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

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

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

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: CLARK HERBERT W TR U/W 312063019
Number and street (or P O box number if mail is not delivered to street address): PO BOX 1330
City or town, state, and ZIP code: HYANNIS, MA 02601

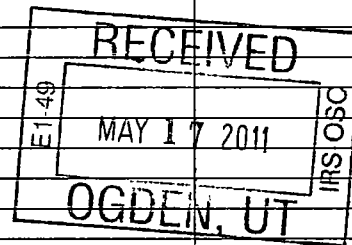
A Employer identification number: 04-6034020
B Telephone number (see page 10 of the instructions): (508) 862-0875

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) ▶ \$ 369,825.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

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)
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	13,318.	13,318.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	42,080.			
b	Gross sales price for all assets on line 6a	384,798.			
7	Capital gain net income (from Part IV, line 2)		42,080.		
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	55,398.	55,398.		
13	Compensation of officers, directors, trustees, etc	6,600.	4,401.		2,200.
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 3	475.	317.	NONE	158.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT A	110.	84.		
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	7,185.	4,802.	NONE	2,358.
25	Contributions, gifts, grants paid	7,855.			7,855.
26	Total expenses and disbursements. Add lines 24 and 25	15,040.	4,802.	NONE	10,213.
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	40,358.			
b	Net investment income (if negative, enter -0-)		50,596.		
c	Adjusted net income (if negative, enter -0-)				



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		6,544.	8,647.	8,647.
	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)				
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)	STMT 5	293,233.	331,430.	361,178.
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)		299,777.	340,077.	369,825.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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)				
Foundations that follow SFAS 117, check here ▶ ☐	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		299,777.	340,077.	
	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)		299,777.	340,077.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		299,777.	340,077.		

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	299,777.
2	Enter amount from Part I, line 27a	2	40,358.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	340,135.
5	Decreases not included in line 2 (itemize) ▶	5	58.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	340,077.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 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) FM V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
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	42,080.	
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 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.			
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	13,159.	312,010.	0.04217493029
2008	14,373.	344,208.	0.04175672849
2007			
2006			
2005			
2 Total of line 1, column (d)			2 0.08393165878
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 0.04196582939
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 340,617.
5 Multiply line 4 by line 3			5 14,294.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 506.
7 Add lines 5 and 6			7 14,800.
8 Enter qualifying distributions from Part XII, line 4			8 10,213.

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	1,012.
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	1,012.
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	1,012.
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		1,014.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ NONE Refunded ☐	11		

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 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	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ TD Bank	Telephone no. ▶ (508) 862-0875		
Located at ▶ PO BOX 1330, HYANNIS, MA		ZIP + 4 ▶ 02601		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	▶ ☐		
and enter the amount of tax-exempt interest received or accrued during the year		▶ 15		
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 90-22.1 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.

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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐		1b	
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	☒
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	☒
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	☒
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	☒

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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

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		6,600.	-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 CONTRIBUTIONS TO NORTH ADAMS REGIONAL HOSPITAL NORTH ADAMS, MA	7,855.
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	338,842.
b	Average of monthly cash balances	1b	6,962.
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	345,804.
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	345,804.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	5,187.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	340,617.
6	Minimum investment return. Enter 5% of line 5	6	17,031.

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	17,031.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,012.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,012.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	16,019.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	16,019.
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	16,019.

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	10,213.
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	10,213.
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	10,213.

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				16,019.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			4,969.	
b Total for prior years: 20____, 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 ▶ \$ 10,213.				
a Applied to 2009, but not more than line 2a			4,969.	
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				5,244.
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				10,775.
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 Paid during the year SEE STATEMENT 9				
Total			▶ 3a	7,855.
b Approved for future payment				
Total			▶ 3b	

Form 990-PF (2010)

1 Program service revenue

a	
b	
c	
d	
e	
f	
g	Fees and contracts from government agencies

2 Membership dues and assessments

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5 Net rental income or (loss) from real estate

a Debt-financed property

b Not debt-financed property

6 Net rental income or (loss) from personal property .

7 Other investment income

8 Gain or (loss) from sales of assets other than inventor

9 Net income or (loss) from special events . . .

10 Gross profit or (loss) from sales of inventory . .

11 Other revenue a _____

b

C

d

e

12 Subtotal Add columns (b), (d), and (e)

13 Total. Add line 12, columns (b), (d), and (e)		13	55,398.
---	--	-----------	----------------

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

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
▼	

NOT APPLICABLE

Part XVII. Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.

b. If Yes, complete the following schedule:		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Julia J Smith
Signature of officer or trustee

04/19/2011

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

PTIN

Check ☐ if self-employed

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				1,592.	
2,611.00		80. ABERCROMBIE & FITCH CO CL A PROPERTY TYPE: SECURITIES 1,953.00				03/25/2009 658.00	01/11/2010
807.00		10. CHEVRONTXACO CORP PROPERTY TYPE: SECURITIES 212.00				11/08/1991 595.00	01/11/2010
3,668.00		80. FASTENAL CO COM PROPERTY TYPE: SECURITIES 2,619.00				01/26/2009 1,049.00	01/11/2010
1,873.00		70. PETSMART INC PROPERTY TYPE: SECURITIES 1,375.00				02/10/2009 498.00	01/11/2010
1,852.00		70. PETSMART INC PROPERTY TYPE: SECURITIES 1,375.00				02/10/2009 477.00	01/12/2010
1,890.00		40. COGNIZANT TECHN LGY SLTNS COR PROPERTY TYPE: SECURITIES 839.00				12/20/2005 1,051.00	02/18/2010
3,150.00		70. MEDTRONIC INC PROPERTY TYPE: SECURITIES 2,705.00				02/10/2009 445.00	03/16/2010
10,482.00		10000. HOUSEHOLD FIN CO 6.100% 10/15/201 PROPERTY TYPE: SECURITIES 10,000.00				10/09/2001 482.00	04/06/2010
3,444.00		50. BHP BILLITON LTD PROPERTY TYPE: SECURITIES 2,369.00				05/01/2009 1,075.00	05/05/2010
735.00		30. AT&T INC PROPERTY TYPE: SECURITIES 818.00				11/10/2008 -83.00	05/06/2010

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)	
2,111.00		50. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 1,193.00					11/10/2008 918.00	05/06/2010
1,882.00		20. APACHE CORP COM PROPERTY TYPE: SECURITIES 1,562.00					11/10/2008 320.00	05/06/2010
1,100.00		20. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES 1,200.00					01/12/2010 -100.00	05/06/2010
2,087.00		70. AUTODESK INC PROPERTY TYPE: SECURITIES 3,187.00					12/20/2005 -1,100.00	05/06/2010
1,524.00		20. CHEVRONTXACO CORP PROPERTY TYPE: SECURITIES 424.00					11/08/1991 1,100.00	05/06/2010
1,923.00		30. CIMAREX ENERGY CO PROPERTY TYPE: SECURITIES 768.00					02/10/2009 1,155.00	05/06/2010
2,259.00		90. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 3,377.00					11/09/1999 -1,118.00	05/06/2010
1,874.00		30. CLOROX CO PROPERTY TYPE: SECURITIES 1,741.00					05/15/2008 133.00	05/06/2010
1,953.00		40. COGNIZANT TECHN LGY SLTNS COR PROPERTY TYPE: SECURITIES 811.00					03/06/2009 1,142.00	05/06/2010
825.00		10. COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES 618.00					01/26/2009 207.00	05/06/2010
1,886.00		30. DIAGEO PLC ADR PROPERTY TYPE: SECURITIES 1,570.00					01/26/2009 316.00	05/06/2010

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)	
1,335.00		40. WALT DISNEY CO PROPERTY TYPE: SECURITIES 1,400.00					05/15/2008 -65.00	05/06/2010
2,198.00		120. E M C CORP MASS PROPERTY TYPE: SECURITIES 1,289.00					11/10/2008 909.00	05/06/2010
1,440.00		30. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES 1,365.00					02/18/2010 75.00	05/06/2010
1,237.00		30. EXELON CORP COM PROPERTY TYPE: SECURITIES 1,459.00					01/11/2010 -222.00	05/06/2010
1,545.00		40. EXPEDITORS INTL WASH INC PROPERTY TYPE: SECURITIES 1,341.00					11/10/2008 204.00	05/06/2010
1,888.00		30. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 1,108.00					11/09/1999 780.00	05/06/2010
741.00		30. GALLAGHER ARTHUR J & CO PROPERTY TYPE: SECURITIES 717.00					01/26/2009 24.00	05/06/2010
1,428.00		30. HEWLETT PACKARD PROPERTY TYPE: SECURITIES 1,073.00					01/26/2009 355.00	05/06/2010
2,010.00		60. HOME DEPOT INC PROPERTY TYPE: SECURITIES 1,768.00					05/15/2008 242.00	05/06/2010
1,902.00		40. ILLINOIS TOOL WKS INC PROPERTY TYPE: SECURITIES 1,343.00					02/10/2009 559.00	05/06/2010
2,009.00		50. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 2,332.00					05/15/2008 -323.00	05/06/2010

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)	
1,889.00		30. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 338.00					06/03/1991 1,551.00	05/06/2010
2,288.00		80. MICROSOFT CORP PROPERTY TYPE: SECURITIES 1,402.00					01/26/2009 886.00	05/06/2010
588.00		10. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 866.00					11/10/2008 -278.00	05/06/2010
1,910.00		40. NOVARTIS A G SPONSORED ADR PROPERTY TYPE: SECURITIES 2,326.00					12/07/2006 -416.00	05/06/2010
1,743.00		60. PAYCHEX INC PROPERTY TYPE: SECURITIES 1,603.00					11/10/2008 140.00	05/06/2010
1,933.00		30. PEPSICO, INC PROPERTY TYPE: SECURITIES 1,431.00					10/18/2001 502.00	05/06/2010
1,206.00		20. PROCTOR & GAMBLE PROPERTY TYPE: SECURITIES 1,132.00					01/26/2009 74.00	05/06/2010
1,641.00		30. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES 1,524.00					02/10/2009 117.00	05/06/2010
1,102.00		20. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES 761.00					02/10/2009 341.00	05/06/2010
995.00		30. SOUTHERN COMPANY PROPERTY TYPE: SECURITIES 863.00					04/21/2003 132.00	05/06/2010
832.00		20. STATE STREET CORP PROPERTY TYPE: SECURITIES 816.00					11/10/2008 16.00	05/06/2010

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)	
2,243.00		40. STRYKER CORP PROPERTY TYPE: SECURITIES 1,873.00					11/02/2009 370.00	05/06/2010
1,479.00		60. TEXAS INSTRUMENTS PROPERTY TYPE: SECURITIES 1,800.00					12/07/2006 -321.00	05/06/2010
1,575.00		30. THERMO ELECTRON CORP PROPERTY TYPE: SECURITIES 1,141.00					02/10/2009 434.00	05/06/2010
2,483.00		30. 3M COMPANY PROPERTY TYPE: SECURITIES 2,086.00					09/11/2003 397.00	05/06/2010
2,008.00		80. U.S. BANCORP PROPERTY TYPE: SECURITIES 2,314.00					01/26/2009 -306.00	05/06/2010
1,326.00		30. ULTRA PETROLEUM CORP PROPERTY TYPE: SECURITIES 1,524.00					12/16/2009 -198.00	05/06/2010
2,100.00		30. UNITED TECHNOLOGIES PROPERTY TYPE: SECURITIES 1,943.00					12/07/2006 157.00	05/06/2010
828.00		30. VERIZON COMMUNICATION PROPERTY TYPE: SECURITIES 592.00					05/10/1989 236.00	05/06/2010
2,151.00		70. WELLS FARGO & COMPANY NEW PROPERTY TYPE: SECURITIES 968.00					03/13/2009 1,183.00	05/06/2010
1,977.00		50. YUM BRANDS INC PROPERTY TYPE: SECURITIES 1,357.00					01/26/2009 620.00	05/06/2010
1,187.00		20. ZIMMER HOLDINGS INC PROPERTY TYPE: SECURITIES 780.00					02/10/2009 407.00	05/06/2010

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)	
1,516.00		30. ACE LTD PROPERTY TYPE: SECURITIES 1,452.00					03/16/2010 64.00	05/06/2010
1,379.00		20. TRANSOCEAN LTD ZUG NAMEN AKT PROPERTY TYPE: SECURITIES 1,538.00					11/10/2008 -159.00	05/06/2010
1,431.00		30. ECOLAB INC PROPERTY TYPE: SECURITIES 1,459.00					05/05/2010 -28.00	05/07/2010
6,688.00		321.099 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 6,682.00					05/10/2010 6.00	05/12/2010
6,964.00		512.427 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 6,954.00					05/10/2010 10.00	05/12/2010
659.00		10. TRANSOCEAN LTD ZUG NAMEN AKT PROPERTY TYPE: SECURITIES 730.00					06/23/2009 -71.00	05/14/2010
659.00		10. TRANSOCEAN LTD ZUG NAMEN AKT PROPERTY TYPE: SECURITIES 769.00					11/10/2008 -110.00	05/14/2010
2,243.00		50. NOVARTIS A G SPONSORED ADR PROPERTY TYPE: SECURITIES 2,908.00					12/07/2006 -665.00	05/27/2010
2,660.00		100. AUTODESK INC PROPERTY TYPE: SECURITIES 2,576.00					02/10/2009 84.00	06/24/2010
725.00		10. CIMAREX ENERGY CO PROPERTY TYPE: SECURITIES 256.00					02/10/2009 469.00	06/24/2010
		.002 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					05/10/1989	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)	
88.00		12. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 61.00					05/10/1989 27.00	07/21/2010
1,500.00		164.294 PIMCO HIGH YLD FUND INSTL #108 PROPERTY TYPE: SECURITIES 1,130.00					02/09/2009 370.00	08/10/2010
2,502.00		225.836 VANGUARD GNMA PROPERTY TYPE: SECURITIES 2,374.00					02/09/2009 128.00	08/10/2010
2,430.00		100. TEXAS INSTRUMENTS PROPERTY TYPE: SECURITIES 2,220.00					05/01/2009 210.00	08/24/2010
1,995.00		40. ZIMMER HOLDINGS INC PROPERTY TYPE: SECURITIES 1,561.00					02/10/2009 434.00	09/15/2010
605.00		30. E M C CORP MASS PROPERTY TYPE: SECURITIES 471.00					09/01/2009 134.00	10/12/2010
1,045.00		20. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 1,674.00					02/10/2009 -629.00	10/12/2010
428.00		20. E M C CORP MASS PROPERTY TYPE: SECURITIES 314.00					09/01/2009 114.00	10/22/2010
1,258.00		20. CLOROX CO PROPERTY TYPE: SECURITIES 1,040.00					02/10/2009 218.00	11/08/2010
629.00		10. COGNIZANT TECHN LGY SLTNS COR PROPERTY TYPE: SECURITIES 249.00					06/23/2009 380.00	11/08/2010
637.00		10. CLOROX CO PROPERTY TYPE: SECURITIES 520.00					02/10/2009 117.00	11/15/2010

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)	
628.00		10. CLOROX CO PROPERTY TYPE: SECURITIES 520.00					02/10/2009 108.00	11/16/2010
11,323.00		240. BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 10,656.00					05/10/2010 667.00	11/23/2010
4,662.00		198.901 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 4,139.00					05/10/2010 523.00	11/23/2010
4,393.00		40. ISHARES TR US TIPS BD FD PROPERTY TYPE: SECURITIES 4,042.00					09/01/2009 351.00	11/23/2010
10,594.00		170. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES 9,956.00					05/06/2010 638.00	11/23/2010
16,142.00		1067.573 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 14,487.00					05/10/2010 1,655.00	11/23/2010
4,196.00		363. PIMCO TOTAL RETURN FUND - INSTL PROPERTY TYPE: SECURITIES 4,004.00					04/08/2010 192.00	11/23/2010
89,471.00		7739.727 PIMCO TOTAL RETURN FUND - INSTL PROPERTY TYPE: SECURITIES 80,566.00					09/01/2009 8,905.00	11/23/2010
14,857.00		1602.706 PIMCO HIGH YLD FUND INSTL #108 PROPERTY TYPE: SECURITIES 11,407.00					09/01/2009 3,450.00	11/23/2010
13,391.00		436.771 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 12,596.00					05/12/2010 795.00	11/23/2010
11,963.00		250. T. ROWE PRICE NEW ERA FD PROPERTY TYPE: SECURITIES 10,710.00					05/10/2010 1,253.00	11/23/2010

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)	
10,734.00		965.318 VANGUARD GNMA PROPERTY TYPE: SECURITIES 10,121.00					02/09/2009 613.00	11/23/2010
22,908.00		1200. VANGUARD MID-CAP INDEX FUND #859 PROPERTY TYPE: SECURITIES 21,444.00					05/10/2010 1,464.00	11/23/2010
1,013.00		20. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES 1,016.00					02/10/2009 -3.00	12/02/2010
510.00		10. YUM BRANDS INC PROPERTY TYPE: SECURITIES 267.00					11/10/2008 243.00	12/02/2010
500.00		10. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES 501.00					11/23/2010 -1.00	12/03/2010
500.00		10. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES 508.00					02/10/2009 -8.00	12/03/2010
1,385.00		40. BEST BUY INC PROPERTY TYPE: SECURITIES 1,670.00					10/22/2010 -285.00	12/16/2010
1,132.00		30. SOUTHERN COMPANY PROPERTY TYPE: SECURITIES 863.00					04/21/2003 269.00	12/16/2010
20,575.00		20000. BANK OF AMERICA 6.150% 09/15/2011 PROPERTY TYPE: SECURITIES 20,000.00					09/10/2001 575.00	12/17/2010
377.00		10. SOUTHERN COMPANY PROPERTY TYPE: SECURITIES 380.00					11/23/2010 -3.00	12/17/2010
754.00		20. SOUTHERN COMPANY PROPERTY TYPE: SECURITIES 576.00					04/21/2003 178.00	12/17/2010

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)	
4.00		. SPDR GOLD TRUST PROPERTY TYPE: SECURITIES					11/23/2010 4.00	12/31/2010
TOTAL GAIN(LOSS)							----- 42,080. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	143.	143.
ABBOTT LABORATORIES	48.	48.
INVESCO INTERNATIONAL GROWTH FUND INSTIT	319.	319.
AMERICAN EXPRESS CO	76.	76.
APACHE CORP COM	24.	24.
BANK OF AMERICA 6.150% 09/15/2011 DTD 09	1,561.	1,561.
BHP BILLITON LTD	42.	42.
CHEVRONTXACO CORP	113.	113.
CIMAREX ENERGY CO	15.	15.
CLOROX CO	114.	114.
COLGATE PALMOLIVE	71.	71.
DIAGEO PLC ADR	121.	121.
WALT DISNEY CO	35.	35.
ECOLAB INC	16.	16.
EMERSON ELECTRIC CO	88.	88.
EXELON CORP COM	121.	121.
EXPEDITORS INTL WASH INC	26.	26.
EXXON MOBIL CORP	82.	82.
FIDELITY SPARTAN HIGH INCOME	230.	230.
GALLAGHER ARTHUR J & CO	109.	109.
HARBOR INTERNATIONAL FUND	354.	354.
HEWLETT PACKARD	28.	28.
HOME DEPOT INC	95.	95.
HOUSEHOLD FIN CO 6.100% 10/15/2011 DTD 1	295.	295.
ILLINOIS TOOL WKS INC	98.	98.
ISHARES TR US TIPS BD FD	90.	90.
ISHARES COHEN & STEERS RLTY	153.	153.
J P MORGAN CHASE & CO	19.	19.
PERKINS MID CAP VALUE FUND INSTITUTIONAL	39.	39.
JOHNSON & JOHNSON	121.	121.
LINEAR TECHNOLOGIES CORP	46.	46.
MEDTRONIC INC	14.	14.

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STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MICROSOFT CORP	80.	80.
MONSANTO CO NEW COM	27.	27.
NOVARTIS A G SPONSORED ADR	175.	175.
PIMCO TOTAL RETURN FUND - INSTL	2,480.	2,480.
PIMCO HIGH YLD FUND INSTL #108	1,083.	1,083.
PAYCHEX INC	155.	155.
PEPSICO, INC	101.	101.
PIMCO INVESTMENT GRADE CORP BOND FUND CL	2,389.	2,389.
PROCTOR & GAMBLE	94.	94.
QUALCOMM INC	8.	8.
QUEST DIAGNOSTICS INC COM	18.	18.
ROYCE SPECIAL EQUITY FD #327	13.	13.
SIGMA ALDRICH CORP	18.	18.
SOUTHERN COMPANY	117.	117.
STATE STREET CORP	2.	2.
STRYKER CORP	42.	42.
TD ASSET MGMT US GOVT PORT INSTL #2	4.	4.
TEXAS INSTRUMENTS	50.	50.
3M COMPANY	89.	89.
U.S. BANCORP	32.	32.
UNITED TECHNOLOGIES	81.	81.
UNITEDHEALTH GROUP INC COM	8.	8.
VANGUARD GNMA	393.	393.
VANGUARD SHORT-TERM FEDERAL FUND(0049)	281.	281.
VANGUARD INTERM-TERM TREAS FD #35	331.	331.
VANGUARD INFLATION PROTECTED SEC 119	234.	234.
VERIZON COMMUNICATION	139.	139.
WELLS FARGO & COMPANY NEW	26.	26.
YUM BRANDS INC	91.	91.
ACE LTD	51.	51.
	-----	-----
	13,318.	13,318.
	=====	=====

TOTAL

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STATEMENT 2

CLARK HERBERT W TR U/W 312063019

04-6034020

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 -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	26.	
FOREIGN TAXES ON QUALIFIED FOR	84.	84.
	-----	-----
TOTALS	110.	84.
	=====	=====

CLARK HERBERT W TR U/W 312063019

04-6034020

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

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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SEE ATTACHED INVESTMENT REVIEW	C		
TOTAL FIXED INCOME	C	142,669.	136,525.
TOTAL EQUITIES	C	188,761.	224,653.

		-----	-----
TOTALS		331,430.	361,178.
		=====	=====

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

DESCRIPTION -----	AMOUNT -----
CASH ACCRUAL ADJUSTING ENTRY	52.
ROUNDING ADJUSTMENT	6.

TOTAL	58.
	=====

CLARK HERBERT W TR U/W 312063019

04-6034020

STATE(S) WHERE THE FOUNDATION IS REGISTERED
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MA

STATEMENT 7

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 6,600.

TOTAL COMPENSATION:

6,600.

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CLARK HERBERT W TR U/W 312063019

04-6034020

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

=====

RECIPIENT NAME:

NORTH ADAMS REGIONAL HOSPITAL

ADDRESS:

ATTN: WILLIAM FLAHERTY

N ADAMS, MA 01247

AMOUNT OF GRANT PAID 7,855.

TOTAL GRANTS PAID:

7,855.

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STATEMENT 9