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990-PF

Form
Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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

Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeName of foundation: SMITH MARJORIE TR (IRREV) 420195018
A Employer identification number: 03-6063494Number and street (or P.O. box number if mail is not delivered to street address): 178 MAIN STREET, PO BOX 174
Room/suite:
B Telephone number (see page 10 of the instructions): (802) 860-5553

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) ▶ \$ 351,958.
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 ☐

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				
	4 Dividends and interest from securities	10,911.	10,911.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	61,388.			
	b Gross sales price for all assets on line 6a	384,478.			
	7 Capital gain net income (from Part IV, line 2)		61,388.		
	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	72,299.	72,299.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	4,362.	2,908.		1,454.
	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 2	575.	383.	NONE	192.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 3	187.	187.		
	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	5,124.	3,478.	NONE	1,646.
	25 Contributions, gifts, grants paid	11,036.			11,036.
26 Total expenses and disbursements. Add lines 24 and 25	16,160.	3,478.	NONE	12,682.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	56,139.				
b Net investment income (if negative, enter -0-)		68,821.			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		9,553.	16,930.	16,930.
	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 4	286,582.	335,188.	335,028.	
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)		296,135.	352,118.	351,958.	
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		296,135.	352,118.	
	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)		296,135.	352,118.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		296,135.	352,118.	

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	296,135.
2	Enter amount from Part I, line 27a	2	56,139.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 5	3	2.
4	Add lines 1, 2, and 3	4	352,276.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 6	5	158.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	352,118.

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) 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)			2	61,388.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
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.					

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	14,745.	294,514.	0.05006553169
2008	19,639.	297,233.	0.06607274428
2007	13,582.	338,271.	0.04015123969
2006	31,774.	322,192.	0.09861821523
2005	8,788.	332,393.	0.02643858324
2 Total of line 1, column (d)			2 0.28134631413
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 0.05626926283
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 331,539.
5 Multiply line 4 by line 3			5 18,655.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 688.
7 Add lines 5 and 6			7 19,343.
8 Enter qualifying distributions from Part XII, line 4			8 12,682.

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	1,376.
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	1,376.
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	1,376.
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 ☐ if Form 2220 is attached	8		2.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1,378.
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?		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)? 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.		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? If "Yes," attach a detailed description of the activities		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		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) STMT 7		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 Wealth Management Telephone no. ☐ (802) 860-5553			
Located at ☐ 111 MAIN STREET, BURLINGTON, VT ZIP + 4 ☐ 05401				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		☐
and enter the amount of tax-exempt interest received or accrued during the year				
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
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-221 If "Yes," enter the name of the foreign country ☐				X

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

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

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

5b

6b

7b

X

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 8		4,362.	-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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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 THE TRUST'S NET INCOME IS TO BE DISTRIBUTED QUARTERLY IN THE FOLLOWING PROPORTIONS TO THE FOLLOWING ENTITIES: 10% EACH TO AMERICAN LUNG ASSOC. AND FRANKLIN COUNTY HOME HEALTH AGENCY; 20% EACH TO KING'S DAUGHTERS HOME, SHRINERS' HOSPITALS FOR CHILDREN, AMERICAN CANCER SOCIETY, AND AMERICAN HEART ASSOC.	11,037.
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	

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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	326,043.
b	Average of monthly cash balances	1b	10,545.
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	336,588.
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	336,588.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	5,049.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	331,539.
6	Minimum investment return. Enter 5% of line 5	6	16,577.

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	16,577.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,376.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,376.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	15,201.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	15,201.
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	15,201.

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	12,682.
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	12,682.
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	12,682.

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				15,201.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			1,945.	
b Total for prior years 20 <u>08</u> , 20 <u> </u> , 20 <u> </u>		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: ► \$ <u>12,682.</u>				
a Applied to 2009, but not more than line 2a			1,945.	
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				10,737.
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				4,464.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	NONE			
e Excess from 2010	NONE			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

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 <i>Paid during the year</i> SEE STATEMENT 11				
Total ► 3a				11,036.
b <i>Approved for future payment</i>				
Total ► 3b				

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

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

Kind of Property		Description				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				2,628.	
500.00		37.043 ARTIO TOTAL RETURN BOND FD-I #152 PROPERTY TYPE: SECURITIES 482.00				08/07/2006 18.00	02/10/2010
762.00		55.848 ARTIO TOTAL RETURN BOND FD-I #152 PROPERTY TYPE: SECURITIES 726.00				08/07/2006 36.00	06/11/2010
188.00		13.569 ARTIO TOTAL RETURN BOND FD-I #152 PROPERTY TYPE: SECURITIES 176.00				08/07/2006 12.00	07/16/2010
1,318.00		92.521 ARTIO TOTAL RETURN BOND FD-I #152 PROPERTY TYPE: SECURITIES 1,262.00				04/16/2010 56.00	10/18/2010
14,757.00		1036.312 ARTIO TOTAL RETURN BOND FD-I #1 PROPERTY TYPE: SECURITIES 13,488.00				10/16/2009 1,269.00	10/18/2010
242.00		5.732 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 217.00				04/16/2004 25.00	01/19/2010
1,469.00		32.128 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 1,216.00				04/16/2004 253.00	04/16/2010
1,099.00		24.209 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 996.00				07/16/2010 103.00	10/18/2010
16,607.00		365.799 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 12,488.00				01/16/2009 4,119.00	10/18/2010
691.00		15.498 COLUMBIA VALUE & RESTRUCTURING FU PROPERTY TYPE: SECURITIES 621.00				08/07/2006 70.00	01/19/2010

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)	
3,014.00		65.748 COLUMBIA VALUE & RESTRUCTURING FUND PROPERTY TYPE: SECURITIES 2,636.00					08/07/2006 378.00	04/16/2010
9,334.00		203.664 COLUMBIA VALUE & RESTRUCTURING FUND PROPERTY TYPE: SECURITIES 8,249.00					07/16/2010 1,085.00	10/18/2010
31,778.00		693.387 COLUMBIA VALUE & RESTRUCTURING FUND PROPERTY TYPE: SECURITIES 23,764.00					01/16/2009 8,014.00	10/18/2010
90.00		2.817 DAVIS NY VENTURE FUND INC CLASS Y FUND PROPERTY TYPE: SECURITIES 108.00					10/16/2007 -18.00	01/19/2010
845.00		25.452 DAVIS NY VENTURE FUND INC CLASS Y FUND PROPERTY TYPE: SECURITIES 978.00					10/16/2007 -133.00	04/16/2010
198.00		6.618 DAVIS NY VENTURE FUND INC CLASS Y FUND PROPERTY TYPE: SECURITIES 254.00					10/16/2007 -56.00	07/16/2010
1,420.00		43.195 DAVIS NY VENTURE FUND INC CLASS Y FUND PROPERTY TYPE: SECURITIES 1,306.00					06/11/2010 114.00	10/18/2010
16,306.00		495.937 DAVIS NY VENTURE FUND INC CLASS Y FUND PROPERTY TYPE: SECURITIES 15,198.00					01/16/2009 1,108.00	10/18/2010
933.00		85.283 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 910.00					10/18/2004 23.00	02/10/2010
1,583.00		143.222 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 1,528.00					10/18/2004 55.00	06/11/2010
377.00		33.616 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 359.00					10/18/2004 18.00	07/16/2010

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

Kind of Property		Description				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)	
2,343.00		204.959 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 2,267.00				04/16/2010 76.00	10/18/2010
29,476.00		2578.854 FEDERATED TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES 27,502.00				10/16/2009 1,974.00	10/18/2010
69.00		3.151 FIDELITY ADVISOR EMERGING MARKET C PROPERTY TYPE: SECURITIES 44.00				07/16/2008 25.00	01/19/2010
2,701.00		138.658 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 1,917.00				07/16/2008 784.00	02/10/2010
365.00		16.625 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 206.00				01/16/2009 159.00	04/16/2010
165.00		8.276 FIDELITY ADVISOR EMERGING MARKET C PROPERTY TYPE: SECURITIES 94.00				01/16/2009 71.00	07/16/2010
495.00		20.732 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 407.00				06/11/2010 88.00	10/18/2010
5,346.00		223.952 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 2,535.00				01/16/2009 2,811.00	10/18/2010
5,444.00		248.134 HARTFORD MUT FDS INC MIDCAP FD C PROPERTY TYPE: SECURITIES 5,082.00				06/11/2010 362.00	10/18/2010
7,205.00		540.122 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 8,432.00				03/17/2008 -1,227.00	02/10/2010
231.00		15.845 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 247.00				03/17/2008 -16.00	04/16/2010

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)	
421.00		31.986 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 499.00					03/17/2008 -78.00	07/16/2010
1,375.00		89.153 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 1,204.00					06/11/2010 171.00	10/18/2010
8,062.00		522.835 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 5,370.00					04/16/2009 2,692.00	10/18/2010
2,095.00		191.823 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 2,028.00					04/16/2004 67.00	02/10/2010
3,347.00		300.985 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 3,182.00					04/16/2004 165.00	06/11/2010
916.00		80.879 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 855.00					04/16/2004 61.00	07/16/2010
5,039.00		431.015 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 4,772.00					04/16/2010 267.00	10/18/2010
59,472.00		5087.436 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 53,831.00					10/16/2009 5,641.00	10/18/2010
1,373.00		49.107 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 1,182.00					04/16/2004 191.00	01/19/2010
4,000.00		136.784 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 3,293.00					04/16/2004 707.00	04/16/2010
14,276.00		473.665 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 12,331.00					07/16/2010 1,945.00	10/18/2010

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

Kind of Property		Description				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)	
41,412.00		1373.992 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 29,701.00				01/16/2009 11,711.00	10/18/2010
109.00		2.235 T ROWE PRICE MID-CAP GROWTH FD #64 PROPERTY TYPE: SECURITIES 85.00				07/01/2009 24.00	01/19/2010
834.00		15.65 T ROWE PRICE MID-CAP GROWTH FD #64 PROPERTY TYPE: SECURITIES 623.00				02/10/2010 211.00	04/16/2010
8,048.00		160.837 T ROWE PRICE MID-CAP GROWTH FD # PROPERTY TYPE: SECURITIES 6,136.00				07/01/2009 1,912.00	06/11/2010
262.00		25.66 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 259.00				01/16/2009 3.00	02/10/2010
419.00		41.028 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 415.00				01/16/2009 4.00	06/11/2010
530.00		31.966 VANGUARD SELECTED VALUE FUND #934 PROPERTY TYPE: SECURITIES 371.00				01/16/2009 159.00	01/19/2010
1,954.00		110.653 VANGUARD SELECTED VALUE FUND #93 PROPERTY TYPE: SECURITIES 1,285.00				01/16/2009 669.00	04/16/2010
1,744.00		98.677 VANGUARD SELECTED VALUE FUND #934 PROPERTY TYPE: SECURITIES 1,589.00				07/16/2010 155.00	10/18/2010
25,129.00		1421.459 VANGUARD SELECTED VALUE FUND #9 PROPERTY TYPE: SECURITIES 16,503.00				01/16/2009 8,626.00	10/18/2010
1,492.00		138.782 VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES 1,474.00				01/16/2009 18.00	02/10/2010

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)	
2,739.00		250.378 VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES 2,662.00					04/16/2009 77.00	06/11/2010
302.00		27.37 VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES 291.00					01/16/2009 11.00	07/16/2010
3,983.00		359.171 VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES 3,859.00					04/16/2010 124.00	10/18/2010
35,166.00		3170.95 VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES 33,595.00					10/16/2009 1,571.00	10/18/2010
TOTAL GAIN(LOSS)							----- 61,388. =====	

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ASTON FDS MONTAG & CALDWELL GROWTH FUND	481.	481.
INVESCO INTERNATIONAL GROWTH FUND INSTIT	264.	264.
ARTIO TOTAL RETURN BOND FD-I #1524	452.	452.
COLUMBIA VALUE & RESTRUCTURING FUND #205	404.	404.
DODGE & COX STK FD COM	155.	155.
FEDERATED TOTAL RETURN BOND FUND INSTITU	1,117.	1,117.
FIDELITY HIGH INCOME FUND #455	415.	415.
FIDELITY SELECT PORTFOLIOS SELECT GOLD P	340.	340.
HARBOR INTERNATIONAL FD- INST CL FUND #1	291.	291.
PERKINS MID CAP VALUE FUND INSTITUTIONAL	33.	33.
PIMCO TOTAL RETURN FUND #35	1,525.	1,525.
PIMCO INVESTMENT GRADE CORP BOND FUND CL	3,316.	3,316.
ROYCE SPECIAL EQUITY FD #327	11.	11.
TD ASSET MGMT US GOVT PORT INSTL #2	5.	5.
TD ASSET MGMT SHORT TERM BOND #4	252.	252.
VANGUARD GNMA FIXED INCOME	1,133.	1,133.
VANGUARD INTERM-TERM TREAS FD #35	458.	458.
VANGUARD INFLATION PROTECTED SEC 119	259.	259.
	-----	-----
TOTAL	10,911.	10,911.
	=====	=====

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.	383.		192.
TOTALS	575.	383.	NONE	192.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	116.	116.
FOREIGN TAXES ON QUALIFIED FOR	71.	71.
	-----	-----
TOTALS	187.	187.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
1142.772 ARTIO TOTAL RETURN BO	C	14,873.		
2840.975 FEDERATED TOTAL RETUR	C	30,297.		
5661.123 PIMCO TOTAL RETURN IN	C	59,896.		
755.505 TD ASSET MGMT SHORT TE	C	7,650.		
3587.480 VANGUARD GNMA FUND 36	C	38,021.		
403.659 BARON GROWTH FUND #587	C	13,921.		
774.633 COLUMBIA VALUE & RESTR	C	27,021.		
530.825 DAVIS NY VENTURE FD IN	C	16,539.		
390.662 FIDELITY ADVISOR EMERG	C	4,795.		
1110.788 MFS RESEARCH INTERNAT	C	14,548.		
1559.883 T ROWE PRICE GROWTH S	C	34,176.		
175.263 T ROWE PRICE MID-CAP G	C	6,686.		
1564.078 VANGUARD SELECTED VAL	C	18,159.		
2313.835 FIDELITY HIGH INCOME	C		20,755.	20,686.
4059.393 PIMCO INVESTMENT GRAD	C		48,429.	42,542.
2851.896 TD ASSET MGMT SHORT T	C		29,270.	29,118.
3168.277 VANGUARD INTERMEDIATE	C		38,051.	35,897.
1526.110 VANGUARD INFLATION PR	C		20,755.	19,839.
3578.691 ASTON FDS MONTAG & CA	C		59,671.	62,482.
631.929 INVESCO INTERNATIONAL	C		17,296.	17,631.
144.072 BUFFALO SMALL CAP FD #	C		3,459.	3,776.
595.162 DODGE & COX STK FD	C		59,671.	64,135.
191.645 FIDELITY SELECT PORTFO	C		10,378.	10,178.
289.374 HARBOR INTERNATIONAL F	C		17,296.	17,522.
158.243 HARTFORD MUT FDS INC	C		3,239.	3,812.
162.632 PERKINS MID CAP VALUE	C		3,459.	3,671.
179.139 ROYCE SPECIAL EQUITY F	C		3,459.	3,739.
TOTALS		286,582.	335,188.	335,028.

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

=====

DESCRIPTION

AMOUNT

ROUNDING ADJUSTMENT

2.

TOTAL

2.

=====

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

DESCRIPTION -----	AMOUNT -----
CASH/ACCRUAL ADJUSTMENT	158.

TOTAL	158.
	=====

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

VT

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

OFFICER NAME:

TD Banknorth Wealth Management Grp.

ADDRESS:

111 Main Street

Burlington, VT 05401

TITLE:

Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 4,362.

TOTAL COMPENSATION: 4,362.
=====

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	313,819.	10,029.	
FEBRUARY	319,950.	9,340.	
MARCH	331,260.	8,307.	
APRIL	333,803.	10,433.	
MAY	320,199.	10,402.	
JUNE	313,458.	8,269.	
JULY	324,619.	9,950.	
AUGUST	317,430.	10,032.	
SEPTEMBER	334,630.	8,786.	
OCTOBER	335,749.	12,011.	
NOVEMBER	332,567.	12,053.	
DECEMBER	335,026.	16,930.	
	-----	-----	-----
TOTAL	3,912,510.	126,542.	
	=====	=====	=====
AVERAGE FMV	326,043.	10,545.	
	=====	=====	=====

RECIPIENT NAME:

AMERICAN LUNG ASSOC. OF VERMONT

ADDRESS:

45 ASH ST.

EAST HARTFORD, CT 06108-3272

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

INSTITUTION

AMOUNT OF GRANT PAID 1,104.

RECIPIENT NAME:

KING'S DAUGHTERS HOME, INC.

C/O DONALD WELLS

ADDRESS:

1 LAUREN LANE

ST ALBANS, VT 05478

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

INSTITUTION

AMOUNT OF GRANT PAID 2,207.

RECIPIENT NAME:

SHRINER'S HOSPITALS FOR CHILDREN

ADDRESS:

ATTN: TRUST & INVESTMENT ACCTING MG

TAMPA, FL 33631-3356

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID 2,207.

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

=====

RECIPIENT NAME:

AMERICAN CANCER SOCIETY

ADDRESS:

PROBATE & TRUST DEPARTMENT

OKLAHOMA CITY, OK 73162

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RESEARCH PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID 2,207.

RECIPIENT NAME:

AMERICAN HEART ASSOCIATION, INC.

ADDRESS:

NEW ENGLAND AFFILIATE

TRENTON, NJ 08650

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

INSTITUTION

AMOUNT OF GRANT PAID 2,207.

RECIPIENT NAME:

FRANKLIN COUNTY HOME HEALTH AGY

ADDRESS:

ATTN:KRISTINA SENNA

ST ALBANS, VT 05478

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

INSTITUTION

AMOUNT OF GRANT PAID 1,104.

TOTAL GRANTS PAID:

11,036.

=====

SMITH MARJORIE TR (IRREV) 420195018
Schedule D Detail of Short-term Capital Gains and Losses

03-6063494

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
92.521 ARTIO TOTAL RETURN	04/16/2010	10/18/2010	1,318.00	1,262.00	56.00
24.209 BARON ASSET FD	07/16/2010	10/18/2010	1,099.00	996.00	103.00
203.664 COLUMBIA VALUE & RESTRUCTURING FUND #2051	07/16/2010	10/18/2010	9,334.00	8,249.00	1,085.00
43.195 DAVIS NY VENTURE FD					
INC CL Y FUND 909	06/11/2010	10/18/2010	1,420.00	1,306.00	114.00
204.959 FEDERATED TOTAL					
RETURN BOND FUND INSTITUTIONAL SHARES	04/16/2010	10/18/2010	2,343.00	2,267.00	76.00
20.732 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	06/11/2010	10/18/2010	495.00	407.00	88.00
248.134 HARTFORD MUT FDS					
INC MIDCAP FD CL Y FD# 229	06/11/2010	10/18/2010	5,444.00	5,082.00	362.00
89.153 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	06/11/2010	10/18/2010	1,375.00	1,204.00	171.00
431.015 PIMCO TOTAL RETURN	04/16/2010	10/18/2010	5,039.00	4,772.00	267.00
473.665 T ROWE PRICE	07/16/2010	10/18/2010	14,276.00	12,331.00	1,945.00
2.235 T ROWE PRICE MID-CAP	07/01/2009	01/19/2010	109.00	85.00	24.00
15.65 T ROWE PRICE MID-CAP	02/10/2010	04/16/2010	834.00	623.00	211.00
160.837 T ROWE PRICE					
MID-CAP GROWTH FD #64	07/01/2009	06/11/2010	8,048.00	6,136.00	1,912.00
98.677 VANGUARD SELECTED	07/16/2010	10/18/2010	1,744.00	1,589.00	155.00
359.171 VANGUARD GNMA	04/16/2010	10/18/2010	3,983.00	3,859.00	124.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			56,861.00	50,168.00	6,693.00
Totals			56,861.00	50,168.00	6,693.00

SMITH MARJORIE TR (IRREV) 420195018
Schedule D Detail of Long-term Capital Gains and Losses

03-6063494

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
37.043 ARTIO TOTAL RETURN	08/07/2006	02/10/2010	500.00	482.00	18.00
55.848 ARTIO TOTAL RETURN	08/07/2006	06/11/2010	762.00	726.00	36.00
13.569 ARTIO TOTAL RETURN	08/07/2006	07/16/2010	188.00	176.00	12.00
1036.312 ARTIO TOTAL					
RETURN BOND FD-I #1524	10/16/2009	10/18/2010	14,757.00	13,488.00	1,269.00
5.732 BARON ASSET FD	04/16/2004	01/19/2010	242.00	217.00	25.00
32.128 BARON ASSET FD	04/16/2004	04/16/2010	1,469.00	1,216.00	253.00
365.799 BARON ASSET FD	01/16/2009	10/18/2010	16,607.00	12,488.00	4,119.00
15.498 COLUMBIA VALUE & RESTRUCTURING FUND #2051	08/07/2006	01/19/2010	691.00	621.00	70.00
65.748 COLUMBIA VALUE & RESTRUCTURING FUND #2051	08/07/2006	04/16/2010	3,014.00	2,636.00	378.00
693.387 COLUMBIA VALUE & RESTRUCTURING FUND #2051	01/16/2009	10/18/2010	31,778.00	23,764.00	8,014.00
2.817 DAVIS NY VENTURE FD					
INC CL Y FUND 909	10/16/2007	01/19/2010	90.00	108.00	-18.00
25.452 DAVIS NY VENTURE FD					
INC CL Y FUND 909	10/16/2007	04/16/2010	845.00	978.00	-133.00
6.618 DAVIS NY VENTURE FD					
INC CL Y FUND 909	10/16/2007	07/16/2010	198.00	254.00	-56.00
495.937 DAVIS NY VENTURE FD INC CL Y FUND 909	01/16/2009	10/18/2010	16,306.00	15,198.00	1,108.00
85.283 FEDERATED TOTAL					
RETURN BOND FUND INSTITUTIONAL SHARE	01/16/2009	02/10/2010	933.00	910.00	23.00
143.222 FEDERATED TOTAL					
RETURN BOND FUND INSTITUTIONAL SHARE	01/16/2009	06/11/2010	1,583.00	1,528.00	55.00
33.616 FEDERATED TOTAL					
RETURN BOND FUND INSTITUTIONAL SHARE	01/16/2009	07/16/2010	377.00	359.00	18.00
2578.854 FEDERATED TOTAL					
RETURN BOND FUND INSTITUTIONAL SHARE	01/16/2009	10/18/2010	29,476.00	27,502.00	1,974.00
3.151 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	07/16/2008	01/19/2010	69.00	44.00	25.00
Totals					

SMITH MARJORIE TR (IRREV) 420195018
Schedule D Detail of Long-term Capital Gains and Losses

03-6063494

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
138.658 FIDELITY ADVISOR	07/16/2008	02/10/2010	2,701.00	1,917.00	784.00
EMERGING MARKET CLASS I FUND #1290					
16.625 FIDELITY ADVISOR	01/16/2009	04/16/2010	365.00	206.00	159.00
EMERGING MARKET CLASS I FUND #1290					
8.276 FIDELITY ADVISOR	01/16/2009	07/16/2010	165.00	94.00	71.00
EMERGING MARKET CLASS I FUND #1290					
223.952 FIDELITY ADVISOR	01/16/2009	10/18/2010	5,346.00	2,535.00	2,811.00
EMERGING MARKET CLASS I FUND #1290					
540.122 MFS RESEARCH	03/17/2008	02/10/2010	7,205.00	8,432.00	-1,227.00
INTERNATIONAL FUND I FUND #899					
15.845 MFS RESEARCH	03/17/2008	04/16/2010	231.00	247.00	-16.00
INTERNATIONAL FUND I FUND #899					
31.986 MFS RESEARCH	03/17/2008	07/16/2010	421.00	499.00	-78.00
INTERNATIONAL FUND I FUND #899					
522.835 MFS RESEARCH	04/16/2009	10/18/2010	8,062.00	5,370.00	2,692.00
INTERNATIONAL FUND I FUND #899					
191.823 PIMCO TOTAL RETURN	04/16/2004	02/10/2010	2,095.00	2,028.00	67.00
300.985 PIMCO TOTAL RETURN	04/16/2004	06/11/2010	3,347.00	3,182.00	165.00
80.879 PIMCO TOTAL RETURN	04/16/2004	07/16/2010	916.00	855.00	61.00
5087.436 PIMCO TOTAL	10/16/2009	10/18/2010	59,472.00	53,831.00	5,641.00
49.107 T ROWE PRICE GROWTH	04/16/2004	01/19/2010	1,373.00	1,182.00	191.00
136.784 T ROWE PRICE	04/16/2004	04/16/2010	4,000.00	3,293.00	707.00
1373.992 T ROWE PRICE	01/16/2009	10/18/2010	41,412.00	29,701.00	11,711.00
25.66 TD ASSET MGMT SHORT	01/16/2009	02/10/2010	262.00	259.00	3.00
41.028 TD ASSET MGMT SHORT	01/16/2009	06/11/2010	419.00	415.00	4.00
31.966 VANGUARD SELECTED	01/16/2009	01/19/2010	530.00	371.00	159.00
110.653 VANGUARD SELECTED	01/16/2009	04/16/2010	1,954.00	1,285.00	669.00
1421.459 VANGUARD SELECTED					
VALUE FUND #934	01/16/2009	10/18/2010	25,129.00	16,503.00	8,626.00
138.782 VANGUARD GNMA	01/16/2009	02/10/2010	1,492.00	1,474.00	18.00
250.378 VANGUARD GNMA	04/16/2009	06/11/2010	2,739.00	2,662.00	77.00
27.37 VANGUARD GNMA FIXED	01/16/2009	07/16/2010	302.00	291.00	11.00
3170.95 VANGUARD GNMA	10/16/2009	10/18/2010	35,166.00	33,595.00	1,571.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			324,989.00	272,922.00	52,067.00
Totals			324,989.00	272,922.00	52,067.00

FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

ASTON FDS MONTAG & CALDWELL GROWTH FUND CL I	105.00	
FIDELITY SELECT PORTFOLIOS SELECT GOLD PT FUN	481.00	
PIMCO INVESTMENT GRADE CORP BOND FUND CLASS I	1,564.00	
TD ASSET MGMT SHORT TERM BOND #4	47.00	
VANGUARD GNMA FIXED INCOME	35.00	
VANGUARD INTERM-TERM TREAS FD #35	396.00	

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		2,628.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		2,628.00
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