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

**2010**

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

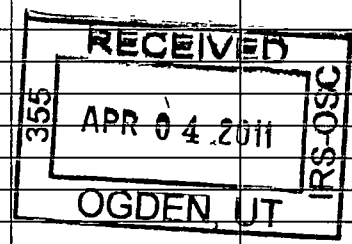
For calendar year 2010, or tax year beginning , 2010, and ending , 20

G Check all that apply:  Initial return  Initial return of a former public charity  Final return  
 Amended return  Address change  Name change

Name of foundation: **THE HOWARD JOHNSON FOUNDATION** A Employer identification number: **04-6060965**  
 Number and street (or P O box number if mail is not delivered to street address): **P O BOX 1802** Room/suite: Room/suite B Telephone number (see page 10 of the instructions):  
 City or town, state, and ZIP code: **PROVIDENCE, RI 02901-1802**

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) ▶ \$ **4,169,488.** J Accounting method:  Cash  Accrual  Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	115,639.	115,639.		STMT 1
5a	Gross rents				
	b Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-12,475.			
b	Gross sales price for all assets on line 6a	935,502.			
7	Capital gain net income (from Part IV, line 2)				
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)	213.			STMT 3
12	Total Add lines 1 through 11	103,377.	115,639.		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 4	3,700.	NONE	NONE	3,700.
c	Other professional fees (attach schedule) STMT 5	10,029.	6,017.		4,012.
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 6	1,266.	1,266.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 7	595.			595.
24	Total operating and administrative expenses. Add lines 13 through 23	15,590.	7,283.	NONE	8,307.
25	Contributions, gifts, grants paid	175,000.			175,000.
26	Total expenses and disbursements. Add lines 24 and 25	190,590.	7,283.	NONE	183,307.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-87,213.			
b	Net investment income (if negative, enter -0-)		108,356.		
c	Adjusted net income (if negative, enter -0-)				



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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 . . . . .	NONE	NONE	
	2 Savings and temporary cash investments . . . . .	42,519.	45,325.	45,325.
	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) ▶ *		*	NONE
	Less: allowance for doubtful accounts ▶	NONE	NONE	NONE
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule) . . . . .	NONE	NONE	NONE
	b Investments - corporate stock (attach schedule) . . . . .	3,465,378.	3,354,095.	4,124,163.
	c Investments - corporate bonds (attach schedule) . . . . .	NONE	NONE	NONE
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶	NONE	NONE	
	12 Investments - mortgage loans . . . . .	NONE	NONE	
	13 Investments - other (attach schedule) . . . . .	NONE	NONE	NONE
14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ )	NONE	NONE	NONE	
16 <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	3,507,897.	3,399,420.	4,169,488.	
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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .				
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶</b> <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .	3,507,897.	3,399,420.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds . . . . .	NONE	NONE		
30 <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	3,507,897.	3,399,420.		
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	3,507,897.	3,399,420.		

**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	3,507,897.
2 Enter amount from Part I, line 27a . . . . .	2	-87,213.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8 . . . . .	3	161.
4 Add lines 1, 2, and 3 . . . . .	4	3,420,845.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9 . . . . .	5	21,425.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	3,399,420.

**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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any		
a				
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	-12,475.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			}	3

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	181,635.	3,599,779.	0.05045726418
2008	183,783.	4,223,684.	0.04351248815
2007	223,670.	4,834,054.	0.04626965276
2006	239,885.	4,561,763.	0.05258602869
2005	163,778.	4,401,074.	0.03721318933
2 Total of line 1, column (d)			2 0.23003862311
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 0.04600772462
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 3,935,688.
5 Multiply line 4 by line 3			5 181,072.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,084.
7 Add lines 5 and 6			7 182,156.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 183,307.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	1,084.
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	1,084.
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	1,084.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 . . . . .	6a	1,076.
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	1,076.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	8.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . . 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address N/A
14 The books are in care of PRIVATE BANK TAX SERVICES Telephone no. (401) 278-6825
Located at P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 02901-1802
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 Yes No

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

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

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

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

- 5a During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .  Yes  No
  - (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . .  Yes  No
  - (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .  Yes  No
  - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . .  Yes  No
  - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .  Yes  No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . . **5b**
- Organizations relying on a current notice regarding disaster assistance check here . . . . .
- c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .  Yes  No
- If "Yes," attach the statement required by Regulations section 53.4945-5(d).
- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .  Yes  No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . **6b**  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? . . . . . **7b**  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 11		-0-	-0-	-0-
-----				
-----				
-----				
-----				

**2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."**

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

**Total number of other employees paid over \$50,000** . . . . . **NONE**

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

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
-----		
-----		
-----		
-----		

Total number of others receiving over \$50,000 for professional services . . . . . **NONE**

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	

Total. Add lines 1 through 3 . . . . .

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	3,878,967.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	116,655.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions) . . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	3,995,622.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	3,995,622.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) . . . . .	<b>4</b>	59,934.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	3,935,688.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	196,784.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	196,784.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5 . . . . .	<b>2a</b>	1,084.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	1,084.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	195,700.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	195,700.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions) . . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	195,700.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	183,307.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	183,307.
<b>5</b>	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) . . . . .	<b>5</b>	1,084.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	182,223.

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				195,700.
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only . . . . .			98,036.	
<b>b</b> Total for prior years 20____, 20____, 20____ . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005 . . . . .				NONE
<b>b</b> From 2006 . . . . .				NONE
<b>c</b> From 2007 . . . . .				NONE
<b>d</b> From 2008 . . . . .				NONE
<b>e</b> From 2009 . . . . .				NONE
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ <u>183,307.</u>				
<b>a</b> Applied to 2009, but not more than line 2a . . . . .			98,036.	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
<b>d</b> Applied to 2010 distributable amount . . . . .				85,271.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	NONE			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				110,429.
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006 . . . . .				NONE
<b>b</b> Excess from 2007 . . . . .				NONE
<b>c</b> Excess from 2008 . . . . .				NONE
<b>d</b> Excess from 2009 . . . . .				NONE
<b>e</b> Excess from 2010 . . . . .				NONE

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

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

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

Table with columns: Tax year (a) 2010, (b) 2009, (c) 2008, (d) 2007, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income...; b 85% of line 2a; c Qualifying distributions from Part XII, line 4...; 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; 3 Complete 3a, b, or c for the alternative test relied upon; a "Assets" alternative test; b "Endowment" alternative test; c "Support" alternative test.

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).)

SEE STATEMENT 13

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
SEE STATEMENT 14

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

**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
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 25</p>				
<b>Total</b> . . . . . ▶ <b>3a</b>				175,000.
<p>b <i>Approved for future payment</i></p>				
<b>Total</b> . . . . . ▶ <b>3b</b>				





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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	504.	504.
ABBOTT LABORATORIES	1,248.	1,248.
AMERIPRISE FINANCIAL INC	144.	144.
APACHE CORPORATION	420.	420.
ARTIO INTL EQUITY FUND II CL I	1,109.	1,109.
ARTIO GLOBAL HIGH INCOME FUND CL I	5,480.	5,480.
BAXTER INTERNATIONAL INC	464.	464.
COLUMBIA DAILY CASH RESERVES TRUST CLASS	18.	18.
BOFA CASH RESERVES TRUST CLASS - FORMERL	38.	38.
CATERPILLAR INCORPORATED	738.	738.
COCA COLA CO COM	1,760.	1,760.
CMG ULTRA SHORT TERM BOND FUND	698.	698.
COLUMBIA BOND FUND CLASS Z SHARES	63,190.	63,190.
DANAHER CORPORATION	40.	40.
DEERE & COMPANY	1,132.	1,132.
DISNEY WALT CO	490.	490.
DOMINION RESOURCES INC	1,830.	1,830.
EMERSON ELEC CO	609.	609.
EXXON MOBIL CORPORATION	1,566.	1,566.
FREEMPORT-MCMORAN COPPER & GOLD INC COM	835.	835.
GOLDCORP INC NEW	179.	179.
GOLDMAN SACHS GROUP INC	280.	280.
ILLINOIS TOOL WORKS INCORPORATED	1,016.	1,016.
INTEL CORPORATION	1,386.	1,386.
INTERNATIONAL BUSINESS MACHS	1,750.	1,750.
ISHARES FTSE XINHAI HK CHINA 25 INDEX	552.	552.
ISHARES MSCI EMERGING MKTS INDEX FUND	1,663.	1,663.
J P MORGAN CHASE & CO COM	105.	105.
JOHNSON & JOHNSON	1,580.	1,580.
JPMORGAN CHASE CAP XXVI CAP SECS VAR SER	5,150.	5,150.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	5,092.	5,092.
LOWES COMPANIES INCORPORATED	720.	720.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MEAD JOHNSON NUTRITION CO COM	518.	518.
MICROSOFT CORPORATION	1,456.	1,456.
MORGAN STANLEY DEAN WITTER DISCOVER & CO	75.	75.
NESTLE S A SPONSORED ADR	1,104.	1,104.
ORACLE SYS CORP	805.	805.
PNC BK CORP	70.	70.
POTASH CORP SASK INC	30.	30.
PRICE T ROWE GROUP INC COM	648.	648.
PROCTER & GAMBLE CO COM	2,640.	2,640.
RIO TINTO PLC SPONSORED ADR	580.	580.
SCHLUMBERGER LIMITED	1,008.	1,008.
SPECTRA ENERGY CORP COM	1,175.	1,175.
TEVA PHARMACEUTICAL INDS LTD ADR	719.	719.
TEXAS INSTRS INC	269.	269.
3M CO COM	1,050.	1,050.
VISA INC CL A COM	338.	338.
WELLS FARGO COMPANY	100.	100.
WILEY JOHN & SONS INC CL A	360.	360.
COVIDIEN LTD PLC COM	198.	198.
NOBLE CORP COM	710.	710.
TOTAL	115,639.	115,639.

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	213.
TOTALS	----- 213. =====

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)	3,700.			3,700.
TOTALS	3,700.	NONE	NONE	3,700.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSES - 2%	10,029.	6,017.	4,012.
TOTALS	10,029.	6,017.	4,012.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	268.	268.
FOREIGN TAXES ON QUALIFIED FOR	871.	871.
FOREIGN TAXES ON NONQUALIFIED	127.	127.
TOTALS	1,266.	1,266.

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	525.	525.
OTHER ALLOCABLE EXPENSE-INCOME	70.	70.
TOTALS	595.	595.
	=====	=====

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

=====

DESCRIPTION	AMOUNT
-----	-----
10 TYE INCOME ADJ	161.
TOTAL	----- 161. =====

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

=====

DESCRIPTION	AMOUNT
-----	-----
ADJ CARRYING VALUE	346.
10 SALES ADJ	21,079.
TOTAL	----- 21,425. =====

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

MA

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

OFFICER NAME:

HOWARD BRENNAN JOHNSON

ADDRESS:

ONE BRYANT PARK  
NEW YORK, NY 10036

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:

DOROTHY J. HENRY

ADDRESS:

ONE BRYANT PARK  
NEW YORK, NY 10036

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:

MARISSA J. BROCK

ADDRESS:

ONE BRYANT PARK  
NEW YORK, NY 10036

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:

HOWARD BATES JOHNSON

ADDRESS:

ONE BRYANT PARK  
NEW YORK, NY 10036

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

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

OFFICER NAME:

PATRICIA B. CRAWFORD

ADDRESS:

ONE BRYANT PARK  
NEW YORK, NY 10036

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:

JOSHUA J. WEEKS

ADDRESS:

ONE BRYANT PARK  
NEW YORK, NY 10036

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:

WILLIAM H. WEEKS

ADDRESS:

ONE BRYANT PARK  
NEW YORK, NY 10036

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS  
=====

HOWARD BRENNAN JOHNSON  
DOROTHY J. HENRY

RECIPIENT NAME:

ANNE HENNESSEY

ADDRESS:

ONE BRYANT PARK  
NEW YORK, NY 10036

FORM, INFORMATION AND MATERIALS:

LETTER FORM STATING NATURE OF ORGANIZATION, EXEMPT STATUS OF  
ORGANIZATION, COPY OF EXEMPT LETTER, AND PURPOSE OF GRANT.

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

GRANTS ARE NOT MADE TO ORGANIZATIONS LOCATED IN ALASKA, IDAHO,  
LOUISIANA, MONTANA, OREGON, AND WEST VIRGINIA.

RECIPIENT NAME:  
MARTHA'S VINEYARD BOYS  
& GIRLS CLUB  
ADDRESS:  
P.O. BOX 654  
EDGARTOWN, MA 02539  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
BOYS & GIRLS CLUB OF  
MARTIN COUNTY  
ADDRESS:  
11500 SE LARES AVE  
HOBE SOUND, FL 33455  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL APPEAL CAMPAIGN  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
MARTHA'S VINEYARD  
PRESERVATION TRUST  
ADDRESS:  
P.O. BOX 5277  
EDGARTOWN, MA 02539  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
HOBE SOUND COMMUNITY  
CHEST  
ADDRESS:  
P.O. BOX 511  
HOBE SOUND, FL 33475-0511  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL FUND DRIVE  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
ROUND HILL COMMUNITY  
CHURCH  
ADDRESS:  
395 ROUND HILL RD  
GREENWICH, CT 06831  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
GREENWICH HOSPITAL  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:  
SOLOMON R GUGGENHEIM  
FOUNDATION  
ADDRESS:  
345 HUDSON ST, 12TH FLOOR  
NEW YORK, NY 10014  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
PETER LAWSON-JOHNSTON FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
DANA HALL SCHOOL  
ADDRESS:  
45 DANA RD  
WELLESLEY, MA 02482-9010  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
MARTHA'S VINEYARD  
PUBLIC SCHOOLS  
ADDRESS:  
4 PINE STREET  
VINEYARD HAVEN, MA 02568  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
YOUNG CHILDREN WITH DISABILITIES  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
JUPITER ISLAND MEDICAL  
ADDRESS:  
100 ESTRADA SQUARE  
HOBE SOUND, FL 33455  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 3,500.

RECIPIENT NAME:  
MARTHA'S VINEYARD  
HOSPITAL INC  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:  
BUCKLEY SCHOOL  
ADDRESS:  
113 EAST 73RD ST  
NEW YORK, NY 10021  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:  
GREENWICH BOYS &  
GIRLS CLUB  
ADDRESS:  
4 HORSENECK LANE  
GREENWICH, CT 06830  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:  
TABOR ACADEMY  
ADDRESS:  
66 SPRING ST  
MARION, MA 02738  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
DUKE UNIVERSITY  
ADDRESS:  
P.O. BOX 90429  
DURHAM, NC 27708  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNDERGRAD. SCIENCE AND PRE-MED PROGRAMS  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
FRESH AIR FUND  
ADDRESS:  
633 THIRD AVE, 14TH FLOOR  
NEW YORK, NY 10017  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
TRUSTEES OF COLUMBIA  
UNIVERSITY  
ADDRESS:  
2960 BROADWAY  
NEW YORK, NY 10027-6902  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
DR SLANKARD RESEARCH & EDUCATION FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 2,500.

RECIPIENT NAME:  
DANBURY HOSPITAL  
ADDRESS:  
24 HOSPITAL AVENUE  
DANBURY, CT 06810  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
DANBURY HOSPITAL DEVELOPMENT FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
SPENCE SCHOOL  
ADDRESS:  
22 EAST 91ST ST  
NEW YORK, NY 10128-0606  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
MIDDLE INCOME SCHOLARSHIP FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
ST. BERNARD'S SCHOOL  
ADDRESS:  
4 EAST 98TH ST  
NEW YORK, NY 10029  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
FOXCROFT SCHOOL  
ADDRESS:  
P.O. BOX 5555  
MIDDLEBURG, VA 20118-5555  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
MAINTENANCE FACILITY BUILDING PROJECT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:  
TRUSTEES OF BOSTON  
UNIVERSITY  
ADDRESS:  
595 COMMONWEALTH AVE  
BOSTON, MA 02215  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 2,500.

RECIPIENT NAME:  
GREENS FARMS ACADEMY  
ADDRESS:  
P.O. BOX 998  
GREENS FARMS, CT 06838  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
ROLLINS COLLEGE  
ADDRESS:  
1000 HOLT AVENUE  
WINTER PARK, FL 32789  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
THE ROLLINS PARENTS FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
WESTPORT VOLUNTEER  
EMERGENCY  
ADDRESS:  
50 JESUP RD  
WESTPORT, CT 06880  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
LAKE FOREST COLLEGE  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
DANA FARBER CANCER  
INSTITUTE  
ADDRESS:  
44 BINNEY STREET  
BROOKLINE, MA 02115  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
LEUKEMIA RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:  
PHILLIPS ACADEMY  
ADDRESS:  
180 MAIN STREET  
ANDOVER, MA 01810-4161  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT OF WRESTLING TEAM  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
FOXCROFT SCHOOL  
ADDRESS:  
P.O. BOX 5555  
MIDDLEBURG, VA 20118-5555  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ANNUAL FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 2,500.

RECIPIENT NAME:  
ST. BERNARD'S SCHOOL  
ADDRESS:  
4 EAST 98TH ST  
NEW YORK, NY 10029  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
CAPITAL CAMPAIGN  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
DUKE UNIVERSITY  
ADDRESS:  
BOX 90429  
DURHAM, NC 27708  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
HOWARD JOHNSON FOUNDATION FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
DUKE UNIVERSITY  
ADDRESS:  
P.O. BOX 90429  
DURHAM, NC 27708  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ARABIC STUDIES PROGRAM  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 5,000.

TOTAL GRANTS PAID: 175,000.  
=====

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

**2010**

Name of estate or trust <b>THE HOWARD JOHNSON FOUNDATION</b>	Employer identification number <b>04-6060965</b>
---	---

**Note:** Form 5227 filers need to complete *only* Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	12,592.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
5 <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	12,592.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			4,002.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	-29,069.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
9 Capital gain distributions . . . . .	<b>9</b>	
10 Gain from Form 4797, Part I . . . . .	<b>10</b>	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
12 <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	-25,067.

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	Net short-term gain or (loss) . . . . .	<b>13</b>		12,592.
<b>14</b>	Net long-term gain or (loss):			
a	Total for year . . . . .	<b>14a</b>		-25,067.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	Total net gain or (loss). Combine lines 13 and 14a . . . . . ▶	<b>15</b>		-12,475.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

<b>Part IV Capital Loss Limitation</b>		
<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	
a	The loss on line 15, column (3) or b \$3,000 . . . . .	<b>16</b> ( 3,000 )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . . . ▶	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,300 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% (.15) . . . . .			<b>30</b>
<b>31</b>	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>31</b>
<b>32</b>	Add lines 30 and 31 . . . . .			<b>32</b>
<b>33</b>	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>33</b>
<b>34</b>	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .			<b>34</b>



Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side  
**THE HOWARD JOHNSON FOUNDATION**  
 Employer identification number  
**04-6060965**

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 400. AT&T INC	04/11/2007	01/14/2010	10,590.00	15,606.00	-5,016.00
100. AT&T INC	04/11/2007	01/21/2010	2,583.00	3,902.00	-1,319.00
200. AT&T INC	04/11/2007	02/23/2010	4,972.00	7,803.00	-2,831.00
200. CISCO SYSTEMS INCORPORATED	02/21/1996	02/23/2010	4,805.00	1,039.00	3,766.00
100. J P MORGAN CHASE & CO COM	07/28/2004	02/23/2010	3,989.00	3,735.00	254.00
100. J P MORGAN CHASE & CO COM	08/12/2004	02/23/2010	3,989.00	3,694.00	295.00
200. MICROSOFT CORPORATION	11/22/1996	02/23/2010	5,659.00	1,900.00	3,759.00
300. MORGAN STANLEY DEAN WITTER DISCOVER & CO	01/05/1996	02/23/2010	8,153.00	3,172.00	4,981.00
100. TEXAS INSTRS INC	08/02/2000	03/05/2010	2,486.00	5,937.00	-3,451.00
100. TEXAS INSTRS INC	05/20/2003	03/05/2010	2,486.00	1,892.00	594.00
100. AT&T INC	04/11/2007	03/16/2010	2,582.00	3,902.00	-1,320.00
300. BAXTER INTERNATIONAL INC	06/27/2007	05/12/2010	13,486.00	16,591.00	-3,105.00
400. BAXTER INTERNATIONAL INC	06/27/2007	06/04/2010	16,618.00	22,122.00	-5,504.00
100. BAXTER INTERNATIONAL INC	11/07/2007	06/04/2010	4,154.00	5,905.00	-1,751.00
200. ISHARES FTSE XINHAU HK CHINA 25 INDEX	05/19/2009	06/04/2010	7,654.00	7,220.00	434.00
200. GILEAD SCIENCES INC	11/11/2008	06/09/2010	6,624.00	8,990.00	-2,366.00
100. WELLS FARGO COMPANY	09/30/1999	06/09/2010	2,718.00	1,960.00	758.00
901.662 ARTIO INTL EQUITY FUND II CL I	06/14/2007	06/16/2010	9,765.00	15,049.00	-5,284.00
200. GILEAD SCIENCES INC	11/11/2008	06/16/2010	7,177.00	8,990.00	-1,813.00
50. GOLDMAN SACHS GROUP INC	05/07/2008	06/16/2010	6,896.00	9,592.00	-2,696.00
100. MORGAN STANLEY DEAN WITTER DISCOVER & CO	01/05/1996	06/16/2010	2,556.00	1,057.00	1,499.00
370. MORGAN STANLEY DEAN WITTER DISCOVER & CO	01/05/1996	06/23/2010	9,272.00	3,913.00	5,359.00
130. MORGAN STANLEY DEAN WITTER DISCOVER & CO	12/30/1997	06/23/2010	3,258.00	3,089.00	169.00
598.338 ARTIO INTL EQUITY FUND II CL I	06/14/2007	06/25/2010	6,396.00	9,986.00	-3,590.00
406.339 ARTIO INTL EQUITY FUND II CL I	06/15/2007	06/25/2010	4,344.00	6,871.00	-2,527.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side <b>THE HOWARD JOHNSON FOUNDATION</b>	Employer identification number <b>04-6060965</b>
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**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co )	(b) Date acquired (mo, day, yr )	(c) Date sold (mo, day, yr )	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 100. JOHNSON & JOHNSON	04/03/2000	06/25/2010	5,914.00	3,578.00	2,336.00
93.661 ARTIO INTL EQUITY FUND II CL I	06/15/2007	07/01/2010	966.00	1,584.00	-618.00
1000. ARTIO INTL EQUITY FUND II CL I	07/12/2007	07/01/2010	10,310.00	17,800.00	-7,490.00
2914.098 ARTIO INTL EQUITY FUND II CL I	08/02/2007	07/01/2010	30,044.00	48,869.00	-18,825.00
250. FREEPORT-MCMORAN COPPER & GOLD INC COM	05/19/2009	07/01/2010	14,389.00	12,499.00	1,890.00
50. GOLDMAN SACHS GROUP INC	05/07/2008	07/01/2010	6,554.00	9,592.00	-3,038.00
100. J P MORGAN CHASE & CO COM	08/24/2004	07/01/2010	3,553.00	3,857.00	-304.00
100. LOWES COMPANIES INCORPORATED	03/24/2009	07/01/2010	2,048.00	1,833.00	215.00
500. LOWES COMPANIES INCORPORATED	03/31/2009	07/01/2010	10,242.00	9,228.00	1,014.00
100. LOWES COMPANIES INCORPORATED	04/02/2009	07/01/2010	2,048.00	1,972.00	76.00
100. PRICE T ROWE GROUP INC COM	04/12/2007	07/01/2010	4,344.00	4,854.00	-510.00
100. WELLS FARGO COMPANY	09/30/1999	07/01/2010	2,490.00	1,960.00	530.00
100. COVIDIEN LTD PLC COM	05/07/2008	07/01/2010	3,950.00	4,898.00	-948.00
300. LOWES COMPANIES INCORPORATED	04/02/2009	09/14/2010	6,484.00	5,915.00	569.00
700. ORACLE SYS CORP	11/23/1998	09/14/2010	17,839.00	4,288.00	13,551.00
200. PRICE T ROWE GROUP INC COM	04/12/2007	09/14/2010	9,943.00	9,707.00	236.00
500. QUANTA SVCS INC	05/19/2009	09/14/2010	8,887.00	11,086.00	-2,199.00
100. QUANTA SVCS INC	06/23/2009	09/14/2010	1,777.00	2,145.00	-368.00
200. QUANTA SVCS INC	07/22/2009	09/14/2010	3,555.00	4,383.00	-828.00
200. VISA INC CL A COM	05/19/2009	09/14/2010	13,465.00	13,001.00	464.00
300. COVIDIEN LTD PLC COM	05/07/2008	09/14/2010	11,282.00	14,695.00	-3,413.00
85.902 ARTIO INTL EQUITY FUND II CL I	08/02/2007	09/15/2010	997.00	1,441.00	-444.00
1000. ARTIO INTL EQUITY FUND II CL I	08/31/2007	09/15/2010	11,610.00	16,410.00	-4,800.00
1896.01 ARTIO INTL EQUITY FUND II CL I	12/04/2007	09/15/2010	22,013.00	33,256.00	-11,243.00
984.681 ARTIO INTL EQUITY FUND II CL I	12/04/2007	09/20/2010	11,570.00	17,271.00	-5,701.00
<b>6b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .					



FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

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15% RATE CAPITAL GAIN DIVIDENDS

AOL TIME WARNER INC COM	312.00
ARTIO GLOBAL HIGH INCOME FUND CL I	456.00
COLUMBIA BOND FUND CLASS Z SHARES	3,018.00
EL PASO CORP COM	166.00
NORTEL NETWORKS CORP NEW COM	49.00

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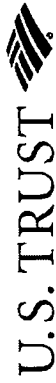
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS 4,002.00

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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS 4,002.00

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Trade Date



Bank of America Private Wealth Management

**Portfolio Detail**

**Account:** 41-01-100-5829615 HOWARD JOHNSON FOUNDATION

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Cash/Currency</b>									
<b>Cash Equivalents</b>									
0.000	BOFA CASH RESERVES TRUST CLASS - FORMERLY COLUMBIA CASH RESERVES (Income Investment)	097100788	\$0.00	\$0.09	\$0.00	\$0.00	\$0.00	\$0.00	0.0%
45,324.910	BOFA CASH RESERVES TRUST CLASS - FORMERLY COLUMBIA CASH RESERVES	097100788	45,324.91	1.52	45,324.91 1,000	45,324.91	0.00	11.33	0.0
	<b>Total Cash Equivalents</b>		<b>\$45,324.91</b>	<b>\$1.61</b>	<b>\$45,324.91</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$11.33</b>	<b>0.0%</b>
<b>Cash/Currency Other</b>									
-3,880.840	PENDING CASH	99859P13	-\$3,880.84	\$0.00	-\$3,880.84 1,000	-\$3,880.84	\$0.00	\$0.00	0.0%
	<b>Total Cash/Currency Other</b>		<b>-\$3,880.84</b>	<b>\$0.00</b>	<b>-\$3,880.84</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>0.0%</b>
	<b>Total Cash/Currency</b>		<b>\$41,444.07</b>	<b>\$1.61</b>	<b>\$41,444.07</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$11.33</b>	<b>0.0%</b>
<b>Equities</b>									
<b>Consumer Discretionary</b>									
1,400.000	DISNEY WALT CO COM DISNEY Ticker: DIS	254687106	\$52,514.00 37.510	\$560.00	\$25,368.17 18.120	\$25,368.17	\$27,145.83	\$560.00	1.1%
1,000.000	LOWES COS INC Ticker: LOW	548661107	25,080.00 25.080	0.00	19,543.23 19.543	19,543.23	5,536.77	440.00	1.8
900.000	YUM BRANDS INC Ticker: YUM	988498101	44,145.00 49.050	0.00	45,108.50 50.121	45,108.50	-963.50	900.00	2.0
	<b>Total Consumer Discretionary</b>		<b>\$121,739.00</b>	<b>\$560.00</b>	<b>\$90,019.90</b>	<b>\$90,019.90</b>	<b>\$31,719.10</b>	<b>\$1,900.00</b>	<b>1.6%</b>
<b>Consumer Staples</b>									
1,000.000	COCA COLA CO Ticker: KO	191216100	\$65,770.00 65.770	\$0.00	\$46,429.00 46.429	\$46,429.00	\$19,341.00	\$1,760.00	2.7%

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

Trade Date



Account: 41-01-100-5829615 HOWARD JOHNSON FOUNDATION

Jan. 01, 2010 through Dec 31, 2010

**Portfolio Detail**

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>Consumer Staples (cont)</b>									
800.000	MEAD JOHNSON NUTRITION CO Ticker: MJN	582839106	49,800.00 62.250	180.00	40,649.48 50.812	40,649.48 50.812	9,150.52	720.00	1.4
800.000	NESTLE S A SPONSORED ADR SWITZERLAND Ticker: NSRG Y	641069406	46,990.40 58.738	0.00	38,406.40 48.008	38,406.40 48.008	8,584.00	717.60	1.5
1,400.000	PROCTER & GAMBLE CO Ticker: PG	742718109	90,062.00 64.330	0.00	42,217.41 30.155	42,217.41 30.155	47,844.59	2,697.80	3.0
<b>Total Consumer Staples</b>			<b>\$252,622.40</b>	<b>\$180.00</b>	<b>\$167,702.29</b>	<b>\$167,702.29</b>	<b>\$84,920.11</b>	<b>\$5,895.40</b>	<b>2.3%</b>
<b>Energy</b>									
700.000	APACHE CORP Ticker: APA	037411105	\$83,461.00 119.230	\$0.00	\$51,882.00 74.117	\$51,882.00 74.117	\$31,579.00	\$420.00	0.5%
800.000	CAMERON INTL CORP Ticker: CAM	13342B105	40,584.00 50.730	0.00	32,082.96 40.104	32,082.96 40.104	8,501.04	0.00	0.0
900.000	EXXON MOBIL CORP Ticker: XOM	30231G102	65,808.00 73.120	0.00	31,619.92 35.133	31,619.92 35.133	34,188.08	1,584.00	2.4
1,000.000	NOBLE CORP ISIN CH0033347318 SWITZERLAND Ticker: NE	H5833N103	35,770.00 35.770	0.00	31,734.00 31.734	31,734.00 31.734	4,036.00	348.00	1.0
1,200.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108	100,200.00 83.500	252.00	31,512.25 26.260	31,512.25 26.260	68,687.75	1,008.00	1.0
2,000.000	SPECTRA ENERGY CORP Ticker: SE	847560109	49,980.00 24.990	0.00	47,784.55 23.892	47,784.55 23.892	2,195.45	2,000.00	4.0
<b>Total Energy</b>			<b>\$375,803.00</b>	<b>\$252.00</b>	<b>\$226,615.68</b>	<b>\$226,615.68</b>	<b>\$149,187.32</b>	<b>\$5,360.00</b>	<b>1.4%</b>
<b>Financials</b>									
1,000.000	AMERIPRISE FINL INC Ticker: AMP	03076C106	\$57,550.00 57.550	\$0.00	\$48,990.00 48.990	\$48,990.00 48.990	\$8,560.00	\$720.00	1.3%
150.000	GOLDMAN SACHS GROUP INC Ticker: GS	38141G104	25,224.00 168.160	0.00	26,192.51 174.617	26,192.51 174.617	-968.51	210.00	0.8

Trade Date



Bank of America Private Wealth Management

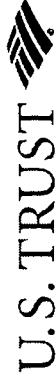
**Portfolio Detail**

**Account:** 41-01-100-5829615 HOWARD JOHNSON FOUNDATION

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>Financials (cont)</b>									
400,000	J P MORGAN CHASE & CO Ticker: JPM	46625H100	16,968.00 42.420	0.00	18,033.44 45.084	-1,065.44	80.00	80.00	0.5
400,000	PRICE T ROWE GROUP INC Ticker: TROW	74144T108	25,816.00 64.540	0.00	19,414.00 48.535	6,402.00	432.00	432.00	1.7
300,000	VISA INC CLA COM Ticker: V	92826C839	21,114.00 70.380	0.00	19,165.24 63.884	1,948.76	180.00	180.00	0.9
400,000	WELLS FARGO & CO NEW COM Ticker: WFCA	949746101	12,396.00 30.990	0.00	7,839.00 19.598	4,557.00	80.00	80.00	0.6
<b>Total Financials</b>			<b>\$159,068.00</b>	<b>\$0.00</b>	<b>\$139,634.19</b>	<b>\$19,433.81</b>	<b>\$1,702.00</b>	<b>\$1,702.00</b>	<b>1.1%</b>
<b>Health Care</b>									
800,000	ABBOTT LABS Ticker: ABT	002824100	\$38,328.00 47.910	\$0.00	\$37,657.50 47.072	\$670.50	\$1,408.00	\$1,408.00	3.7%
500,000	GILEAD SCIENCES INC Ticker: GILD	375558103	18,120.00 36.240	0.00	22,529.25 45.059	-4,409.25	0.00	0.00	0.0
700,000	JOHNSON & JOHNSON Ticker: JNJ	478160104	43,295.00 61.850	0.00	46,500.50 66.429	-3,205.50	1,512.00	1,512.00	3.5
1,000,000	TEVA PHARMACEUTICAL INDS LTD ADR ISRAEL Ticker: TEVA	881624209	52,130.00 52.130	192.70	45,820.46 45.820	6,309.54	667.00	667.00	1.3
<b>Total Health Care</b>			<b>\$151,873.00</b>	<b>\$192.70</b>	<b>\$152,507.71</b>	<b>-\$634.71</b>	<b>\$3,587.00</b>	<b>\$3,587.00</b>	<b>2.4%</b>
<b>Industrials</b>									
600,000	CATERPILLAR INC Ticker: CAT	149123101	\$56,196.00 93.660	\$0.00	\$36,047.50 60.079	\$20,148.50	\$1,056.00	\$1,056.00	1.9%
800,000	DANAHER CORP DEL Ticker: DHR	235851102	37,736.00 47.170	16.00	32,466.00 40.583	5,270.00	64.00	64.00	0.2
1,000,000	DEERE & CO Ticker: DE	244199105	83,050.00 83.050	350.00	53,808.02 53.808	29,241.98	1,400.00	1,400.00	1.7

Trade Date



Bank of America Private Wealth Management

**Portfolio Detail**

**Account:** 41-01-100-5829615 HOWARD JOHNSON FOUNDATION

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>Industrials (cont)</b>									
600,000	EMERSON ELEC CO Ticker: EMR	291011104	34,302.00 57.170	0.00	29,460.00 49.100	4,842.00	828.00	2.4	
800,000	ILLINOIS TOOL WKS INC Ticker: ITW	452308109	42,720.00 53.400	272.00	12,862.99 16.079	29,857.01	1,088.00	2.5	
700,000	NORTHROP GRUMMAN CORP Ticker: NOC	666807102	45,605.00 65.150	0.00	45,181.43 64.545	423.57	1,316.00	2.9	
500,000	3M CO Ticker: MMM	88579Y101	43,150.00 86.300	0.00	34,724.50 69.449	8,425.50	1,050.00	2.4	
	<b>Total Industrials</b>		<b>\$342,759.00</b>	<b>\$638.00</b>	<b>\$244,550.44</b>	<b>\$98,208.56</b>	<b>\$6,802.00</b>	<b>2.0%</b>	
<b>Information Technology</b>									
200,000	APPLE INC Ticker: AAPL	037833100	\$64,512.00 322.560	\$0.00	\$31,663.50 158.318	\$32,848.50	\$0.00	0.0%	
3,200,000	CISCO SYS INC Ticker: CSCO	17275R102	64,736.00 20.230	0.00	18,973.20 5.929	45,762.80	0.00	0.0	
100,000	GOOGLE INC CL.A COM Ticker: GOOG	38259P508	59,397.00 593.970	0.00	50,395.75 503.958	9,001.25	0.00	0.0	
2,200,000	INTEL CORP Ticker: INTC	458140100	46,266.00 21.030	0.00	32,397.90 14.726	13,868.10	1,386.00	3.0	
700,000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101	102,732.00 146.760	0.00	63,854.21 91.220	38,877.79	1,820.00	1.8	
2,600,000	MICROSOFT CORP Ticker: MSFT	594918104	72,566.00 27.910	0.00	43,414.62 16.698	29,151.38	1,664.00	2.3	
3,000,000	ORACLE CORP Ticker: ORCL	68389X105	93,900.00 31.300	0.00	36,126.10 12.042	57,773.90	600.00	0.6	
500,000	TEXAS INSTRS INC Ticker: TXN	882508104	16,250.00 32.500	0.00	10,683.00 21.366	5,567.00	260.00	1.6	
	<b>Total Information Technology</b>		<b>\$520,359.00</b>	<b>\$0.00</b>	<b>\$287,508.28</b>	<b>\$232,850.72</b>	<b>\$5,730.00</b>	<b>1.1%</b>	

Trade Date



Bank of America Private Wealth Management

**Portfolio Detail**

**Account:** 41-01-100-5829615 HOWARD JOHNSON FOUNDATION

Jan. 01, 2010 through Dec 31, 2010

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Materials</b>									
400,000	FREEMONT-MCMORAN COPPER & GOLD INC COM Ticker: FCX	35671D857	\$48,036.00 120.090	\$0.00	\$21,790.50 54.476	\$26,245.50	\$800.00	1.7%	
1,100,000	GOLDCORP INC NEW COM CANADA Ticker: GG	380956409	50,578.00 45.980	0.00	45,950.15 41.773	4,627.85	396.00	0.8	
100,000	POTASH CORP SASK INC CANADA Ticker: POT	73755L107	15,483.00 154.830	0.00	12,611.50 126.115	2,871.50	40.00	0.3	
300,000	RIO TINTO PLC SPONSORED ADR UNITED KINGDOM Ticker: RIO	767204100	21,498.00 71.660	0.00	13,492.87 44.976	8,005.13	265.20	1.2	
<b>Total Materials</b>			<b>\$135,595.00</b>	<b>\$0.00</b>	<b>\$93,845.02</b>	<b>\$41,749.98</b>	<b>\$1,501.20</b>	<b>1.1%</b>	
<b>Utilities</b>									
1,000,000	DOMINION RES INC VA NEW Ticker: D	25746U109	\$42,720.00 42.720	\$0.00	\$31,450.60 31.451	\$11,269.40	\$1,830.00	4.3%	
<b>Total Utilities</b>			<b>\$42,720.00</b>	<b>\$0.00</b>	<b>\$31,450.60</b>	<b>\$11,269.40</b>	<b>\$1,830.00</b>	<b>4.3%</b>	
<b>Other Equities</b>									
4,048,497	ARTIO INTL EQUITY FUND II CL I Ticker: JETIX	04315J837	\$50,444.27 12.460	\$1,043.70	\$49,725.83 12.283	\$718.44	\$1,044.51	2.1%	
11,843,030	COLUMBIA SELECT SMALL CAP FUND CLASS Z SHARES Ticker: UMLCX	19765V589	210,332.21 17.760	0.00	186,875.02 15.779	23,457.19	0.00	0.0	
1,200,000	ISHARES FTSE CHINA 25 INDEX FUND Ticker: FXI	464287184	51,708.00 43.090	0.00	48,045.00 40.038	3,663.00	753.60	1.5	
1,500,000	ISHARES MSCI EMERGING MKTS INDEX FUND Ticker: EEM	464287234	71,453.00 47.642	0.00	49,781.00 33.187	21,682.00	969.00	1.4	

Trade Date



Bank of America Private Wealth Management

**Portfolio Detail**

**Account:** 41-01-100-5829615 HOWARD JOHNSON FOUNDATION

Jan 01, 2010 through Dec 31, 2010

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>								
<b>Other Equities (cont)</b>								
15,408.206	LAZARD FUNDS INC EMERGING MKTS PORTFOLIO INSTL Ticker: LZEMX	52106N889	335,590.73 21.780	0.00	330,290.00 21.436	5,300.73	3,898.28	1.2
	<b>Total Other Equities</b>		<b>\$719,538.21</b>	<b>\$1,043.70</b>	<b>\$664,716.85</b>	<b>\$54,821.36</b>	<b>\$6,665.39</b>	<b>0.9%</b>
	<b>Total Equities</b>		<b>\$2,822,076.61</b>	<b>\$2,866.40</b>	<b>\$2,098,550.96</b>	<b>\$723,525.65</b>	<b>\$40,972.99</b>	<b>1.5%</b>

**Fixed Income**

<b>Investment Grade Taxable</b>								
0.000	CMG ULTRA SHORT TERM BOND FUND	19765E823	\$0.00 9.050	\$50.80	\$0.00	\$0.00	\$0.00	0.0%
128,446.445	COLUMBIA BOND FUND CLASS Z SHARES	19765Y886	1,189,414.08 9.260	3,363.23	1,177,680.83 9.169	11,733.25	42,130.43	3.5
2,800.000	JPMORGAN CHASE CAP XXVI CAP SECS VAR SER Z Moody's: AA3 S&P: BBB+	48124G104	75,348.00 28.910	0.00	66,976.00 23.920	8,372.00	5,600.00	7.4
	<b>Total Investment Grade Taxable</b>		<b>\$1,264,762.08</b>	<b>\$3,414.03</b>	<b>\$1,244,656.83</b>	<b>\$20,105.25</b>	<b>\$47,730.43</b>	<b>3.8%</b>

**Global High Yield Taxable**

4,066.894	ARTIO GLOBAL HIGH INCOME FUND CLI	04315J860	\$41,441.65 10.190	\$557.57	\$35,848.06 8.815	\$5,593.59	\$3,310.45	8.0%
	<b>Total Global High Yield Taxable</b>		<b>\$41,441.65</b>	<b>\$557.57</b>	<b>\$35,848.06</b>	<b>\$5,593.59</b>	<b>\$3,310.45</b>	<b>8.0%</b>

**Total Fixed Income**

			<b>\$1,306,203.73</b>	<b>\$3,971.60</b>	<b>\$1,280,504.89</b>	<b>\$25,698.84</b>	<b>\$51,040.88</b>	<b>3.9%</b>
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**Total Portfolio**

			<b>\$4,169,724.41</b>	<b>\$6,839.61</b>	<b>\$3,420,499.92</b>	<b>\$749,224.49</b>	<b>\$92,025.20</b>	<b>2.2%</b>
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**Accrued Income**

\$6,839.61

**Total**

**\$4,176,564.02**