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 ☐ Address change ☐ Name change

Name of foundation
EDWARD J & VIRGINIA M ROUTHIER FOUNDATION
1011000633

A Employer identification number
05-0485198

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
870 WESTMINSTER STREET

B Telephone number (see page 10 of the instructions)
(401) 454-2323

City or town, state, and ZIP code
PROVIDENCE, RI 02903

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: ☒ 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)* ▶ $ 16,363,897.

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)
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	426,607.	435,556.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-128,183.			
b	Gross sales price for all assets on line 6a 2,140,794.				
7	Capital gain net income (from Part IV, line 2)		NONE		
8	Net short-term capital gain				
9	Income modifications				
10 a	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	298,424.	435,556.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	99,955.	49,977.		49,978.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 2	500.	NONE	NONE	500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 3		1,227.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 4	50.			50.
24	**Total operating and administrative expenses.** Add lines 13 through 23	100,505.	51,204.	NONE	50,528.
25	Contributions, gifts, grants paid	709,000.			709,000.
26	**Total expenses and disbursements.** Add lines 24 and 25	809,505.	51,204.	NONE	759,528.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-511,081.			
b	**Net investment income** (if negative, enter -0-)		384,352.		
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	5,555.		
	2	Savings and temporary cash investments	90,254.	150,009.	150,009.
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) STMT 5	2,258,248.	100,000.	91,628.
	b	Investments - corporate stock (attach schedule) STMT 6	6,683,642.	7,987,893.	9,800,018.
	c	Investments - corporate bonds (attach schedule)	2,678,924.		
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 7	3,011,196.	5,965,885.	6,322,242.
	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)	14,727,819.	14,203,787.	16,363,897.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	14,659,243.	14,203,787.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	68,576.		
	30	**Total net assets or fund balances** (see page 17 of the instructions)	14,727,819.	14,203,787.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	14,727,819.	14,203,787.	

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	14,727,819.
2	Enter amount from Part I, line 27a	2	-511,081.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	2,687.
4	Add lines 1, 2, and 3	4	14,219,425.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	15,638.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,203,787.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	-117,604.
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	717,145.	14,000,112.	0.05122423306
2008	893,108.	16,089,085.	0.05551017973
2007	889,330.	17,819,384.	0.04990801029
2006	877,075.	16,794,585.	0.05222367805
2005	828,005.	16,496,057.	0.05019411608

2	**Total** of line 1, column (d)	2	0.25906021721
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	0.05181204344
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	15,456,183.
5	Multiply line 4 by line 3	5	800,816.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,844.
7	Add lines 5 and 6	7	804,660.
8	Enter qualifying distributions from Part XII, line 4	8	759,528.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter: ______________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	7,687.
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	7,687.
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	7,687.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 11,713.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 600.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	12,313.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	4,626.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 4,626. **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	N/A	
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 10			
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 ▶ RBS CITIZENS, N.A. Telephone no ▶ (401)454-2323

Located at ▶ ONE CAPITAL PLAZA, PROVIDENCE, RI ZIP + 4 ▶ 02903

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		X
	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	N/A	
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** N/A

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? N/A ☐ 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** N/A

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		99,955.	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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. 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	15,265,438.
b	Average of monthly cash balances	1b	426,118.
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	15,691,556.
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	15,691,556.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	235,373.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,456,183.
6	**Minimum investment return.** Enter 5% of line 5	6	772,809.

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	772,809.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	7,687.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,687.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	765,122.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	765,122.
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	765,122.

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	759,528.
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	759,528.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	759,528.

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					765,122.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				549,598.	
b Total for prior years: 20____,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2010:					
a From 2005	NONE				
b From 2006	NONE				
c From 2007	NONE				
d From 2008	NONE				
e From 2009	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 759,528.					
a Applied to 2009, but not more than line 2a				549,598.	
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					209,930.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions			NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011					555,192.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9:					
a Excess from 2006	NONE				
b Excess from 2007	NONE				
c Excess from 2008	NONE				
d Excess from 2009	NONE				
e Excess from 2010	NONE				

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

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

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

	Tax year	Prior 3 years			
	(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).)

NONE

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.

NONE

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

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

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

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

c Any submission deadlines:

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

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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 19				
Total . . . . ▶ 3a				709,000.
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					
4 Dividends and interest from securities			14	426,607.	
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	-128,183.	
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)				298,424.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 298,424.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

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

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
N/A		

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

Signature of officer or trustee GREGORY J. SUCHY

Date 11/07/2011

Title TAX OFFICER

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN	Jeffrey E Kuhlin	11/07/2011		P00353001

Firm's name ▶ KPMG LLP

Firm's EIN ▶ 13-5565207

Firm's address ▶ 100 WESTMINSTER ST, 6TH FLOOR STE A
PROVIDENCE, RI 02903-2321

Phone no. 855-549-6955

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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 SHORT-TERM CAPITAL GAIN DIVIDENDS					9,071.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					3,878.	
		450. AGCO CORP					09/23/2008	02/10/2010
		PROPERTY TYPE: SECURITIES						
14,220.00		22,347.00					-8,127.00	
		150. EMERSON ELECTRIC CO.					11/27/2006	02/10/2010
		PROPERTY TYPE: SECURITIES						
6,819.00		6,468.00					351.00	
		150. ENERGIZER HLDGS INC					07/02/2008	02/10/2010
		PROPERTY TYPE: SECURITIES						
8,260.00		10,782.00					-2,522.00	
		150. FLUOR CORP					04/09/2007	02/10/2010
		PROPERTY TYPE: SECURITIES						
6,528.00		6,877.00					-349.00	
		150. GAMESTOP CORP NEW CL A					07/02/2008	02/10/2010
		PROPERTY TYPE: SECURITIES						
2,877.00		6,185.00					-3,308.00	
		288. ISHARES TR RUSSELL 2000 VALUE					09/23/2008	02/10/2010
		PROPERTY TYPE: SECURITIES						
16,013.00		20,200.00					-4,187.00	
		177. MICROSOFT CORP					06/09/2004	02/10/2010
		PROPERTY TYPE: SECURITIES						
4,939.00		4,698.00					241.00	
		150. MOLSON COORS BREWING CO					07/02/2008	02/10/2010
		PROPERTY TYPE: SECURITIES						
5,908.00		8,247.00					-2,339.00	
		150. PACTIV CORP					09/23/2008	02/10/2010
		PROPERTY TYPE: SECURITIES						
3,350.00		3,812.00					-462.00	
		100. PRECISION CAST PARTS					09/23/2008	02/10/2010
		PROPERTY TYPE: SECURITIES						
10,677.00		8,513.00					2,164.00	

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)	
		101. SCHLUMBERGER LTD					07/02/2008	02/10/2010
		PROPERTY TYPE: SECURITIES						
6,445.00		10,845.00					-4,400.00	
		49. SCHLUMBERGER LTD					08/31/2000	02/10/2010
		PROPERTY TYPE: SECURITIES						
3,127.00		2,083.00					1,044.00	
		269. CHARLES SCHWAB CORP NEW					07/02/2008	02/10/2010
		PROPERTY TYPE: SECURITIES						
4,783.00		5,673.00					-890.00	
		250. MOLSON COORS BREWING CO					07/02/2008	02/19/2010
		PROPERTY TYPE: SECURITIES						
10,250.00		13,745.00					-3,495.00	
		1000. PHH CORP NEW					09/23/2009	03/01/2010
		PROPERTY TYPE: SECURITIES						
20,559.00		20,147.00					412.00	
		200. ENERGIZER HLDGS INC					07/02/2008	03/15/2010
		PROPERTY TYPE: SECURITIES						
11,978.00		14,375.00					-2,397.00	
		993. ISHARES BARCLAYS TIPS BOND FUND					09/09/2009	03/18/2010
		PROPERTY TYPE: SECURITIES						
103,689.00		99,708.00					3,981.00	
		2011. ISHARES BARCLAYS TIPS BOND FUND					11/25/2008	03/18/2010
		PROPERTY TYPE: SECURITIES						
209,988.00		200,974.00					9,014.00	
		250000. FED NATL MTG ASSN 3.450% 4/0					04/28/2009	04/08/2010
		PROPERTY TYPE: SECURITIES						
250,000.00		250,000.00						
		200. GAMESTOP CORP NEW CL A					07/02/2008	04/09/2010
		PROPERTY TYPE: SECURITIES						
4,638.00		8,247.00					-3,609.00	
		250. STERICYCLE INC					02/14/2008	04/09/2010
		PROPERTY TYPE: SECURITIES						
13,575.00		13,633.00					-58.00	

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)	
		250. TRANSOCEAN LTD ZUG PROPERTY TYPE: SECURITIES					07/02/2008	04/29/2010
19,897.00		37,223.00					-17,326.00	
		150. TRANSOCEAN LTD ZUG PROPERTY TYPE: SECURITIES					04/09/2007	05/11/2010
10,348.00		19,903.00					-9,555.00	
		600. PACTIV CORP PROPERTY TYPE: SECURITIES					09/23/2008	05/17/2010
17,292.00		15,246.00					2,046.00	
		200. TRANSOCEAN LTD ZUG PROPERTY TYPE: SECURITIES					04/09/2007	05/26/2010
11,594.00		26,538.00					-14,944.00	
		1000. AAR CORP PROPERTY TYPE: SECURITIES					05/01/2008	05/27/2010
18,875.00		23,813.00					-4,938.00	
		250. GAMESTOP CORP NEW CL A PROPERTY TYPE: SECURITIES					07/02/2008	05/27/2010
5,635.00		10,309.00					-4,674.00	
		165. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					09/23/2008	05/27/2010
8,004.00		18,869.00					-10,865.00	
		1500. NVIDIA CORP PROPERTY TYPE: SECURITIES					04/09/2007	05/27/2010
19,590.00		30,983.00					-11,393.00	
		650. TRANSOCEAN LTD ZUG PROPERTY TYPE: SECURITIES					10/08/2008	05/27/2010
40,725.00		69,386.00					-28,661.00	
		1000. AAR CORP PROPERTY TYPE: SECURITIES					05/01/2008	06/03/2010
19,125.00		23,813.00					-4,688.00	
		500. AAR CORP PROPERTY TYPE: SECURITIES					05/01/2008	06/11/2010
8,905.00		11,906.00					-3,001.00	

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)	
		150. AGCO CORP					09/23/2008	06/11/2010
		PROPERTY TYPE: SECURITIES						
4,167.00		7,449.00					-3,282.00	
		80000. CHASE MANHATTAN CORP 7.875% 6/15					05/20/2003	06/15/2010
		PROPERTY TYPE: SECURITIES						
80,000.00		99,209.00					-19,209.00	
		500. AAR CORP					10/08/2008	06/16/2010
		PROPERTY TYPE: SECURITIES						
9,360.00		8,867.00					493.00	
		250. GAMESTOP CORP NEW CL A					07/02/2008	06/16/2010
		PROPERTY TYPE: SECURITIES						
4,962.00		10,309.00					-5,347.00	
		2000. AAR CORP					10/15/2008	06/17/2010
		PROPERTY TYPE: SECURITIES						
37,555.00		24,800.00					12,755.00	
		150. MONSANTO CO NEW					09/23/2008	07/09/2010
		PROPERTY TYPE: SECURITIES						
7,522.00		17,153.00					-9,631.00	
		.947 FRONTIER COMMUNICATIONS CORP					02/13/2009	07/19/2010
		PROPERTY TYPE: SECURITIES						
7.00		7.00						
		100. MONSANTO CO NEW					09/23/2008	07/20/2010
		PROPERTY TYPE: SECURITIES						
5,719.00		11,436.00					-5,717.00	
		100. BERKSHIRE HATHAWAY INC DEL CL B NEW					11/21/2008	08/05/2010
		PROPERTY TYPE: SECURITIES						
8,056.00		5,498.00					2,558.00	
		50. CHIPOTLE MEXICAN GRILL INC					07/02/2008	08/05/2010
		PROPERTY TYPE: SECURITIES						
7,548.00		4,126.00					3,422.00	
		500. NVIDIA CORP					04/09/2007	08/05/2010
		PROPERTY TYPE: SECURITIES						
4,680.00		10,328.00					-5,648.00	

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)	
		25. PRICELINE COM INC					07/02/2008	08/05/2010
		PROPERTY TYPE: SECURITIES						
7,128.00		2,731.00					4,397.00	
		250. STRYKER CORP.					04/09/2007	08/05/2010
		PROPERTY TYPE: SECURITIES						
11,900.00		17,232.00					-5,332.00	
		404. FRONTIER COMMUNICATIONS CORP					02/13/2009	08/11/2010
		PROPERTY TYPE: SECURITIES						
3,059.00		3,155.00					-96.00	
		1000. PACTIV CORP					09/23/2008	08/18/2010
		PROPERTY TYPE: SECURITIES						
32,402.00		25,410.00					6,992.00	
		150. MASTERCARD INC					12/04/2009	09/10/2010
		PROPERTY TYPE: SECURITIES						
29,709.00		33,648.00					-3,939.00	
		500. GAMESTOP CORP NEW CL A					10/15/2008	09/16/2010
		PROPERTY TYPE: SECURITIES						
9,736.00		14,777.00					-5,041.00	
		50. APPLE COMPUTER INC.					01/30/2008	09/24/2010
		PROPERTY TYPE: SECURITIES						
14,555.00		6,589.00					7,966.00	
		50. PRICELINE COM INC					07/02/2008	09/24/2010
		PROPERTY TYPE: SECURITIES						
17,148.00		5,462.00					11,686.00	
		65000. CITIGROUP INC 7.250% 10/01					09/18/2003	10/01/2010
		PROPERTY TYPE: SECURITIES						
65,000.00		75,817.00					-10,817.00	
		250. MONSANTO CO NEW					09/23/2008	10/06/2010
		PROPERTY TYPE: SECURITIES						
12,424.00		28,589.00					-16,165.00	
		250000. FED HOME LN BKS 3.500% 10/0					09/10/2009	10/14/2010
		PROPERTY TYPE: SECURITIES						
250,000.00		250,000.00						

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)	
		250000. FED HOME LN MTG CORP 3.000% 10/1					04/08/2010	10/15/2010
		PROPERTY TYPE: SECURITIES						
250,000.00		250,000.00						
		2000. PACTIV CORP					09/23/2008	11/16/2010
		PROPERTY TYPE: SECURITIES						
66,500.00		50,820.00					15,680.00	
		450. BUCYRUS INTL INC NEW					09/24/2009	12/01/2010
		PROPERTY TYPE: SECURITIES						
40,095.00		15,993.00					24,102.00	
		250000. GENERAL ELEC CAP 4.250% 12/0					02/13/2004	12/01/2010
		PROPERTY TYPE: SECURITIES						
250,000.00		253,445.00					-3,445.00	
TOTAL GAIN(LOSS)		....					-117,604.	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		426,607.	435,556.
	TOTAL	426,607.	435,556.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEE		500.			500.
	TOTALS	500.	NONE	NONE	500.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES		1,227.
TOTALS		1,227.

EDWARD J & VIRGINIA M ROUTHIER FOUNDATION 05-0485198

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
RI FILING FEES		50.	50.
	TOTALS	50.	50.

EDWARD J & VIRGINIA M ROUTHIER FOUNDATION 05-0485198

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	2,258,248.	100,000.	91,628.
TOTALS	2,258,248.	100,000.	91,628.

EDWARD J & VIRGINIA M ROUTHIER FOUNDATION 05-0485198

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	6,683,642.	7,987,893.	9,800,018.
TOTALS	6,683,642.	7,987,893.	9,800,018.

EDWARD J & VIRGINIA M ROUTHIER FOUNDATION 05-0485198

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	3,011,196.	5,965,885.	6,322,242.
TOTALS		3,011,196.	5,965,885.	6,322,242.

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

DESCRIPTION		AMOUNT
ACCRUED MARKET DISCOUNT		2,687.
	TOTAL	2,687.

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

DESCRIPTION	AMOUNT
TAX COST ADJUSTMENT - RAYONIER INC.	68.
TAX COST ADJUSTMENT - ISHARES BARCLAYS TIPS FD	1,332.
12/31/2009 BOOK-TO-TAX ADJUSTMENT	14,238.
TOTAL	15,638.

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STATE(S) WHERE THE FOUNDATION IS REGISTERED
==========================================
     RI
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STATEMENT 10

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

OFFICER NAME:
RBS CITIZENS, N.A.
ADDRESS:
ONE CAPITAL PLAZA
PROVIDENCE, RI 02903
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 47,955.

OFFICER NAME:
JAMES E. MURPHY
ADDRESS:
2210 ONION CREEK PARKWAY, UNIT 1001
AUSTIN, TX 78747
TITLE:
DISTRIBUTION COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 3,000.

OFFICER NAME:
PETER ARDEN
ADDRESS:
60 TAYLOR DRIVE
EAST PROVIDENCE, RI 02916
TITLE:
DISTRIBUTION COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 3,000.

OFFICER NAME:
PHYLLIS NIGRIS
ADDRESS:
38 ROTARY DRIVE
JOHNSTON, RI 02919
TITLE:
DISTRIBUTION COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 23,000.

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

OFFICER NAME:
DENNIS DIBENEDETTO
ADDRESS:
1130 TEN ROD RD., SUITE F201
NORTH KINGSTOWN, RI 02852
TITLE:
DISTRIBUTION COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 23,000.

TOTAL COMPENSATION: 99,955.

RECIPIENT NAME:
THE GOLF FOUNDATION OF RI
D/B/A BUTTON HOLE
ADDRESS:
ONE BUTTON HOLE DRIVE
PROVIDENCE, RI 02909
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 80,000.

RECIPIENT NAME:
THE JOHN P BURKE MEMORIAL FUND, INC
ADDRESS:
ONE BUTTON HOLE DR., SUITE 2
PROVIDENCE, RI 02909
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
COURTHOUSE CENTER FOR THE ARTS
ADDRESS:
PO BOX 186
WEST KINGSTON, RI 02892
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 45,000.

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

RECIPIENT NAME:
HOME AND HOSPICE CARE OF RI
ADDRESS:
169 GEORGE STREET
PAWTUCKET, RI 02860
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
HOPE ALZHEIMER'S CENTER
ADDRESS:
25 BRAYTON AVENUE
CRANSTON, RI 02920
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
LIFESPAN CORP - RI HOSPITAL
ADDRESS:
167 POINT STREET, SUITE 1B
PROVIDENCE, RI 02903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

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

RECIPIENT NAME:
OCEAN TIDES/DE LASALLE CHRISTIAN
BROTHERS
ADDRESS:
635 OCEAN ROAD
NARRAGANSETT, RI 02882
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
PROVIDENCE PUBLIC LIBRARY
ADDRESS:
225 WASHINGTON STREET
PROVIDENCE, RI 02903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
RHODE ISLAND FOUNDATION
ADDRESS:
ONE UNION STATION
PROVIDENCE, RI 02903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DONOR-ADVISED FUND
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 180,000.

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

RECIPIENT NAME:
KENT HOSPITAL
ADDRESS:
45 TOLLGATE ROAD
WARWICK, RI 02886
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
ST JOHN BAPTIST DE LA SALLE
INSTITUTE/LASALLE ACADEMY
ADDRESS:
612 ACADEMY AVENUE
PROVIDENCE, RI 02908
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
ST MARY STAR OF THE SEA CHURCH
ADDRESS:
PO BOX 3329
NARRAGANSETT, RI 02882
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,000.

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

RECIPIENT NAME:
RI SOCIETY FOR THE PREVENTION
OF CRUELTY TO ANIMALS
ADDRESS:
186 AMARAL STREET
PROVIDENCE, RI 02915
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ROCKY HILL SCHOOL
ADDRESS:
530 IVEST ROAD
EAST GREENWICH, RI 02818
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ST PAUL SCHOOL OF EDGEWOOD
ADDRESS:
ONE SAINT PAUL PLACE
CRANSTON, RI 02905
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ST THOMAS MOORE CHURCH
ADDRESS:
53 ROCKLAND STREET
NARRAGANSETT, RI
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
ST PHILOMENA SCHOOL
ADDRESS:
344 CORY'S LANE
PORTSMOUTH, RI 02871
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
SOUTH COUNTY HOSPITAL
ADDRESS:
100 KENYON AVENUE
WARWICK, RI 02879
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
ST PATRICK WORD OF GOD SCHOOL
ADDRESS:
244 SMITH STREET
PROVIDENCE, RI 02908
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
THUNDERMIST HEATLH CENTER
ADDRESS:
450 CLINTON STREET
WOONSOCKET, RI 02895
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
VOLUNTEERS IN PROVIDENCE SCHOOLS
ADDRESS:
905 WESTMINSTER STREET
PROVIDENCE, RI 02903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

TOTAL GRANTS PAID: 709,000.
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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: EDWARD J & VIRGINIA M ROUTHIER FOUNDATION

Employer identification number: 05-0485198

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)
1a	SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			9,071.

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	454.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	9,525.

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)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			3,878.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-131,007.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-127,129.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III **Summary of Parts I and II** **Caution:** *Read the instructions* ***before*** *completing this part.*		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			9,525.
14 **Net long-term gain or (loss):**				
a Total for year	14a			-127,129.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-117,604.

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.*

Part IV Capital Loss Limitation

16 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	16	(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.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17		
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18				
19	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)	19				
20	Add lines 18 and 19	20				
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21				
22	Subtract line 21 from line 20. If zero or less, enter -0-			22		
23	Subtract line 22 from line 17. If zero or less, enter -0-			23		
24	Enter the **smaller** of the amount on line 17 or $2,300			24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25		
26	Subtract line 25 from line 24			26		
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22			27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28		
29	Subtract line 28 from line 27			29		
30	Multiply line 29 by 15% (.15)				30	
31	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)				31	
32	Add lines 30 and 31				32	
33	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)				33	
34	**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)				34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2010

Name of estate or trust: EDWARD J & VIRGINIA M ROUTHIER FOUNDATION

Employer identification number: 05-0485198

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

(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)
1a 1000. PHH CORP NEW	09/23/2009	03/01/2010	20,559.00	20,147.00	412.00
993. ISHARES BARCLAYS TIPS BOND FUND	09/09/2009	03/18/2010	103,689.00	99,708.00	3,981.00
250000. FED NATL MTG ASSN 3.450% 4/08/16	04/28/2009	04/08/2010	250,000.00	250,000.00	
150. MASTERCARD INC	12/04/2009	09/10/2010	29,709.00	33,648.00	-3,939.00
250000. FED HOME LN MTG CORP 3.000% 10/15/18	04/08/2010	10/15/2010	250,000.00	250,000.00	

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 454.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
EDWARD J & VIRGINIA M ROUTHIER FOUNDATION	05-0485198

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 450. AGCO CORP	09/23/2008	02/10/2010	14,220.00	22,347.00	-8,127.00
150. EMERSON ELECTRIC CO.	11/27/2006	02/10/2010	6,819.00	6,468.00	351.00
150. ENERGIZER HLDGS INC	07/02/2008	02/10/2010	8,260.00	10,782.00	-2,522.00
150. FLUOR CORP	04/09/2007	02/10/2010	6,528.00	6,877.00	-349.00
150. GAMESTOP CORP NEW CL A	07/02/2008	02/10/2010	2,877.00	6,185.00	-3,308.00
288. ISHARES TR RUSSELL 2000 VALUE	09/23/2008	02/10/2010	16,013.00	20,200.00	-4,187.00
177. MICROSOFT CORP	06/09/2004	02/10/2010	4,939.00	4,698.00	241.00
150. MOLSON COORS BREWING CO	07/02/2008	02/10/2010	5,908.00	8,247.00	-2,339.00
150. PACTIV CORP	09/23/2008	02/10/2010	3,350.00	3,812.00	-462.00
100. PRECISION CAST PARTS	09/23/2008	02/10/2010	10,677.00	8,513.00	2,164.00
101. SCHLUMBERGER LTD	07/02/2008	02/10/2010	6,445.00	10,845.00	-4,400.00
49. SCHLUMBERGER LTD	08/31/2000	02/10/2010	3,127.00	2,083.00	1,044.00
269. CHARLES SCHWAB CORP NEW	07/02/2008	02/10/2010	4,783.00	5,673.00	-890.00
250. MOLSON COORS BREWING CO	07/02/2008	02/19/2010	10,250.00	13,745.00	-3,495.00
200. ENERGIZER HLDGS INC	07/02/2008	03/15/2010	11,978.00	14,375.00	-2,397.00
2011. ISHARES BARCLAYS TIPS BOND FUND	11/25/2008	03/18/2010	209,988.00	200,974.00	9,014.00
200. GAMESTOP CORP NEW CL A	07/02/2008	04/09/2010	4,638.00	8,247.00	-3,609.00
250. STERICYCLE INC	02/14/2008	04/09/2010	13,575.00	13,633.00	-58.00
250. TRANSOCEAN LTD ZUG	07/02/2008	04/29/2010	19,897.00	37,223.00	-17,326.00
150. TRANSOCEAN LTD ZUG	04/09/2007	05/11/2010	10,348.00	19,903.00	-9,555.00
600. PACTIV CORP	09/23/2008	05/17/2010	17,292.00	15,246.00	2,046.00
200. TRANSOCEAN LTD ZUG	04/09/2007	05/26/2010	11,594.00	26,538.00	-14,944.00
1000. AAR CORP	05/01/2008	05/27/2010	18,875.00	23,813.00	-4,938.00
250. GAMESTOP CORP NEW CL A	07/02/2008	05/27/2010	5,635.00	10,309.00	-4,674.00
165. MONSANTO CO NEW	09/23/2008	05/27/2010	8,004.00	18,869.00	-10,865.00

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	**Employer identification number**
EDWARD J & VIRGINIA M ROUTHIER FOUNDATION	05-0485198

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 1500. NVIDIA CORP	04/09/2007	05/27/2010	19,590.00	30,983.00	-11,393.00
650. TRANSOCEAN LTD ZUG	10/08/2008	05/27/2010	40,725.00	69,386.00	-28,661.00
1000. AAR CORP	05/01/2008	06/03/2010	19,125.00	23,813.00	-4,688.00
500. AAR CORP	05/01/2008	06/11/2010	8,905.00	11,906.00	-3,001.00
150. AGCO CORP	09/23/2008	06/11/2010	4,167.00	7,449.00	-3,282.00
80000. CHASE MANHATTAN CORP 7.875% 6/15/10	05/20/2003	06/15/2010	80,000.00	99,209.00	-19,209.00
500. AAR CORP	10/08/2008	06/16/2010	9,360.00	8,867.00	493.00
250. GAMESTOP CORP NEW CL A	07/02/2008	06/16/2010	4,962.00	10,309.00	-5,347.00
2000. AAR CORP	10/15/2008	06/17/2010	37,555.00	24,800.00	12,755.00
150. MONSANTO CO NEW	09/23/2008	07/09/2010	7,522.00	17,153.00	-9,631.00
.947 FRONTIER COMMUNICATIONS CORP	02/13/2009	07/19/2010	7.00	7.00	
100. MONSANTO CO NEW	09/23/2008	07/20/2010	5,719.00	11,436.00	-5,717.00
100. BERKSHIRE HATHAWAY INC DEL CL B NEW	11/21/2008	08/05/2010	8,056.00	5,498.00	2,558.00
50. CHIPOTLE MEXICAN GRILL INC	07/02/2008	08/05/2010	7,548.00	4,126.00	3,422.00
500. NVIDIA CORP	04/09/2007	08/05/2010	4,680.00	10,328.00	-5,648.00
25. PRICELINE COM INC	07/02/2008	08/05/2010	7,128.00	2,731.00	4,397.00
250. STRYKER CORP.	04/09/2007	08/05/2010	11,900.00	17,232.00	-5,332.00
404. FRONTIER COMMUNICATIONS CORP	02/13/2009	08/11/2010	3,059.00	3,155.00	-96.00
1000. PACTIV CORP	09/23/2008	08/18/2010	32,402.00	25,410.00	6,992.00
500. GAMESTOP CORP NEW CL A	10/15/2008	09/16/2010	9,736.00	14,777.00	-5,041.00
50. APPLE COMPUTER INC.	01/30/2008	09/24/2010	14,555.00	6,589.00	7,966.00
50. PRICELINE COM INC	07/02/2008	09/24/2010	17,148.00	5,462.00	11,686.00
65000. CITIGROUP INC 7.250% 10/01/10	09/18/2003	10/01/2010	65,000.00	75,817.00	-10,817.00
250. MONSANTO CO NEW	09/23/2008	10/06/2010	12,424.00	28,589.00	-16,165.00
250000. FED HOME LN BKS 3.500% 10/06/15	09/10/2009	10/14/2010	250,000.00	250,000.00	

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
EDWARD J & VIRGINIA M ROUTHIER FOUNDATION

Employer identification number
05-0485198

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	2000. PACTIV CORP	09/23/2008	11/16/2010	66,500.00	50,820.00	15,680.00
	450. BUCYRUS INTL INC NEW	09/24/2009	12/01/2010	40,095.00	15,993.00	24,102.00
	250000. GENERAL ELEC CAP 4.250% 12/01/10	02/13/2004	12/01/2010	250,000.00	253,445.00	-3,445.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -131,007.00

Schedule D-1 (Form 1041) 2010

JSA
0F1222 3 000

FEDERAL CAPITAL GAIN DIVIDENDS

SHORT-TERM CAPITAL GAIN DIVIDENDS

ISHARES BARCLAYS AGGREGATE BD FD	1,980.00	
VANGUARD ADMIRAL GNMA FD #536	7,091.00	
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS		9,071.00

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

	793.00	
ISHARES BARCLAYS AGGREGATE BD FD	117.00	
RAYONIER INC COM	900.00	
VANGUARD ADMIRAL GNMA FD #536	1,979.00	
VANGUARD ADMIRAL FIXED STCORP #539	89.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		3,878.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		3,878.00

STATEMENT 1

990PF, PART VII-B LINE 2B - SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply The foundation does not have any undistributed income from prior years.

Investment Account Statement

December 1, 2010 - December 31, 2010

Account Holdings Schedule

Description	Quantity/ Current Price	Market Value	Tax Cost	Est. Ann. Income/ Current Yield
Fixed Income - Taxable				
Bank of America Corp 4.875% 01/15/2013 CUSIP: 060505AX2	250,000 00 104.21	$260,520 00	$246,861 00	$12,187 50 4.68%
Becton Dickinson 3 25% 11/12/2020 CUSIP 075887AW9	100,000 00 93.86	$93,862 00	$99,949 00	$3,250 00 3.46%
Bottling Group LLC 4.625% 11/15/2012 (Pepsi) CUSIP. 10138MAB1	250,000 00 106.89	$267,217 50	$253,437 50	$11,562 50 4.33%
Conoco Inc. 6 95% 04/15/2029 CUSIP· 208251AE8	100,000 00 122.90	$122,899 00	$109,193 00	$6,950 00 5.65%
Conocophillips 4.6000% 1/15/2015 CUSIP: 20825CAT1	100,000 00 108 99	$108,994 00	$99,911 00	$4,600 00 4.22%
Credit Suisse NY 5.50% 5/1/2014 CUSIP: 22546QAA5	100,000 00 109.67	$109,665 00	$100,700 00	$5,500 00 5 01%
Farmer Mac Gtd TR 07-09 144a 5.125% 4/19/2017 CUSIP: 30769QAA8	250,000 00 108.79	$271,980 00	$256,475 00	$12,812 50 4.71%
Federal Farm Credit Bank (Callable 12/3/2010 @ 100) 2 875% 6/3/2019-2010 CUSIP. 31331JZH9	250,000 00 95.91	$239,765 00	$250,000 00	$7,187 50 3.00%
Federal Farm Credit Banks 5 300% 2/18/2014 CUSIP. 31331VX68	250,000 00 112 50	$281,260 00	$249,875 00	$13,250 00 4.71%
Federal Home Loan Bank 5.000% 5/13/2011 CUSIP· 3133X7C69	250,000 00 101.71	$254,277 50	$251,250 00	$12,500 00 4.92%
Federal Home Loan Bank 5.250% 6/18/2014 CUSIP: 3133X7FK5	250,000 00 113.51	$283,765 00	$250,000 00	$13,125 00 4.63%
Federal Home Loan Mortgage Corp (Callable 12/12/2011 @ 100) 4.25% 12/12/2018-2011 CUSIP: 3128X77G3	250,000 00 102.94	$257,347 50	$249,625 00	$10,625 00 4.13%

Investment Account Statement

December 1, 2010 - December 31, 2010

Description	Quantity/ Current Price	Market Value	Tax Cost	Est. Ann. Income/ Current Yield
Federal Home Loan Mortgage Corp (Callable 7/3/2012 @ 100) 4.30% 7/13/2018 - 2012 CUSIP: 3128X83K6	250,000 00 104.20	$260,487 50	$250,000 00	$10,750 00 4 13%
Federal Home Loan Mortgage Corp 5.125% 7/15/2012 CUSIP: 3134A4QD9	250,000 00 106.91	$267,272.50	$251,960 00	$12,812 50 4.79%
Federal Natl Mtg Assn (Callable 9/28/2012 @ 100) 2.05% 3/28/2016 - 2012 CUSIP: 3136FMGQ1	250,000 00 101.23	$253,065 00	$250,000 00	$5,125 00 2.02%
General Elec Cap Corp Medium Term Nts 4.25% 6/15/2012 CUSIP. 36962GR30	250,000 00 104.00	$259,990 00	$249,162 50	$10,625 00 4.09%
Goldman Sachs Group Inc 4.750% 7/15/2013 CUSIP: 38141GDK7	250,000 00 106.53	$266,317 50	$234,725 00	$11,875 00 4.46%
Illinois Tool Works 6.25% 4/1/2019 CUSIP: 452308AJ8	100,000 00 116.49	$116,488 00	$99,984 00	$6,250 00 5.36%
International Business Machines Corp 6.500% 1/15/2028 CUSIP. 459200AS0	100,000 00 117 56	$117,564 00	$103,897 00	$6,500 00 5.53%
iShares Barclays Aggregate Bd Fd CUSIP. 464287226	1,973 00 105.75	$208,644 75	$198,225 42	$7,276 42 3.49%
Lowe's Co 2 125% 4/15/2016 CUSIP. 548661CS4	100,000 00 97.80	$97,796 00	$99,950 00	$2,125 00 2.17%
Pepsi Inc 4.65% 2/15/2013 CUSIP: 713448BG2	300,000 00 107.68	$323,043 00	$299,763 00	$13,950 00 4 32%
Private Export Funnding 2 25% 12/15/2017 CUSIP: 742651DK5	250,000 00 94.78	$236,957 50	$249,377 50	$5,625 00 2 37%
Shell International Fin BV 3.2500% 9/22/2015 CUSIP: 822582AH5	200,000 00 102.73	$205,450 00	$199,590 00	$6,500 00 3.16%

Account Holdings Section (continued)

Investment Account Statement

December 1, 2010 - December 31, 2010

Description	***Quantity/ Current Price***	***Market Value***	***Tax Cost***	***Est. Ann. Income/ Current Yield***
Vanguard Admiral Fixed Income St Corp Fd # 539 CUSIP: 922031836	14,772 01 10.77	$159,094 57	$150,088 58	$5,524 73 3.47%
Vanguard Admiral GNMA Fd #536 CUSIP: 922031794	33,716 42 10.74	$362,114 38	$359,135 08	$12,407 64 3.43%
Vanguard Long Term Corp Fund (#28) CUSIP: 922031109	39,000.00 9.34	$364,260 00	$299,520 00	$20,475 00 5.62%
Vodafone Group PLC New 5.000% 12/16/2013 CUSIP. 92857WAF7	250,000 00 108.86	$272,145 00	$253,230 00	$12,500 00 4.59%
Total Fixed Income - Taxable		$6,322,242 20	$5,965,884 58	$263,871 29
Fixed Income - Tax Exempt				
New York NY GO (Unltd) Taxable-Ser C2 3.48% 10/01/2018 CUSIP: 64966H4F4	100,000 00 91.63	$91,628 00	$100,000 00	$3,480 00 3.80%
Total Fixed Income - Tax Exempt		$91,628 00	$100,000.00	$3,480.00
Equities				
AGCO Corp Com CUSIP: 001084102	1,500 00 50.66	$75,990 00	$63,860 99	$0 00 0.00%
Alberto Culver Co New CUSIP: 013078100	1,000 00 37.04	$37,040 00	$24,938 23	$340 00 0.92%
Alliance Data Sys Corp Com CUSIP: 018581108	400 00 71 03	$28,412 00	$24,420 00	$0 00 0.00%
American Tower Corp CUSIP: 029912201	2,500 00 51.64	$129,100 00	$91,999 99	$0 00 0.00%
AMGEN Inc CUSIP: 031162100	500 00 54.90	$27,450 00	$29,104 45	$0 00 0.00%
Apple Computer Inc. CUSIP: 037833100	850 00 322 56	$274,176 00	$109,883 39	$0 00 0 00%
AT & T Inc CUSIP: 00206R102	3,344 00 29.38	$98,246 72	$120,196 94	$5,751 68 5.85%
Avnet, Inc. CUSIP. 053807103	1,000 00 33.03	$33,030 00	$28,041 21	$0 00 0.00%

Account Holdings Section (continued)

Investment Account Statement

December 1, 2010 - December 31, 2010

Description	***Quantity/ Current Price***	***Market Value***	***Tax Cost***	***Est. Ann. Income/ Current Yield***
Baker Hughes Inc	2,400 00	$137,208 00	$81,236 91	$1,440 00
CUSIP· 057224107	57 17			1.05%
Bard CR Inc	750.00	$68,827 50	$61,680 00	$540 00
CUSIP· 067383109	91.77			0 78%
Becton Dickinson & Co	966 00	$81,646 32	$75,821 34	$1,584 24
CUSIP: 075887109	84.52			1.94%
Berkshire Hathaway Inc DEL	1,750 00	$140,192 50	$95,081 59	$0 00
CL B New	80 11			0.00%
CUSIP: 084670702				
Capital One Finl Corp	750 00	$31,920 00	$31,635 69	$150 00
CUSIP. 14040H105	42.56			0 47%
Caterpillar Inc	1,548 00	$144,985 68	$72,794 78	$2,724 48
CUSIP· 149123101	93.66			1.88%
Cephalon Inc	500 00	$30,860.00	$31,355 60	$0 00
CUSIP: 156708109	61.72			0.00%
Cerner Corp	500 00	$47,370 00	$29,024 20	$0 00
CUSIP· 156782104	94 74			0.00%
Charles Schwab Corp New	4,500 00	$76,995 00	$94,905 00	$1,080 00
CUSIP: 808513105	17.11			1.40%
Chipotle Mexican Grill Inc	1,200 00	$255,192 00	$87,536 86	$0 00
CUSIP: 169656105	212.66			0.00%
CISCO Systems	4,500 00	$91,035 00	$126,971 82	$0 00
CUSIP: 17275R102	20.23			0.00%
Clorox Co	600 00	$37,968 00	$34,145 06	$1,320 00
CUSIP: 189054109	63 28			3.48%
Coca-Cola Co.	2,218 00	$145,877.86	$114,354 98	$3,903 68
CUSIP. 191216100	65.77			2.68%
Corelogic Inc Com	1,500 00	$27,780 00	$21,831 66	$0 00
CUSIP: 21871D103	18.52			0.00%
Cree Inc	600 00	$39,534 00	$36,518 51	$0 00
CUSIP: 225447101	65.89			0.00%
Dentsply Intl Inc New	3,500.00	$119,595 00	$77,399 57	$700.00
CUSIP: 249030107	34.17			0.58%
Devon Energy Corp New	1,379 00	$108,265.29	$157,564 19	$882 56
CUSIP. 25179M103	78.51			0.81%
Dollar Tree Inc	600 00	$33,648 00	$19,231 36	$0 00
CUSIP. 256746108	56.08			0.00%
Eaton Corp	1,507 00	$152,975 57	$98,925 96	$3,496 24
CUSIP: 278058102	101.51			2 28%
Ecolab, Inc.	2,000 00	$100,840 00	$62,222 80	$1,400 00
CUSIP: 278865100	50.42			1.39%
Emerson Electric Co	2,350 00	$134,349 50	$101,332 00	$3,243 00
CUSIP: 291011104	57.17			2.41%

Description	Quantity/ Current Price	Market Value	Tax Cost	Est. Ann. Income/ Current Yield
Energizer Hldgs Inc CUSIP 29266R108	1,150 00 72 90	$83,835 00	$82,658 55	$0 00 0.00%
Exxon Mobil Corp CUSIP: 30231G102	2,500 00 73.12	$182,800 00	$142,654 49	$4,400 00 2.41%
First Amern Finl Corp Com CUSIP· 31847R102	1,500 00 14.94	$22,410 00	$14,931 39	$360 00 1.61%
FirstMerit Corp CUSIP. 337915102	1,774 00 19.79	$35,107 46	$33,786 26	$1,135 36 3.23%
Fluor Corp CUSIP: 343412102	2,100 00 66.26	$139,146 00	$87,781 39	$1,050 00 0 75%
Fortune Brands Inc CUSIP: 349631101	500 00 60.25	$30,125 00	$22,976.74	$380 00 1.26%
Franklin Resources Inc. (Del) CUSIP· 354613101	1,000 00 111.21	$111,210 00	$92,070 00	$1,000 00 0.90%
General Electric Co CUSIP: 369604103	3,824 00 18 29	$69,940 96	$112,425 92	$2,141 44 3.06%
General Mills Inc CUSIP. 370334104	2,500 00 35.59	$88,975 00	$63,937 50	$2,800 00 3 15%
Global Payments Inc CUSIP: 37940X102	1,000 00 46.21	$46,210 00	$32,375 00	$80 00 0.17%
Google Inc CUSIP. 38259P508	225 00 593.97	$133,643 25	$114,299 81	$0 00 0.00%
Hancock Holding Co CUSIP: 410120109	600 00 34 86	$20,916 00	$25,311 70	$576 00 2.75%
Hanesbrands Inc CUSIP: 410345102	3,500 00 25.40	$88,900 00	$98,863 10	$0 00 0 00%
Hanover Ins Group Inc CUSIP· 410867105	2,250 00 46.72	$105,120 00	$96,225 53	$2,250 00 2.14%
Hershey Company CUSIP: 427866108	1,000 00 47 15	$47,150 00	$36,946 23	$1,280 00 2 71%
Hewlett Packard Co CUSIP. 428236103	2,750 00 42.10	$115,775 00	$99,055 00	$880 00 0.76%
Hubbell Inc Class B CUSIP. 443510201	600 00 60 13	$36,078 00	$25,623 35	$864 00 2.39%
Intel Corp CUSIP: 458140100	6,061.00 21.03	$127,462 83	$121,538 93	$3,818 43 3.00%
International Business Machines CUSIP. 459200101	1,052 00 146.76	$154,391.52	$99,183 09	$2,735 20 1.77%
iShares DJ US Oil Equip & Svcs CUSIP: 464288844	2,253 00 56.35	$126,956 55	$60,228 61	$630 84 0 50%

Account Holdings Section (continued)

Investment Account Statement

December 1, 2010 - December 31, 2010

Description	***Quantity/ Current Price***	***Market Value***	***Tax Cost***	***Est. Ann. Income/ Current Yield***
iShares Russell 2000 Value CUSIP: 464287630	3,000 00 71.09	$213,270 00	$183,211 13	$3,474 00 1.63%
iShares S&P Small Cap Index Fd CUSIP. 464287804	2,496 00 68.47	$170,901 12	$123,655 35	$1,839 55 1.08%
iShares TR Russell Midcap Index Fd CUSIP· 464287499	1,753 00 101 75	$178,367 75	$148,765 07	$2,590 93 1 45%
iShares TR MSCI EAFE Idx CUSIP: 464287465	4,188 00 58 22	$243,825 36	$229,472 95	$5,850 64 2.40%
Itron Inc Com CUSIP. 465741106	600 00 55.45	$33,270 00	$38,114 64	$0 00 0.00%
JPMorgan Chase & Co CUSIP: 46625H100	2,336 00 42.42	$99,093 12	$92,643 72	$467 20 0.47%
McDonalds Corp. CUSIP: 580135101	1,650 00 76.76	$126,654 00	$75,933 00	$4,026 00 3 18%
Meadwestvaco Corp CUSIP 583334107	1,500 00 26 16	$39,240 00	$34,640 92	$1,500 00 3 82%
Mettler Toledo International Com CUSIP: 592688105	400 00 151 21	$60,484 00	$46,094 98	$0 00 0.00%
Microsoft Corp CUSIP: 594918104	3,650 00 27 91	$101,871 50	$96,871 00	$2,336 00 2.29%
Mohawk Inds Inc CUSIP· 608190104	400 00 56.76	$22,704 00	$21,563 00	$0 00 0.00%
Molson Coors Brewing Co CUSIP: 60871R209	2,250 00 50.19	$112,927 50	$123,702 75	$2,520 00 2.23%
Monsanto Co New CUSIP: 61166W101	500 00 69.64	$34,820 00	$46,664 23	$560 00 1.61%
Msc Indl Direct Inc Class A CUSIP: 553530106	600 00 64.69	$38,814 00	$32,252 61	$528 00 1.36%
Nextera Energy Inc Com CUSIP. 65339F101	988 00 51.99	$51,366 12	$50,338 11	$1,976 00 3.85%
Norfolk Southern Corp. CUSIP· 655844108	1,750 00 62.82	$109,935 00	$116,778 84	$2,520 00 2.29%
Northern Trust Corp. CUSIP: 665859104	1,498 00 55.41	$83,004 18	$104,470 37	$1,677.76 2 02%
NVIDIA Corp CUSIP: 67066G104	8,000 00 15.40	$123,200 00	$79,694 74	$0.00 0.00%
NYSE Euronext Inc CUSIP: 629491101	2,250 00 29.98	$67,455 00	$82,859 38	$2,700 00 4.00%

Account Holdings Section (continued)

Investment Account Statement

December 1, 2010 - December 31, 2010

Description	**Quantity/ Current Price**	**Market Value**	**Tax Cost**	**Est. Ann. Income/ Current Yield**
PIMCO Fds Pac Invt Mgmt Ser Commodity Realreturn Strategy Fd Instl CUSIP: 722005667	27,542 37 9.29	$255,868 59	$373,993 56	$22,915.25 8.96%
Praxair Inc. NY Com CUSIP. 74005P104	500 00 95.47	$47,735 00	$39,804 05	$900 00 1.88%
Precision Cast Parts CUSIP: 740189105	1,150 00 139.21	$160,091 50	$91,230 60	$138 00 0 09%
Priceline Com Inc CUSIP· 741503403	825 00 399.55	$329,628 75	$76,654 41	$0 00 0.00%
Qep RES Inc Com CUSIP: 74733V100	2,750 00 36.31	$99,852 50	$104,402 56	$220 00 0.22%
Quest Diagnostic Inc CUSIP 74834L100	2,350 00 53.97	$126,829 50	$100,869 29	$940 00 0.74%
Questar Corp. CUSIP: 748356102	2,750 00 17.41	$47,877 50	$50,481 06	$1,540 00 3.22%
Rayonier Inc Com CUSIP· 754907103	600 00 52.52	$31,512 00	$24,146 57	$1,296 00 4.11%
Schlumberger Ltd CUSIP: 806857108	2,600 00 83 50	$217,100 00	$97,403 26	$2,184 00 1 01%
SEI Investments Company CUSIP: 784117103	4,500 00 23.79	$107,055 00	$124,135 38	$900 00 0.84%
Sempra Energy CUSIP: 816851109	1,900 00 52.48	$99,712 00	$108,584 81	$2,964 00 2.97%
Snap on Inc CUSIP: 833034101	2,500 00 56.58	$141,450 00	$128,276 00	$3,200 00 2.26%
Southern Co CUSIP: 842587107	1,584 00 38 23	$60,556 32	$50,225 18	$2,882 88 4.76%
SPDR Index SHS Fds MSCI Acwi Exus CUSIP: 78463X848	12,500 00 33.91	$423,875 00	$386,557 47	$9,787 50 2 31%
SPDR S&P Midcap 400 ETF TR Utser1 S&Pdcrp CUSIP: 78467Y107	1,550 00 164.68	$255,254 00	$169,833 50	$2,329 65 0.91%
Starbucks Corp CUSIP: 855244109	1,000 00 32.13	$32,130 00	$25,190 00	$520 00 1 62%
Stericycle Inc CUSIP: 858912108	1,250 00 80.92	$101,150 00	$68,163 62	$0 00 0.00%
Stryker Corp. CUSIP: 863667101	1,000 00 53.70	$53,700 00	$68,929 60	$720 00 1.34%

Account Holdings Section (continued)

Investment Account Statement

December 1, 2010 - December 31, 2010

Description	*Quantity/ Current Price*	*Market Value*	*Tax Cost*	*Est. Ann. Income/ Current Yield*
Thermo Fisher Scientific Inc CUSIP: 883556102	2,128 00 55.36	$117,806.08	$114,441 15	$0 00 0.00%
TJX Companies New CUSIP: 872540109	2,500 00 44.39	$110,975 00	$65,146 04	$1,500 00 1.35%
Tractor Supply Co CUSIP: 892356106	700 00 48.49	$33,943 00	$23,200 17	$196 00 0.58%
Valero Energy Corp New CUSIP: 91913Y100	3,000.00 23.12	$69,360.00	$84,010 38	$600 00 0.86%
Varian Med Sys Inc CUSIP: 92220P105	2,500 00 69.28	$173,200.00	$121,477 25	$0 00 0.00%
Veeco Instrs Inc DEL CUSIP: 922417100	600 00 42.96	$25,776 00	$22,935 22	$0 00 0 00%
Verizon Communications CUSIP: 92343V104	1,687 00 35.78	$60,360 86	$46,922 10	$3,289 65 5.45%
Wal-Mart Stores CUSIP: 931142103	1,837 00 53.93	$99,069 41	$104,670 42	$2,222 77 2.24%
Waste Mgmt Inc DEL Com CUSIP: 94106L109	2,329 00 36.87	$85,870 23	$81,002 62	$2,934 54 3 42%
Whirlpool Corp CUSIP: 963320106	500 00 88.83	$44,415 00	$40,592 67	$860 00 1.94%
Total Equities		$9,800,018 40	$7,987,893 40	$154,543 47
Cash & Cash Equivalents				
RBS Citizens N A Cash Sweep Account CUSIP: 990110702	150,009 50 1.00	$150,009 50	$150,009 50	$225 01 0.15%
Total Cash & Cash Equivalents		$150,009.50	$150,009.50	$225.01
Total All Assets		**$16,363,898.10**	**$14,203,787.48**	**$422,119.77**

Market prices and income projections are from sources we believe to be reliable but are not guaranteed.

Date 14-Nov-2011

Citizens Private Bank & Trust
C/O KPMG LLP, Trust Tax Services
100 Westminster Street
6th Floor, Suite A
Providence, RI 02903-2321

Internal Revenue Service Center
1160 WEST 1200 SOUTH STREET
Ogden, UT 84201-0027

Enclosed please find FED 990PF for the following account(s) previously on extension with a tax year ending 31-Dec-2010:

ACCOUNT NUMBER	TAXPAYER NAME	E.I. NUMBER	PAYMENT DUE
1011000633	EDWARD J & VIRGINIA M ROUTHIER	05-0485198	$0 00
1011138	PETERSON FAMILY MEMORIAL TRUST	25-6877200	$0.00
1012230	NEWBOLD TR FBO OUR LADY & RIIL	27-6575586	$0.00
1012232	NEWBOLD TR FBO PROPAGATION OF	27-6575606	$0.00

Total of 4 return(s) enclosed.

Certified No.: 7010 2780 0002 9452 8869

Letter No.: FED-RTN-215-2010-179944

Please acknowledge receipt by and date: ______________________
and return to the address shown above.

Form **8868**

(Rev January 2011)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print

File by the due date for filing your return See instructions

Name of exempt organization: EDWARD J & VIRGINIA M ROUTHIER FOUNDATION 1011000633

Employer identification number: 05-0485198

Number, street, and room or suite no. If a P.O. box, see instructions.: 870 WESTMINSTER STREET

City, town or post office, state, and ZIP code. For a foreign address, see instructions.: PROVIDENCE, RI 02903

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ RBS CITIZENS, N.A.

Telephone No. ▶ (401)454-2323 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 11 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 2010 or

▶ ☐ tax year beginning ____________, 20 ____, and ending ____________, 20 ____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 12,313.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$ 11,713.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$ 600.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Paperwork Reduction Act Notice, see Instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print File by the extended due date for filing your return See instructions	Name of exempt organization EDWARD J & VIRGINIA M ROUTHIER FOUNDATION 1011000633	**Employer identification number** 05-0485198
	Number, street, and room or suite no If a P.O. box, see instructions 870 WESTMINSTER STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions PROVIDENCE, RI 02903	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ RBS CITIZENS, N.A.
  Telephone No. ▶ (401)454-2323 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15 , 20 11 .

5 For calendar year 2010 , or other tax year beginning ______ , 20 ___ , and ending ______ , 20 ___ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME IS REQUIRED IN ORDER TO PREPARE A COMPLETE AND ACCURATE FORM 990-PF.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 12,313.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 12,313.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ TAX MANAGING DIRECTOR Date ▶ 08/09/2011

Form **8868** (Rev. 1-2011)

KPMG LLP

100 WESTMINSTER ST, 6TH FLOOR STE A

PROVIDENCE, RI 02903-2321