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

2010

Department of the Treasury
Internal Revenue Service

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

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

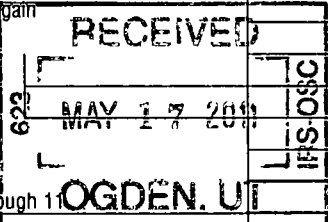
G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation Heimbold Foundation, Inc.		A Employer identification number 06-1188361
Number and street (or P O box number if mail is not delivered to street address) c/o HHG - 30 Old Kings Highway South		B Telephone number 203-656-5500
City or town, state, and ZIP code Darien, CT 06820-4004		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,924,239. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	129,628.	129,501.		Statement 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	39,532.			
b Gross sales price for all assets on line 6a 436,766.				
7 Capital gain net income (from Part IV, line 2)		39,532.		
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)				
11 Other income				
12 Total. Add lines 1 through 11	169,160.	169,033.		
13 Compensation of officers, directors, trustees, etc	20,000.	10,000.		10,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	43,253.	21,627.		21,626.
16a Legal fees				
b Accounting fees Stmt 2	2,000.	2,000.		0.
c Other professional fees Stmt 3	16,426.	11,926.		4,500.
17 Interest				
18 Taxes Stmt 4	3,422.	1,927.		1,495.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	20,699.	0.		20,699.
22 Printing and publications				
23 Other expenses Stmt 5	457.	75.		75.
24 Total operating and administrative expenses. Add lines 13 through 23	106,257.	47,555.		58,395.
25 Contributions, gifts, grants paid	1,235,270.			1,235,270.
26 Total expenses and disbursements. Add lines 24 and 25	1,341,527.	47,555.		1,293,665.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<1,172,367.>			
b Net investment income (if negative, enter -0-)		121,478.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED MAY 19 2011

Operating and Administrative Expenses



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	36,681.	127,390.	127,390.
	2 Savings and temporary cash investments	1,968,336.	529,234.	529,234.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,801.	544.	544.
	10a Investments - U.S. and state government obligations Stmt 7	504,174.	534,179.	528,864.
	b Investments - corporate stock Stmt 8	997,513.	1,117,830.	1,575,857.
	c Investments - corporate bonds Stmt 9	1,062,322.	1,159,983.	1,162,350.
11 Investments - land, buildings, and equipment, basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment, basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	4,570,827.	3,469,160.	3,924,239.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	4,570,827.	3,469,160.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	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	4,570,827.	3,469,160.		
31 Total liabilities and net assets/fund balances	4,570,827.	3,469,160.		

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	4,570,827.
2 Enter amount from Part I, line 27a	2	<1,172,367.>
3 Other increases not included in line 2 (itemize) ▶ See Statement 6	3	70,700.
4 Add lines 1, 2, and 3	4	3,469,160.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,469,160.

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			
b See Attached Statements			
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 436,766.		397,234.	39,532.

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			39,532.

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	39,532.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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	1,074,117.	4,261,182.	.252070
2008	403,490.	6,203,767.	.065040
2007	570,000.	6,844,666.	.083277
2006	610,478.	6,093,164.	.100191
2005	557,003.	6,366,947.	.087484

2 Total of line 1, column (d)	2	.588062
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	.117612
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,910,511.
5 Multiply line 4 by line 3	5	577,535.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,215.
7 Add lines 5 and 6	7	578,750.
8 Enter qualifying distributions from Part XII, line 4	8	1,293,665.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,215.
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	0.
3	Add lines 1 and 2	3	1,215.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,215.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,759.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,759.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	544.
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 544. Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X		
14	The books are in care of ▶ <u>Lorraine C. Pennoyer</u> Telephone no. ▶ <u>(203) 656-5500</u> Located at ▶ <u>c/o HHG - 30 Old Kings Highway South, Darien, CT</u> ZIP+4 ▶ <u>06820</u>			
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 ▶ <u>15</u> N/A			
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? 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 ▶		Yes	No
		16		X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <u>N/A</u>	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)? 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 instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here **N/A**

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). **N/A**

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 10		20,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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				

Total number of other employees paid over \$50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services 0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 0.	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	3,965,366.
b	Average of monthly cash balances	1b	1,019,924.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,985,290.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,985,290.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	74,779.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,910,511.
6	Minimum investment return. Enter 5% of line 5	6	245,526.

Part XI Distributable Amount (see 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	245,526.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,215.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,215.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	244,311.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	244,311.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	244,311.

Part XII Qualifying Distributions (see 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	1,293,665.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,293,665.
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	5	1,215.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,292,450.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				244,311.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	557,003.			
b From 2006	610,478.			
c From 2007	570,000.			
d From 2008	403,490.			
e From 2009	1,075,038.			
f Total of lines 3a through e	3,216,009.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 1,293,665.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	1,293,665.			
d Applied to 2010 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	244,311.			244,311.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,265,363.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	312,692.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	3,952,671.			
10 Analysis of line 9:				
a Excess from 2006	610,478.			
b Excess from 2007	570,000.			
c Excess from 2008	403,490.			
d Excess from 2009	1,075,038.			
e Excess from 2010	1,293,665.			

** See Statement 11

Form 990-PF (2010)

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

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

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

	Tax year		Prior 3 years		(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a 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 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).)

Monika A. Heimbold

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
See Statement 12				
Total			▶ 3a	1,235,270.
b Approved for future payment				
None				
Total			▶ 3b	0.

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule.

Table with 2 columns: Yes, No. Rows include 1a(1) Cash, 1a(2) Other assets, 1b(1) Sales of assets, 1b(2) Purchases of assets, 1b(3) Rental of facilities, 1b(4) Reimbursement arrangements, 1b(5) Loans or loan guarantees, 1b(6) Performance of services, and 1c Sharing of facilities.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content is mostly 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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content is mostly 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. Charles A Heimbold, 1 MAY 5 2011

Paid Preparer Use Only section containing fields for Preparer's name (Thomas W. Hynes), Signature (Thomas W. Hynes), Date (4.27.11), Firm's name (Hynes, Himmelreich, Glennon & Co, LLC), Firm's address (30 Old Kings Highway South, Darien, CT 06820), and Phone no. (203-656-5500).

Heimbold Foundation, Inc.

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 300 Morgan Stanley China Sh Fd Inc Rtxp	P	08/19/10	08/30/10
b 200 Morgan Stanley China Sh Fd Inc Rtxp	P	08/19/10	08/30/10
c 78 Morgan Stanley China Sh Fd Inc Rtxp	P	08/19/10	08/30/10
d 79.422 Pimco Total Return Fund	P	12/09/09	12/03/10
e 85.201 Pimco Total Return Fund	P	05/28/10	12/03/10
f 86.446 Pimco Total Return Fund	P	02/26/10	12/03/10
g 87.74 Pimco Total Return Fund	P	01/29/10	12/03/10
h 90.576 Pimco Total Return Fund	P	03/31/10	12/03/10
i 91.63 Pimco Total Return Fund	P	08/31/10	12/03/10
j 92.762 Pimco Total Return Fund	P	04/30/10	12/03/10
k 93.844 Pimco Total Return Fund	P	09/30/10	12/03/10
l 94.012 Pimco Total Return Fund	P	06/30/10	12/03/10
m 99.639 Pimco Total Return Fund	P	07/30/10	12/03/10
n 102.765 Pimco Total Return Fund	P	10/29/10	12/03/10
o 107.654 Pimco Total Return Fund	P	11/30/10	12/03/10

(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 197.			197.
b 131.			131.
c 51.			51.
d 909.		865.	44.
e 975.		946.	29.
f 989.		950.	39.
g 1,004.		962.	42.
h 1,036.		1,000.	36.
i 1,048.		1,057.	<9.>
j 1,061.		1,032.	29.
k 1,074.		1,089.	<15.>
l 1,075.		1,059.	16.
m 1,140.		1,136.	4.
n 1,176.		1,201.	<25.>
o 1,231.		1,237.	<6.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			197.
b			131.
c			51.
d			44.
e			29.
f			39.
g			42.
h			36.
i			<9.>
j			29.
k			<15.>
l			16.
m			4.
n			<25.>
o			<6.>

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	
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). If (loss), enter "-0-" in Part I, line 8 }	3	

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 116.096 Pimco Total Return Fund	P	12/31/09	12/03/10
b 285.52 Pimco Total Return Fund	P	12/09/09	12/03/10
c 0.828 Pimco Total Return Fund	P	12/30/05	12/03/10
d 1.198 Pimco Total Return Fund	P	12/14/05	12/03/10
e 102.402 Pimco Total Return Fund	P	02/28/05	12/03/10
f 114.749 Pimco Total Return Fund	P	01/31/05	12/03/10
g 120.245 Pimco Total Return Fund	P	11/30/09	12/03/10
h 127.11 Pimco Total Return Fund	P	09/30/08	12/03/10
i 130.291 Pimco Total Return Fund	P	04/30/08	12/03/10
j 132.778 Pimco Total Return Fund	P	11/28/08	12/03/10
k 133.368 Pimco Total Return Fund	P	07/31/08	12/03/10
l 133.987 Pimco Total Return Fund	P	03/31/08	12/03/10
m 134.276 Pimco Total Return Fund	P	06/30/08	12/03/10
n 136.253 Pimco Total Return Fund	P	03/31/05	12/03/10
o 136.659 Pimco Total Return Fund	P	05/30/08	12/03/10

(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 1,328.		1,254.	74.
b 3,266.		3,109.	157.
c 9.		9.	0.
d 14.		13.	1.
e 1,171.		1,088.	83.
f 1,313.		1,226.	87.
g 1,376.		1,328.	48.
h 1,454.		1,307.	147.
i 1,490.		1,421.	69.
j 1,519.		1,368.	151.
k 1,526.		1,414.	112.
l 1,533.		1,462.	71.
m 1,536.		1,427.	109.
n 1,559.		1,440.	119.
o 1,563.		1,472.	91.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(j) F.M.V. as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			74.
b			157.
c			0.
d			1.
e			83.
f			87.
g			48.
h			147.
i			69.
j			151.
k			112.
l			71.
m			109.
n			119.
o			91.

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	
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). If (loss), enter "-0-" in Part I, line 8 }	3	

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	136.687 Pimco Total Return Fund	P	08/29/08	12/03/10
b	141.554 Pimco Total Return Fund	P	01/31/08	12/03/10
c	149.068 Pimco Total Return Fund	P	12/31/04	12/03/10
d	149.734 Pimco Total Return Fund	P	10/30/09	12/03/10
e	149.77 Pimco Total Return Fund	P	12/31/07	12/03/10
f	150.31 Pimco Total Return Fund	P	10/31/08	12/03/10
g	157.692 Pimco Total Return Fund	P	02/29/08	12/03/10
h	162.319 Pimco Total Return Fund	P	12/31/08	12/03/10
i	162.655 Pimco Total Return Fund	P	04/29/05	12/03/10
j	163.294 Pimco Total Return Fund	P	09/30/09	12/03/10
k	173.241 Pimco Total Return Fund	P	06/30/09	12/03/10
l	173.911 Pimco Total Return Fund	P	05/29/09	12/03/10
m	174.049 Pimco Total Return Fund	P	08/31/09	12/03/10
n	174.129 Pimco Total Return Fund	P	01/30/09	12/03/10
o	176.866 Pimco Total Return Fund	P	10/31/07	12/03/10

	(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	1,564.		1,457.	107.
b	1,619.		1,557.	62.
c	1,705.		1,591.	114.
d	1,713.		1,638.	75.
e	1,713.		1,601.	112.
f	1,719.		1,524.	195.
g	1,804.		1,730.	74.
h	1,857.		1,646.	211.
i	1,861.		1,740.	121.
j	1,868.		1,783.	85.
k	1,982.		1,810.	172.
l	1,989.		1,814.	175.
m	1,991.		1,876.	115.
n	1,992.		1,767.	225.
o	2,023.		1,868.	155.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			107.
b			62.
c			114.
d			75.
e			112.
f			195.
g			74.
h			211.
i			121.
j			85.
k			172.
l			175.
m			115.
n			225.
o			155.

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
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). If (loss), enter "-0-" in Part I, line 8 }	3

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 177.703 Pimco Total Return Fund	P	06/30/04	12/03/10
b 178.295 Pimco Total Return Fund	P	04/30/09	12/03/10
c 179.613 Pimco Total Return Fund	P	03/31/09	12/03/10
d 179.689 Pimco Total Return Fund	P	07/31/09	12/03/10
e 182.616 Pimco Total Return Fund	P	04/30/04	12/03/10
f 182.619 Pimco Total Return Fund	P	11/30/07	12/03/10
g 183.583 Pimco Total Return Fund	P	07/29/05	12/03/10
h 186.147 Pimco Total Return Fund	P	02/27/09	12/03/10
i 187.448 Pimco Total Return Fund	P	10/31/05	12/03/10
j 195.842 Pimco Total Return Fund	P	01/30/04	12/03/10
k 196.682 Pimco Total Return Fund	P	02/28/06	12/03/10
l 198.688 Pimco Total Return Fund	P	01/31/06	12/03/10
m 199.02 Pimco Total Return Fund	P	09/30/05	12/03/10
n 201.074 Pimco Total Return Fund	P	05/28/04	12/03/10
o 202.501 Pimco Total Return Fund	P	09/28/07	12/03/10

(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 2,033.		1,891.	142.
b 2,040.		1,822.	218.
c 2,055.		1,819.	236.
d 2,056.		1,910.	146.
e 2,089.		1,949.	140.
f 2,089.		1,965.	124.
g 2,100.		1,963.	137.
h 2,129.		1,863.	266.
i 2,144.		1,972.	172.
j 2,240.		2,107.	133.
k 2,250.		2,061.	189.
l 2,273.		2,082.	191.
m 2,277.		2,120.	157.
n 2,300.		2,133.	167.
o 2,316.		2,124.	192.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			142.
b			218.
c			236.
d			146.
e			140.
f			124.
g			137.
h			266.
i			172.
j			133.
k			189.
l			191.
m			157.
n			167.
o			192.

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	
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). If (loss), enter "-0-" in Part I, line 8 }	3	

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 207.413 Pimco Total Return Fund	P	04/28/06	12/03/10
b 210.392 Pimco Total Return Fund	P	11/30/05	12/03/10
c 217.014 Pimco Total Return Fund	P	12/13/06	12/03/10
d 217.133 Pimco Total Return Fund	P	07/30/04	12/03/10
e 222.324 Pimco Total Return Fund	P	07/31/06	12/03/10
f 230.053 Pimco Total Return Fund	P	05/31/06	12/03/10
g 230.3 Pimco Total Return Fund	P	01/31/07	12/03/10
h 233.939 Pimco Total Return Fund	P	12/30/05	12/03/10
i 238.062 Pimco Total Return Fund	P	10/31/06	12/03/10
j 238.335 Pimco Total Return Fund	P	02/28/07	12/03/10
k 238.363 Pimco Total Return Fund	P	08/31/06	12/03/10
l 242.412 Pimco Total Return Fund	P	11/30/06	12/03/10
m 245.202 Pimco Total Return Fund	P	03/31/06	12/03/10
n 245.921 Pimco Total Return Fund	P	04/30/07	12/03/10
o 246.684 Pimco Total Return Fund	P	09/29/06	12/03/10

(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 2,373.		2,136.	237.
b 2,407.		2,213.	194.
c 2,482.		2,270.	212.
d 2,484.		2,330.	154.
e 2,543.		2,290.	253.
f 2,632.		2,353.	279.
g 2,634.		2,377.	257.
h 2,676.		2,456.	220.
i 2,723.		2,493.	230.
j 2,726.		2,491.	235.
k 2,727.		2,481.	246.
l 2,773.		2,557.	216.
m 2,805.		2,533.	272.
n 2,813.		2,560.	253.
o 2,822.		2,578.	244.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			237.
b			194.
c			212.
d			154.
e			253.
f			279.
g			257.
h			220.
i			230.
j			235.
k			246.
l			216.
m			272.
n			253.
o			244.

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
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). If (loss), enter "-0-" in Part I, line 8 }	3

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 248.606 Pimco Total Return Fund	P	12/31/03	12/03/10
b 252.427 Pimco Total Return Fund	P	06/30/06	12/03/10
c 253.342 Pimco Total Return Fund	P	12/12/07	12/03/10
d 257.308 Pimco Total Return Fund	P	07/31/07	12/03/10
e 261.95 Pimco Total Return Fund	P	12/29/06	12/03/10
f 267.606 Pimco Total Return Fund	P	03/30/07	12/03/10
g 270.223 Pimco Total Return Fund	P	06/29/07	12/03/10
h 280.41 Pimco Total Return Fund	P	05/31/07	12/03/10
i 306.835 Pimco Total Return Fund	P	08/31/07	12/03/10
j 395.706 Pimco Total Return Fund	P	12/10/03	12/03/10
k 451.526 Pimco Total Return Fund	P	12/14/05	12/03/10
l 580.678 Pimco Total Return Fund	P	12/10/08	12/03/10
m 735.262 Pimco Total Return Fund	P	12/13/04	12/03/10
n 903.331 Pimco Total Return Fund	P	12/13/04	12/03/10
o 1019.453 Pimco Total Return Fund	P	12/10/08	12/03/10

(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 2,844.		2,663.	181.
b 2,888.		2,570.	318.
c 2,898.		2,690.	208.
d 2,943.		2,635.	308.
e 2,997.		2,719.	278.
f 3,061.		2,791.	270.
g 3,091.		2,745.	346.
h 3,208.		2,866.	342.
i 3,510.		3,170.	340.
j 4,527.		4,218.	309.
k 5,165.		4,727.	438.
l 6,643.		5,749.	894.
m 8,411.		7,860.	551.
n 10,334.		9,657.	677.
o 11,662.		10,093.	1,569.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			181.
b			318.
c			208.
d			308.
e			278.
f			270.
g			346.
h			342.
i			340.
j			309.
k			438.
l			894.
m			551.
n			677.
o			1,569.

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	
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). If (loss), enter "-0-" in Part I, line 8 }	3	

Heimbold Foundation, Inc.

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 1200.243 Pimco Total Return Fund	P	12/10/03	12/03/10
b 18005.037 Pimco Total Return Fund	P	09/18/03	12/03/10
c Capital Gains Dividends			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 13,730.		12,795.	935.
b 205,966.		194,113.	11,853.
c 9,723.			9,723.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			935.
b			11,853.
c			9,723.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	39,532.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Form 990-PF **Dividends and Interest from Securities** **Statement** **1**

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Bristol Myers Squibb	4,378.	0.	4,378.
Charles Schwab	134,973.	9,723.	125,250.
Total to Fm 990-PF, Part I, ln 4	139,351.	9,723.	129,628.

Form 990-PF **Accounting Fees** **Statement** **2**

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
HHG Foundation Services	2,000.	2,000.		0.
To Form 990-PF, Pg 1, ln 16b	2,000.	2,000.		0.

Form 990-PF **Other Professional Fees** **Statement** **3**

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	7,426.	7,426.		0.
HHG Foundation Services	9,000.	4,500.		4,500.
To Form 990-PF, Pg 1, ln 16c	16,426.	11,926.		4,500.

Form 990-PF **Taxes** **Statement** **4**

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign taxes	432.	432.		0.
Payroll tax	2,990.	1,495.		1,495.
To Form 990-PF, Pg 1, ln 18	3,422.	1,927.		1,495.

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
New checks	150.	75.		75.	
Other	307.	0.		0.	
To Form 990-PF, Pg 1, ln 23	457.	75.		75.	

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	6
Description		Amount	
Unrealized gain/loss on investments		70,700.	
Total to Form 990-PF, Part III, line 3		70,700.	

Form 990-PF	U.S. and State/City Government Obligations		Statement	7
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Vanguard GNMA	X		534,179.	528,864.
Total U.S. Government Obligations			534,179.	528,864.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			534,179.	528,864.

Form 990-PF	Corporate Stock		Statement	8
Description			Book Value	Fair Market Value
Artisan International			102,340.	121,708.
CRM Mid Cap			101,357.	132,304.
ExxonMobil			146,160.	438,720.
Fairholme			105,905.	106,559.
iShares China 25			21,134.	21,985.
iShares SP Global Energy			194,916.	264,827.

iShares Treasury Inflation	212,614.	215,040.
Jensen Portfolio	102,397.	131,326.
Morgan Stanley China Fund	20,245.	16,643.
Thornburg Income Builder	110,762.	126,745.
Total to Form 990-PF, Part II, line 10b	1,117,830.	1,575,857.

Form 990-PF	Corporate Bonds	Statement	9
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Description	Book Value	Fair Market Value
PIMCO All Asset	139,074.	150,396.
PIMCO All Asset AllAuthority	589,263.	583,026.
PIMCO Total Return	0.	0.
PIMCO Unconstrained Bond	431,646.	428,928.
Total to Form 990-PF, Part II, line 10c	1,159,983.	1,162,350.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	10
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Name and Address	Title and Avg Hrs/Wk	Compensation	Employee Ben Plan Contrib	Expense Account
Eric Heimbold 2202 Main Street Santa Monica CA	Director 2.00	5,000.	0.	0.
Joanna Heimbold 25 Leeward Lane Riverside CT	Director 2.00	5,000.	0.	0.
Leif Heimbold 30143 Glen Eyrie Drive Evergreen CO	Director 2.00	5,000.	0.	0.
Peter Heimbold 19 Pilot Rock Lane Riverside CT	Director 2.00	5,000.	0.	0.
Monika A. Heimbold 19 Pilot Rock Lane Riverside CT	Director 2.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		20,000.	0.	0.

Form 990-PF

Election Under Regulations Section
53.4942(a)-3(d)(2) to Treat
Excess Qualifying Distributions
as Distributions out of Corpus

Statement 11

The Foundation elects under Regulation 53-4942(a)-3(d)(2) to apply all or part of the remaining qualifying distributions to any undistributed income remaining from the years before 2010 or to apply to the corpus.

Form 990-PF

Grants and Contributions
Paid During the Year

Statement 12

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
1st Presbyterian Church Santa Monica, CA	None Social service	Church	5,000.
American Boys Choir Princeton, NJ	None Education	509(a)	100.
American Red Cross Haiti Relief New York, NY	None Disaster relief	509(a)	500.
Americares Haiti Relief Program Stamford, CT	None Disaster relief	509(a)	1,000.
Autism Speaks New York, NY	None Medical	509(a)	500.
Avon Film Center Stamford, CT	None Arts	509(a)	3,000.
Camp Beech Cliff Mount Desert Island, ME	None Education	509(a)	10,000.
Channel 13/WNET New York, NY	None Arts	509(a)	250.

Columbia Univesity School of Social Work New York, NY	None Education	School	2,500.
Columbia Univesity School of Social Work New York, NY	None Education	School	250.
Council on Foreign Relations Washington, DC	None Education	509(a)	10,000.
Dance Theater Workshop New York, NY	None Arts	509(a)	1,000.
Eldorado Springs Art Center Eldorado Springs, CO	None Arts	509(a)	8,000.
Friends of Acadia Bar Harbor, ME	None Environmental	509(a)	1,000.
Friends of Children New York, NY	None Social service	509(a)	1,000.
Greenwich Adult Day Care Greenwich, CT	None Geriatric care	509(a)	1,000.
Greenwich Rotary Foundation Greenwich, CT	None Civic	509(a)	1,000.
Harbor House Soutwest Harbor, ME	None Social service	509(a)	1,500.

Harbor House Southwest Harbor, ME	None Social service	509(a)	1,200.
Harbor House Southwest Harbor, ME	None Social service	509(a)	2,000.
Hazelden New York, NY	None Health care	509(a)	500.
Health Care Chaplaincy New York, NY	None Medical	509(a)	26,500.
Island Astronomy Institute Mount Desert Island, ME	None Education	509(a)	200.
Juvenile Diabetes Research Washington, DC	None Medical	509(a)	500.
Maine Coastal Heritage Trust Topsham, ME	None Environmental	509(a)	1,000.
Maine Public Broadcasting Bangor, ME	None Education	509(a)	100.
Maine Sea Coast Mission Bar Harbor, ME	None Environmental	509(a)	2,000.
Maine Sea Coast Mission Bar Harbor, ME	None Environmental	509(a)	2,500.

Maine Sea Coast Mission Bar Harbor, ME	None Environmental	509(a)	15,000.
MDI Sailing Endowment Mount Desert Island, ME	None Education	509(a)	10,000.
Memorial Slaone Kettering New York, NY	None Medical	509(a)	25,000.
Menorah Home & Hospital Brooklyn, NY	None Geriatric care	509(a)	1,000.
Morehouse School of Medicine Atlanta, GA	None Education	School	500.
Perrot Library Greenwich, CT	None Education	509(a)	250.
Phoenix House New York, NY	None Health care	509(a)	25,000.
Project ALS New York, NY	None Medical	509(a)	2,000.
Putnam Indian Field School Greenwich, CT	None Education	School	500.
Silver Shield of Greenwich Greenwich, CT	None Civic	509(a)	100.

Heimbold Foundation, Inc.

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Southwest Harbor Beautification Southwest Harbor, ME	None Civic	509(a)	100.
Southwest Harbor Library Fund Southwest Harbor, ME	None Education	509(a)	2,000.
St Catherine's RCC Greenwich, CT	None Religious	Church	2,500.
St Lawrence University JAVA Canton, NY	None Education	School	5,000.
Stockholm School of Economics Stockholm, Sweden	None Education	School	1,000.
The Smile Train Washington, DC	None Health care	509(a)	200.
The Wild Center Tupper Lake, NY	None Environmental	509(a)	2,500.
Tree Fund of Southwest Harbor Southwest Harbor, ME	None Civic	509(a)	100.
Tremont Historical Society Tremont, ME	None Civic	509(a)	100.
University of Pennsylvania Philadelphia, PA	None Education	School	15,000.

University of Pennsylvania Philadelphia, PA	None Education	School	750,000.
Villanova University Villanova, PA	None Education	School	10,000.
Westport Country Playhouse Westport, CT	None Arts	509(a)	8,000.
World Childhood Foundation New York, NY	None Human development	509(a)	10,000.
American Scandanavian Foundation	None Social service	509(a)	130,000.
Council of American Ambassadors	None Education	509(a)	1,000.
Consulate General of Sweden	None Civic	509(a)	500.
Consulate General of Sweden in NY New York, NY	None Civic	509(a)	10,000.
Cystic Fibrosis Foundation	None Health care	509(a)	750.
Ducks Unlimited	None Environmental	509(a)	100.

Family Centers	None Health care	509(a)	250.
Foundation for Art & Preservation	None Arts	509(a)	100.
George W. Bush Foundation	None Social service	509(a)	80,000.
Greenwich Symphony Greenwich, CT	None Arts	509(a)	1,000.
Let There Be Lights	None Arts	509(a)	100.
One West 54th St Foundation Univesity Club	None Education	509(a)	5,000.
Sarah Lawrence College	None Education	School	2,500.
Fund for Sarah Lawrence	None Education	School	25,000.
SWEA International NY Chapter	None Education	509(a)	1,000.
SWEA International	None Education	509(a)	1,000.

Heimbold Foundation, Inc.

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Swedish American Chamber of Commerce	None Civic	509(a)	1,020.
The Guidance Center	None Human development	509(a)	2,500.
VSA Maine	None Environmental	509(a)	2,000.
Haiti Emergency Village Project	None Emergency relief	509(a)	1,500.
Total to Form 990-PF, Part XV, line 3a			<u>1,235,270.</u>