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

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
MAKEPEACE, ISAB CHARITABLE TRUST 422129015

A Employer identification number
04-6529891

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
PO BOX 1330

B Telephone number (see page 10 of the instructions)
(800) 673-2300

City or town, state, and ZIP code
HYANNIS, MA 02601

C If exemption application is pending, check here ▶ [ ]
D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

H Check type of organization: [X] 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)* ▶ $ 7,098,988.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	155,312.	155,312.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	193,532.			
	b Gross sales price for all assets on line 6a 4,529,665.				
	7 Capital gain net income (from Part IV, line 2)		193,532.		
	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	348,844.	348,844.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	45,028.	30,023.		15,009.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 2	70.	47.	NONE	23.
	b Accounting fees (attach schedule) STMT 3	575.	383.	NONE	192.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	4,989.	1,989.		
	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	50,662.	32,442.	NONE	15,224.
	25 Contributions, gifts, grants paid	334,090.			334,090.
	26 **Total expenses and disbursements** Add lines 24 and 25	384,752.	32,442.	NONE	349,314.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-35,908.			
	b **Net investment income** (if negative, enter -0-)		316,402.		
	c **Adjusted net income** (if negative, enter -0-)				

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

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	64,928.	19,588.	19,588.
	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)	6,937,521.	6,933,673.	7,079,400.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	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)	7,002,449.	6,953,261.	7,098,988.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	7,002,449.	6,953,261.	
	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)	7,002,449.	6,953,261.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,002,449.	6,953,261.	

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	7,002,449.
2	Enter amount from Part I, line 27a	2	-35,908.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,966,541.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	13,280.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,953,261.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a SEE PART IV DETAIL			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	193,532.
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	304,547.	5,981,276.	0.05091672747
2008	428,385.	7,306,241.	0.05863274973
2007	NONE	NONE	NONE
2006	NONE	NONE	NONE
2005			

2 **Total** of line 1, column (d)	2	0.10954947720
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	0.02738736930
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	6,745,316.
5 Multiply line 4 by line 3	5	184,736.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,164.
7 Add lines 5 and 6	7	187,900.
8 Enter qualifying distributions from Part XII, line 4	8	349,314.

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 ▶ [X] and enter 1% of Part I, line 27b	1	3,164.
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	3,164.
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	3,164.
6	Credits/Payments.		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a — 1,400.		
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	1,400.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,764.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
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, NA Telephone no ▶

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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

					Yes	No
1a	During the year did the foundation (either directly or indirectly):					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?			1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)			2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*			3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?			4b		X

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

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

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

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

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

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

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

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

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

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

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

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

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

If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		45,028.	-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 DISTRIBUTIONS TO CHARITABLE ORGANIZATIONS	334,090.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	6,722,606.
b	Average of monthly cash balances	1b	125,431.
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	6,848,037.
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	6,848,037.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	102,721.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,745,316.
6	**Minimum investment return.** Enter 5% of line 5	6	337,266.

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	337,266.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,164.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,164.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	334,102.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	334,102.
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	334,102.

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	349,314.
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	349,314.
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	3,164.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	346,150.

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				334,102.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			NONE	
b Total for prior years 20 08 ,20 ___ ,20 ___		NONE		
3 Excess distributions carryover, if any, to 2010				
a From 2005 NONE				
b From 2006 NONE				
c From 2007 NONE				
d From 2008 67,462.				
e From 2009 8,439.				
f Total of lines 3a through e	75,901.			
4 Qualifying distributions for 2010 from Part XII, line 4. ▶ $ 349,314.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				334,102.
e Remaining amount distributed out of corpus	15,212.			
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	91,113.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				NONE
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	91,113.			
10 Analysis of line 9:				
a Excess from 2006 NONE				
b Excess from 2007 NONE				
c Excess from 2008 67,462.				
d Excess from 2009 8,439.				
e Excess from 2010 15,212.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

04-6529891

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 10				
Total . . . . . ▶ **3a**				334,090.
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			0	NONE	
4 Dividends and interest from securities			14	155,312.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	193,532.	
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)				348,844.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 348,844.

(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.)
11	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of.			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Susan Smith | 5/5/11 | Vice President

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

MAKEPEACE ISAB CHARITABLE TR

42-2129-01-5

Investment Review Settlement Date Positions

Frozen Date: 12/31/2010

Par / Shares	Description CUSIP Number	Price Price Date	Tax Cost Carrying Value	Market Value Accrual
CASH AND EQUIVALENTS				
Cash				
	INCOME CASH	0.000000	0.00 0.00	0.00 0.00000
	PRINCIPAL CASH	0.000000	0.00 0.00	0.00 0.00000
Total Cash			0.00 0.00	0.00 0.00000
Cash Equivalents				
9,143.850	TD ASSET MGMT US GOVT PORT INSTL #2 87237U-84-0	1.000000 12/12/2006	9,143.85 9,143.85	9,143.85 2.51000
10,443.740	TD ASSET MGMT US GOVT PORT INSTL #2 87237U-84-0	1.000000 12/12/2006	10,443.74 10,443.74	10,443.74 3.94000
Total Cash Equivalents			19,587.59 19,587.59	19,587.59 6.45000
Total CASH AND EQUIVALENTS			19,587.59 19,587.59	19,587.59 6.45000

MAKEPEACE ISAB CHARITABLE TR

42-2129-01-5
Investment Review Settlement Date Positions
Frozen Date: 12/31/2010

Par / Shares	Description CUSIP Number	Price Price Date	Tax Cost Carrying Value	Market Value Accrual
FIXED INCOME				
Mutual Funds - Fixed				
3,210.000	ISHARES TR US TIPS BD FD 464287-17-6	107.520000 12/31/2010	332,630.44 332,630.44	345,139.20 843.07000
6,014.000	ISHARES IBOXX INV GR CORP BD FUND 464287-24-2	108.440000 12/31/2010	681,599.10 681,599.10	652,158.16 2,572.06000
5,371.000	ISHARES BARCLAYS -10 YEAR TREASURY 464287-44-0	93.820000 12/31/2010	538,255.84 538,255.84	503,907.22 1,333.99000
3,349.000	ISHARES TR BARCLAYS 1-3YR TRS BD 464287-45-7	83.980000 12/31/2010	276,749.72 276,749.72	281,249.02 226.32000
3,994.000	ISHARES HIGH YIELD CORPORATE BOND FD 464288-51-3	90.290000 12/31/2010	359,107.33 359,107.33	360,618.26 2,303.10000
Total Mutual Funds - Fixed			2,188,342.43 2,188,342.43	2,143,071.86 7,278.54000
Total FIXED INCOME			2,188,342.43 2,188,342.43	2,143,071.86 7,278.54000

MAKEPEACE ISAB CHARITABLE TR

42-2129-01-5

Investment Review Settlement Date Positions

Frozen Date: 12/31/2010

Par / Shares	Description CUSIP Number	Price Price Date	Tax Cost Carrying Value	Market Value Accrual
EQUITIES				
Mutual Funds - Equities				
16,367.000	ISHARES TR MSCI EAFE INDEX FD 464287-46-5	58.220000 12/31/2010	902,921.89 902,921.89	952,886.74 0.00000
1,009.000	ISHARES S & P MIDCAP 400 GROWTH 464287-60-6	100.720000 12/31/2010	90,083.42 90,083.42	101,626.48 0 00000
1,240.000	ISHARES S&P MIDCAP 400/VALUE 464287-70-5	79.460000 12/31/2010	89,787.90 89,787.90	98,530.40 0.00000
1,397.000	ISHARES S&P SMALLCAP 600/VALUE 464287-87-9	71.890000 12/31/2010	89,987.61 89,987.61	100,430.33 0.00000
1,403.000	ISHARES S & P SMALLCAP 600 GROWTH 464287-88-7	72.590000 12/31/2010	90,231.28 90,231.28	101,843.77 0 00000
26,678.000	SPDR S&P 500 ETF TRUST 78462F-10-3	125.750000 12/31/2010	3,266,521.16 3,266,521.16	3,354,758.50 18,067.09000
1,631.000	SPDR GOLD TRUST 78463V-10-7	138.720000 12/31/2010	215,797.61 215,797.61	226,252.32 0.00000
Total Mutual Funds - Equities			4,745,330.87 4,745,330.87	4,936,328.54 18,067.09000
Total EQUITIES			4,745,330.87 4,745,330.87	4,936,328.54 18,067.09000
Total Settlement Date Position			6,953,260.89 6,953,260.89	7,098,987.99 25,352.08000

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					477.	
		1390. ISHARES TR MSCI EMERG MKT PROPERTY TYPE: SECURITIES					11/07/2008	05/20/2010
51,073.00		35,467.00					15,606.00	
		2110. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES					02/10/2009	05/20/2010
118,939.00		111,972.00					6,967.00	
		1160. ISHARES TR RUSL 2000 GROWTH PROPERTY TYPE: SECURITIES					03/21/2007	05/20/2010
81,308.00		91,631.00					-10,323.00	
		933.799 ARTIO TOTAL RETURN BOND FD-I #15 PROPERTY TYPE: SECURITIES					12/18/2009	10/11/2010
13,325.00		12,634.00					691.00	
		34279.232 ARTIO TOTAL RETURN BOND FD-I # PROPERTY TYPE: SECURITIES					09/08/2009	10/11/2010
489,165.00		446,597.00					42,568.00	
		305.429 COLUMBIA VALUE & RESTRUCTURING F PROPERTY TYPE: SECURITIES					12/18/2009	10/11/2010
13,787.00		12,837.00					950.00	
		4489.738 COLUMBIA VALUE & RESTRUCTURING PROPERTY TYPE: SECURITIES					03/09/2009	10/11/2010
202,667.00		183,529.00					19,138.00	
		845.502 DAVIS NY VENTURE FD INC CL Y PROPERTY TYPE: SECURITIES					12/18/2009	10/11/2010
27,411.00		25,915.00					1,496.00	
		5787.605 DAVIS NY VENTURE FD INC CL Y PROPERTY TYPE: SECURITIES					03/09/2009	10/11/2010
187,634.00		205,558.00					-17,924.00	
		935.254 AMERICAN GROWTH FUND F2 CLASS FU PROPERTY TYPE: SECURITIES					12/18/2009	10/11/2010
26,627.00		25,420.00					1,207.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		6516.695 AMERICAN GROWTH FUND F2 CLASS F PROPERTY TYPE: SECURITIES					03/09/2009	10/11/2010
185,530.00		214,091.00					-28,561.00	
		15178. ISHARES TR S&P 100 INDEX FUND PROPERTY TYPE: SECURITIES					07/08/2009	10/11/2010
799,139.00		951,098.00					-151959.00	
		3538. ISHARES TR MSCI EMERG MKT PROPERTY TYPE: SECURITIES					02/10/2009	10/11/2010
163,347.00		82,625.00					80,722.00	
		3687. ISHARES TR RUSSELL MCP VL PROPERTY TYPE: SECURITIES					03/09/2009	10/11/2010
152,776.00		122,541.00					30,235.00	
		5297. ISHARES RUSSELL MID CAP GROWTH PROPERTY TYPE: SECURITIES					03/09/2009	10/11/2010
267,783.00		231,871.00					35,912.00	
		1159. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES					03/09/2009	10/11/2010
73,804.00		30,117.00					43,687.00	
		1836. ISHARES TR RUSL 2000 VALUE PROPERTY TYPE: SECURITIES					03/09/2009	10/11/2010
117,424.00		118,693.00					-1,269.00	
		1392. ISHARES TR RUSL 2000 GROWTH PROPERTY TYPE: SECURITIES					03/09/2009	10/11/2010
107,225.00		85,631.00					21,594.00	
		2961.7 PIMCO TOTAL RETURN FUND - INSTL PROPERTY TYPE: SECURITIES					12/18/2009	10/11/2010
34,682.00		32,283.00					2,399.00	
		72119.942 PIMCO TOTAL RETURN FUND - INST PROPERTY TYPE: SECURITIES					09/08/2009	10/11/2010
844,525.00		739,774.00					104,751.00	
		247.407 T. ROWE PRICE NEW ERA FD PROPERTY TYPE: SECURITIES					12/18/2009	10/11/2010
11,316.00		10,544.00					772.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2894. T. ROWE PRICE NEW ERA FD PROPERTY TYPE: SECURITIES					09/24/2009	10/11/2010
132,372.00		117,844.00					14,528.00	
		15173.437 VANGUARD GNMA PROPERTY TYPE: SECURITIES					05/24/2010	10/11/2010
167,970.00		165,239.00					2,731.00	
		12098.552 VANGUARD GNMA PROPERTY TYPE: SECURITIES					09/08/2009	10/11/2010
133,931.00		127,182.00					6,749.00	
		1000. SPDR TR UNIT SER 1 PROPERTY TYPE: SECURITIES					07/17/2007	12/23/2010
125,428.00		155,040.00					-29,612.00	
TOTAL GAIN(LOSS)							193,532.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ARTIO TOTAL RETURN BOND FD-I #1524	13,874.	13,874.
COLUMBIA VALUE & RESTRUCTURING FUND #205	2,165.	2,165.
ISHARES TR S&P 100 INDEX FUND	12,511.	12,511.
ISHARES TR US TIPS BD FD	6,392.	6,392.
ISHARES TR MSCI EMERG MKT	1,082.	1,082.
ISHARES IBOXX INV GR CORP BD FUND	7,732.	7,732.
ISHARES BARCLAYS -10 YEAR TREASURY	3,880.	3,880.
ISHARES TR BARCLAYS 1-3YR TRS BD	2,159.	2,159.
ISHARES TR MSCI EAFE INDEX FD	21,206.	21,206.
ISHARES TR RUSSELL MCP VL	2,220.	2,220.
ISHARES RUSSELL MID CAP GROWTH	1,586.	1,586.
ISHARES COHEN & STEERS RLTY	2,597.	2,597.
ISHARES S & P MIDCAP 400 GROWTH	216.	216.
ISHARES TR RUSL 2000 VALUE	1,250.	1,250.
ISHARES TR RUSL 2000 GROWTH	613.	613.
ISHARES S&P MIDCAP 400/VALUE	491.	491.
ISHARES S&P SMALLCAP 600/VALUE	470.	470.
ISHARES S & P SMALLCAP 600 GROWTH	458.	458.
ISHARES HIGH YIELD CORPORATE BOND FD	7,054.	7,054.
PIMCO TOTAL RETURN FUND - INSTL	19,760.	19,760.
SPDR TR UNIT SER 1	41,664.	41,664.
TD ASSET MGMT US GOVT PORT INSTL #2	78.	78.
VANGUARD GNMA	5,854.	5,854.
TOTAL	155,312.	155,312.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
OTHER NON-ALLOCABLE EXPENSE -	70.	47.		23.
TOTALS	70.	47.	NONE	23.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	575.	383.		192.
TOTALS	575.	383.	NONE	192.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	1,600.	
FEDERAL ESTIMATES - INCOME	1,400.	
FOREIGN TAXES ON QUALIFIED FOR	1,983.	1,983.
FOREIGN TAXES ON NONQUALIFIED	6.	6.
TOTALS	4,989.	1,989.

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

DESCRIPTION		AMOUNT
CASH / ACCRUAL ADJUSTMENT		13,280.
	TOTAL	13,280.

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

MA

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

OFFICER NAME:
TD Wealth Management
ADDRESS:
PO Box 1330
Hyannis, MA 02601
TITLE:
Trustee
COMPENSATION .... 45,028.

TOTAL COMPENSATION: 45,028.

STATEMENT 7

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

RECIPIENT NAME:
PERKINS SCHOOL FOR THE BLIND
ADDRESS:
ATTN: PAULINE DONOGHUE, CONTROLLER
WATERTOWN, MA 02472
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
SCHOOL
AMOUNT OF GRANT PAID .... 66,818.

RECIPIENT NAME:
PINE COBBLE SCHOOL INC
ATTN: NICK EDGERTON
ADDRESS:
163 GALE ROAD
WILLIAMSTOWN, MA 01267
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
SCHOOL
AMOUNT OF GRANT PAID .... 33,409.

RECIPIENT NAME:
S & F CLARK ART INSTITUTE
ADDRESS:
ATTN: MR. MICHAEL CONFORTI
WILLIAMSTOWN, MA 01267
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
SCHOOL
AMOUNT OF GRANT PAID .... 16,705.

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

RECIPIENT NAME:
FIRST CONGREGATIONAL CHURCH
ADDRESS:
ATTN: REVEREND CARRIE BAIL
WILLIAMSTOWN, MA 01267
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
CHURCH
AMOUNT OF GRANT PAID .... 83,522.

RECIPIENT NAME:
WILLIAMSTOWN COMMUNITY CHEST
ADDRESS:
ATTN: ANNE SINGLETON
WILLIAMSTOWN, MA 01267
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
COMMUNITY FUND
AMOUNT OF GRANT PAID .... 33,409.

RECIPIENT NAME:
WILLIAMS COLLEGE ALUMNI FUND
ADDRESS:
ATTN: KATHLEEN L. THERRIEN
WILLIAMSTOWN, MA 01267
AMOUNT OF GRANT PAID .... 83,522.

RECIPIENT NAME:
GIRLS INCORPORATED
ADDRESS:
ATTN: ANNA GROSS, CFO
NEW YORK, NY 10005-3902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
CHARITABLE ORGANIZATIO
AMOUNT OF GRANT PAID .... 16,705.

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

TOTAL GRANTS PAID:	334,090.

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
933.799 ARTIO TOTAL RETURN BOND FD-I #1524	12/18/2009	10/11/2010	13,325.00	12,634.00	691.00
305.429 COLUMBIA VALUE & RESTRUCTURING FUND #2051	12/18/2009	10/11/2010	13,787.00	12,837.00	950.00
845.502 DAVIS NY VENTURE	12/18/2009	10/11/2010	27,411.00	25,915.00	1,496.00
935.254 AMERICAN GROWTH FUND F2 CLASS FUND #605	12/18/2009	10/11/2010	26,627.00	25,420.00	1,207.00
2961.7 PIMCO TOTAL RETURN	12/18/2009	10/11/2010	34,682.00	32,283.00	2,399.00
247.407 T. ROWE PRICE NEW	12/18/2009	10/11/2010	11,316.00	10,544.00	772.00
15173.437 VANGUARD GNMA	05/24/2010	10/11/2010	167,970.00	165,239.00	2,731.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			295,118.00	284,872.00	10,246.00
Totals			295,118.00	284,872.00	10,246.00

JSA
0F0971 2 000

MAKEPEACE, ISAB CHARITABLE TRUST 422129015 04-6529891

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
1390. ISHARES TR MSCI	11/07/2008	05/20/2010	51,073.00	35,467.00	15,606.00
2110. ISHARES COHEN &	02/10/2009	05/20/2010	118,939.00	111,972.00	6,967.00
1160. ISHARES TR RUSL 2000	03/21/2007	05/20/2010	81,308.00	91,631.00	-10,323.00
34279.232 ARTIO TOTAL					
RETURN BOND FD-I #1524	09/08/2009	10/11/2010	489,165.00	446,597.00	42,568.00
4489.738 COLUMBIA VALUE &					
RESTRUCTURING FUND #2051	03/09/2009	10/11/2010	202,667.00	183,529.00	19,138.00
5787.605 DAVIS NY VENTURE	03/09/2009	10/11/2010	187,634.00	205,558.00	-17,924.00
6516.695 AMERICAN GROWTH					
FUND F2 CLASS FUND #605	03/09/2009	10/11/2010	185,530.00	214,091.00	-28,561.00
15178. ISHARES TR S&P 100	07/08/2009	10/11/2010	799,139.00	951,098.00	-151,959.00
3538. ISHARES TR MSCI	02/10/2009	10/11/2010	163,347.00	82,625.00	80,722.00
3687. ISHARES TR RUSSELL	03/09/2009	10/11/2010	152,776.00	122,541.00	30,235.00
5297. ISHARES RUSSELL MID	03/09/2009	10/11/2010	267,783.00	231,871.00	35,912.00
1159. ISHARES COHEN &	03/09/2009	10/11/2010	73,804.00	30,117.00	43,687.00
1836. ISHARES TR RUSL 2000	03/09/2009	10/11/2010	117,424.00	118,693.00	-1,269.00
1392. ISHARES TR RUSL 2000	03/09/2009	10/11/2010	107,225.00	85,631.00	21,594.00
72119.942 PIMCO TOTAL	09/08/2009	10/11/2010	844,525.00	739,774.00	104,751.00
2894. T. ROWE PRICE NEW	09/24/2009	10/11/2010	132,372.00	117,844.00	14,528.00
12098.552 VANGUARD GNMA	09/08/2009	10/11/2010	133,931.00	127,182.00	6,749.00
1000. SPDR TR UNIT SER 1	07/17/2007	12/23/2010	125,428.00	155,040.00	-29,612.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			4,234,070.00	4,051,261.00	182,809.00
Totals			4,234,070.00	4,051,261.00	182,809.00

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FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

AMERICAN INTERNATIONAL GROUP	178.00	
TYCO INTL LTD	178.00	
VANGUARD GNMA	121.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		477.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		477.00

STATEMENT 3