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 8,445.				
a Applied to 2009, but not more than line 2a			7,717.	
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				728.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				12,852.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	NONE			
e Excess from 2010	NONE			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

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

Table with 5 columns: Tax year (a) 2010, (b) 2009, (c) 2008, (d) 2007, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly), 3 (Alternative tests: Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 10				
Total ▶ 3a				7,199.
b <i>Approved for future payment</i>				
Total ▶ 3b				

**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					2,955.	
404.00		29.904 ARTIO TOTAL RETURN BOND FD-I #152 PROPERTY TYPE: SECURITIES 384.00					08/07/2006 20.00	02/10/2010
120.00		8.69 ARTIO TOTAL RETURN BOND FD-I #1524 PROPERTY TYPE: SECURITIES 112.00					08/07/2006 8.00	07/16/2010
1,184.00		83.15 ARTIO TOTAL RETURN BOND FD-I #1524 PROPERTY TYPE: SECURITIES 1,128.00					06/11/2010 56.00	10/18/2010
17,564.00		1233.459 ARTIO TOTAL RETURN BOND FD-I #1 PROPERTY TYPE: SECURITIES 15,837.00					07/01/2009 1,727.00	10/18/2010
985.00		23.331 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 924.00					06/14/2007 61.00	01/19/2010
740.00		17.038 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 675.00					06/14/2007 65.00	06/11/2010
634.00		13.974 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 561.00					07/16/2010 73.00	10/18/2010
10,325.00		227.433 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 9,005.00					06/14/2007 1,320.00	10/18/2010
3,995.00		89.591 COLUMBIA VALUE & RESTRUCTURING FU PROPERTY TYPE: SECURITIES 3,120.00					06/14/2007 875.00	01/19/2010
4,037.00		88.087 COLUMBIA VALUE & RESTRUCTURING FU PROPERTY TYPE: SECURITIES 3,540.00					07/16/2010 497.00	10/18/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
21,411.00		467.185				06/14/2007	10/18/2010	
						5,143.00		
		COLUMBIA VALUE & RESTRUCTURING F PROPERTY TYPE: SECURITIES						
		16,268.00						
1,216.00		38.015				10/16/2007	01/19/2010	
						-1.00		
		DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES						
		1,217.00						
72.00		2.396				10/16/2007	07/16/2010	
						-5.00		
		DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES						
		77.00						
377.00		11.466				06/11/2010	10/18/2010	
						34.00		
		DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES						
		343.00						
10,596.00		322.256				01/16/2009	10/18/2010	
						521.00		
		DAVIS NY VENTURE FD INC CL Y FUN PROPERTY TYPE: SECURITIES						
		10,075.00						
731.00		66.83				10/18/2004	02/10/2010	
						29.00		
		FEDERATED TOTAL RETURN BOND FUND I PROPERTY TYPE: SECURITIES						
		702.00						
246.00		21.934				10/18/2004	07/16/2010	
						16.00		
		FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES						
		230.00						
2,458.00		215.013				06/11/2010	10/18/2010	
						95.00		
		FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES						
		2,363.00						
34,654.00		3031.819				07/01/2009	10/18/2010	
						2,826.00		
		FEDERATED TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES						
		31,828.00						
1,128.00		51.754				10/28/2008	01/19/2010	
						543.00		
		FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES						
		585.00						
1,639.00		84.154				10/28/2008	02/10/2010	
						687.00		
		FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES						
		952.00						

**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)	
86.00		4.331 FIDELITY ADVISOR EMERGING MARKET C PROPERTY TYPE: SECURITIES 49.00					10/28/2008 37.00	07/16/2010
34.00		1.427 FIDELITY ADVISOR EMERGING MARKET C PROPERTY TYPE: SECURITIES 28.00					06/11/2010 6.00	10/18/2010
3,581.00		150.026 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 1,697.00					01/16/2009 1,884.00	10/18/2010
3,214.00		146.488 HARTFORD MUT FDS INC MIDCAP FD C PROPERTY TYPE: SECURITIES 3,000.00					06/11/2010 214.00	10/18/2010
1,129.00		76.661 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 928.00					04/16/2008 201.00	01/19/2010
4,384.00		328.638 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 3,979.00					04/16/2008 405.00	02/10/2010
233.00		17.716 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 214.00					04/16/2008 19.00	07/16/2010
354.00		22.973 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 295.00					06/11/2010 59.00	10/18/2010
5,487.00		355.849 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 4,213.00					01/16/2009 1,274.00	10/18/2010
1,723.00		157.784 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 1,667.00					07/16/2004 56.00	02/10/2010
681.00		60.106 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 635.00					07/16/2004 46.00	07/16/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,765.00		407.588 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 4,461.00					06/11/2010	10/18/2010 304.00
70,475.00		6028.673 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 63,219.00					07/01/2009	10/18/2010 7,256.00
3,111.00		111.301 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 2,761.00					06/14/2007	01/19/2010 350.00
902.00		33.317 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 826.00					06/14/2007	06/11/2010 76.00
7,487.00		248.402 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 6,404.00					07/16/2010	10/18/2010 1,083.00
26,985.00		895.308 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 22,204.00					01/16/2009	10/18/2010 4,781.00
701.00		14.366 T ROWE PRICE MID-CAP GROWTH FD #6 PROPERTY TYPE: SECURITIES 548.00					07/01/2009	01/19/2010 153.00
5,478.00		109.471 T ROWE PRICE MID-CAP GROWTH FD # PROPERTY TYPE: SECURITIES 4,200.00					02/10/2010	06/11/2010 1,278.00
215.00		21.071 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 213.00					01/16/2009	02/10/2010 2.00
2,393.00		144.23 VANGUARD SELECTED VALUE FUND #934 PROPERTY TYPE: SECURITIES 1,675.00					01/16/2009	01/19/2010 718.00
725.00		43.724 VANGUARD SELECTED VALUE FUND #934 PROPERTY TYPE: SECURITIES 508.00					01/16/2009	06/11/2010 217.00

**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)	
745.00		42.105				07/16/2010	10/18/2010	
		VANGUARD SELECTED VALUE FUND #934 PROPERTY TYPE: SECURITIES						
		657.00				88.00		
15,894.00		898.858				01/16/2009	10/18/2010	
		VANGUARD SELECTED VALUE FUND #93 PROPERTY TYPE: SECURITIES						
		10,436.00				5,458.00		
1,287.00		119.685				04/16/2008	02/10/2010	
		VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES						
		1,243.00				44.00		
110.00		9.926				04/16/2008	07/16/2010	
		VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES						
		103.00				7.00		
4,453.00		401.566				06/11/2010	10/18/2010	
		VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES						
		4,306.00				147.00		
41,208.00		3715.744				07/01/2009	10/18/2010	
		VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES						
		39,156.00				2,052.00		
TOTAL GAIN(LOSS)							----- 45,760. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ASTON FDS MONTAG & CALDWELL GROWTH FUND	295.	295.
INVESCO INTERNATIONAL GROWTH FUND INSTIT	164.	164.
ARTIO TOTAL RETURN BOND FD-I #1524	519.	519.
COLUMBIA VALUE & RESTRUCTURING FUND #205	250.	250.
DODGE & COX STK FD COM	95.	95.
FEDERATED TOTAL RETURN BOND FUND INSTITU	1,281.	1,281.
FIDELITY HIGH INCOME FUND #455	429.	429.
FIDELITY SELECT PORTFOLIOS SELECT GOLD P	301.	301.
HARBOR INTERNATIONAL FD- INST CL FUND #1	180.	180.
PERKINS MID CAP VALUE FUND INSTITUTIONAL	22.	22.
PIMCO TOTAL RETURN FUND #35	1,752.	1,752.
PIMCO INVESTMENT GRADE CORP BOND FUND CL	4,005.	4,005.
ROYCE SPECIAL EQUITY FD #327	7.	7.
TD ASSET MGMT US GOVT INSTL SVS #6	1.	1.
TD ASSET MGMT US GOVT PORT INSTL #2	5.	5.
TD ASSET MGMT SHORT TERM BOND #4	304.	304.
VANGUARD GNMA FIXED INCOME	1,299.	1,299.
VANGUARD INTERM-TERM TREAS FD #35	549.	549.
VANGUARD INFLATION PROTECTED SEC 119	268.	268.
TOTAL	11,726.	11,726.

JOSLYN, ERNEST 410006019

03-6032370

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL ADS; COURT OR BOND FEES	49.	33.		16.
TOTALS	49.	33.	NONE	16.

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	475.	317.		158.
TOTALS	475.	317.	NONE	158.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FOREIGN TAXES ON QUALIFIED FOR	45.

TOTALS	45.
	=====

JOSLYN, ERNEST 410006019

03-6032370

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV		ENDING FMV
	C	OR F	
SEE ATTACHED INVESTMENT REVIEW	C		
TOTAL FIXED INCOME	C		172,826.
TOTAL EQUITIES	C		118,566.
TOTALS			291,392.

ENDING BOOK VALUE	ENDING FMV
183,734.	172,826.
113,006.	118,566.
296,740.	291,392.

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

=====

DESCRIPTION	AMOUNT
-----	-----

ROUNDING ADJUSTMENT	1.
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TOTAL	----- 1. =====
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FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
CASH ACCRUAL ADJUSTING ENTRY	192.
TOTAL	----- 192. =====

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

VT

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

=====

OFFICER NAME:
TD WEALTH MANAGEMENT
ADDRESS:

TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20
COMPENSATION 3,215.

TOTAL COMPENSATION: 3,215.
=====

=====

RECIPIENT NAME:

WINOOSKI LODGE F&A MASONS
C/O THOMAS NESBITT, TREASURER

ADDRESS:

RD 1. BOX 9140
WATERBURY CTR, VT 05677

AMOUNT OF GRANT PAID 3,599.

RECIPIENT NAME:

WATERBURY CONGREGATIONAL CHURCH

ADDRESS:

8 NORTH MAIN STREET
WATERBURY, VT 05676

AMOUNT OF GRANT PAID 1,800.

RECIPIENT NAME:

WESLEY UNITED METHODIST CHURCH

ADDRESS:

ATTN.: FINANCIAL SECRETARY
WATERBURY, VT 05676

AMOUNT OF GRANT PAID 1,800.

TOTAL GRANTS PAID:

7,199.

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