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 , 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: MCINERNEY AND FAFARD FDN
Number and street (or P O box number if mail is not delivered to street address): P O Box 1501, NJ2-130-03-31
Room/suite:
City or town state and ZIP code: PENNINGTON NJ 08534-1501

A Employer identification number: 06-1602836
B Telephone number (see page 10 of the instructions): 609-274-6968
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)* ▶ $ 842,406

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	0	0		
	4	Dividends and interest from securities	19,342	17,829		
	5 a	Gross rents		0		
	b	Net rental income or (loss) 0				
	6 a	Net gain or (loss) from sale of assets not on line 10	16,348			
	b	Gross sales price for all assets on line 6a 821,586				
	7	Capital gain net income (from Part IV, line 2)		16,348		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10 a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	0	0	0	
	12	**Total** Add lines 1 through 11	35,690	34,177	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	0	0	0	0
	b	Accounting fees (attach schedule)	1,500	0	0	1,500
	c	Other professional fees (attach schedule)	8,722	5,233	0	3,489
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	319	233	0	0
	19	Depreciation (attach schedule) and depletion	0	0	0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	64	64	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,605	5,530	0	4,989
	25	Contributions, gifts, grants paid	34,000			34,000
	26	**Total expenses and disbursements** Add lines 24 and 25	44,605	5,530	0	38,989
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-8,915			
	b	**Net investment income** (if negative, enter -0-)		28,647		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see page 30 of the instructions.
(HTA)

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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		231	689	689
	2	Savings and temporary cash investments		29,808	7,411	7,411
	3	Accounts receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use			0	
	9	Prepaid expenses and deferred charges			0	
	10 a	Investments—U S and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		741,221	63,278	73,506
	c	Investments—corporate bonds (attach schedule)		0	162,090	167,295
	11	Investments—land buildings, and equipment basis ▶	0			
		Less accumulated depreciation (attach schedule) ▶	0	0	0	0
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		0	526,310	590,286
	14	Land, buildings, and equipment basis ▶	0			
		Less accumulated depreciation (attach schedule) ▶	0	0	0	0
	15	Other assets (describe ▶)		0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)		771,260	759,778	839,187
Liabilities	17	Accounts payable and accrued expenses			0	
	18	Grants payable				
	19	Deferred revenue			0	
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ▶)		0	0	
	23	**Total liabilities** (add lines 17 through 22)		0	0	
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		771,260	759,778	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	**Total net assets or fund balances** (see page 17 of the instructions)		771,260	759,778	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)		771,260	759,778	

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	771,260
2	Enter amount from Part I, line 27a	2	-8,915
3	Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	463
4	Add lines 1, 2, and 3	4	762,808
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,215
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	760,593

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 Attached Statement			
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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

	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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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	16,348
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	0

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	53,076	732,409	0 072468
2008	51,587	999,580	0 051609
2007	54,407	1,221,453	0 044543
2006	54,445	1,138,077	0 047839
2005	44,688	1,018,413	0 043880

2 **Total** of line 1, column (d)	2	0 260339
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 052068
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	787,792
5 Multiply line 4 by line 3	5	41,019
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	286
7 Add lines 5 and 6	7	41,305
8 Enter qualifying distributions from Part XII, line 4	8	38,989

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)

1 a	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 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	573
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	573
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	573
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	62		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	62
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	511
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	0
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 0 **Refunded** ▶			11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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
4 a	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	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CT			
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 ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6968

Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

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 N/A

			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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	N/A	
	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 ▶ 20_____ , 20_____ , 20_____ , 20_____			
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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____ , 20_____ , 20_____ , 20_____			
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** 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
JAMES J MCINERNEY 24 LAKE ROAD MEWTON CT 06470	PRESIDENT 2 00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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

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	0
Total. Add lines 1 through 3 ▶	0

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	645,664
b	Average of monthly cash balances			1b	154,125
c	Fair market value of all other assets (see page 25 of the instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	799,789
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	
3	Subtract line 2 from line 1d			3	799,789
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)			4	11,997
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	787,792
6	**Minimum investment return.** Enter 5% of line 5			6	39,390

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	39,390
2a	Tax on investment income for 2010 from Part VI, line 5	2a	573		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0		
c	Add lines 2a and 2b			2c	573
3	Distributable amount before adjustments Subtract line 2c from line 1			3	38,817
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	38,817
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	38,817

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	38,989
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	0
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	38,989
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	38,989

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					38,817
2	Undistributed income, if any, as of the end of 2010					
a	Enter amount for 2009 only				31,522	
b	Total for prior years 20____, 20____, 20____			0		
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		0			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 38,989					
a	Applied to 2009, but not more than line 2a				31,522	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d	Applied to 2010 distributable amount					7,467
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).)*		0			0
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		0			
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					
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions			0		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					31,350
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)					
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		0			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		0			
10	Analysis of line 9					
a	Excess from 2006	0				
b	Excess from 2007	0				
c	Excess from 2008	0				
d	Excess from 2009	0				
e	Excess from 2010	0				

Part XIV Private Operating Foundations (see page 27 of the 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	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

JAMES J MCINERNEY AND GAR

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

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 Attached Statement				
Total			▶ 3a	34,000
b *Approved for future payment* NONE				
Total			▶ 3b	0

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
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	19,342	
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	16,348	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		35,690	0

13 Total. Add line 12, columns (b), (d), and (e) 13 35,690

(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
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee

Date 4/27/11

Title President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Donald J Roman		3/24/2011		P00364310
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no 412-355-6000	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	771
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	821,586	805,238	16,348
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	AES CORP	00130H105			9/21/2009		2/16/2010	3,493	4,322				-829
2	X	AES CORP	00130H105			9/22/2009		2/16/2010	5,029	6,498				-1,469
3	X	AES CORP	00130H105			9/23/2009		2/16/2010	3,212	4,166				-954
4	X	AT& T INC	00206R102			11/17/2008		2/16/2010	3,721	3,979				-258
5	X	AT& T INC	00206R102			11/18/2008		2/16/2010	2,481	2,597				-116
6	X	AETNA INC NEW	00817Y108			11/29/2004		2/16/2010	3,042	3,166				-124
7	X	AETNA INC NEW	00817Y108			7/30/2007		2/16/2010	3,981	6,860				-2,879
8	X	AMGEN INC COM PV $0 0001	031162100			11/3/2008		2/16/2010	8,954	9,692				-738
9	X	AMGEN INC COM PV $0 0001	031162100			11/4/2008		2/16/2010	2,380	2,546				-166
10	X	APOLLO GROUP INC CL A	037604105			3/31/2009		1/11/2010	3,640	4,817				-1,177
11	X	APOLLO GROUP INC CL A	037604105			3/31/2009		1/12/2010	60	79				-19
12	X	APOLLO GROUP INC CL A	037604105			4/1/2009		1/12/2010	476	534				-58
13	X	APOLLO GROUP INC CL A	037604105			4/13/2009		1/12/2010	893	912				-19
14	X	APOLLO GROUP INC CL A	037604105			4/13/2009		1/13/2010	1,486	1,520				-34
15	X	APOLLO GROUP INC CL A	037604105			4/13/2009		1/14/2010	897	912				-15
16	X	CONAGRA FOODS INC	205887102			6/22/2009		2/16/2010	666	535				131
17	X	DISCOVER FINL SVCS	254709108			11/10/2009		2/16/2010	5,313	6,191				-878
18	X	CONAGRA FOODS INC	205887102			6/23/2009		2/16/2010	6,066	5,067				999
19	X	DOVER CORP	260003108			5/13/2008		2/16/2010	2,556	3,129				-573
20	X	DOVER CORP	260003108			5/14/2008		2/16/2010	1,993	2,493				-500
21	X	CONAGRA FOODS INC	205887102			6/24/2009		2/16/2010	2,736	2,309				427
22	X	DOVER CORP	260003108			5/27/2008		2/16/2010	2,989	3,611				-622
23	X	DOVER CORP	260003108			5/28/2008		2/16/2010	3,509	4,325				-816
24	X	EATON CORP	278058102			2/8/2010		2/16/2010	3,577	3,388				189
25	X	CONOCOPHILLIPS	20825C104			6/2/2008		2/17/2010	50	93				-43
26	X	CONOCOPHILLIPS	20825C104			6/3/2008		2/17/2010	2,100	3,890				-1,790
27	X	EATON CORP	278058102			2/9/2010		2/16/2010	4,901	4,717				184
28	X	EATON CORP	278058102			2/10/2010		2/16/2010	861	829				32
29	X	CONOCOPHILLIPS	20825C104			6/4/2008		2/17/2010	2,200	3,988				-1,788
30	X	ENSCO PLC-SPON ADR	29358Q109			10/20/2009		1/4/2010	839	955				-116
31	X	CONOCOPHILLIPS	20825C104			6/5/2008		2/17/2010	1,900	3,497				-1,597
32	X	CONOCOPHILLIPS	20825C104			6/9/2008		2/17/2010	2,999	5,692				-2,693
33	X	CONOCOPHILLIPS	20825C104			2/16/2010		2/17/2010	3,399	3,387				12
34	X	EXXON MOBIL CORP COM	30231G102			9/21/2006		2/16/2010	1,641	1,621				20
35	X	EXXON MOBIL CORP COM	30231G102			10/16/2006		2/16/2010	7,877	8,336				-459
36	X	DARDEN RESTAURANTS INC	237194105			4/20/2009		2/16/2010	4,024	3,904				120
37	X	EXXON MOBIL CORP COM	30231G102			2/25/2008		2/16/2010	1,772	2,392				-620
38	X	EXXON MOBIL CORP COM	30231G102			2/26/2008		2/16/2010	2,166	2,961				-795
39	X	FAMILY DOLLAR STORES	307000109			4/6/2009		2/16/2010	2,092	2,162				-70
40	X	FAMILY DOLLAR STORES	307000109			4/7/2009		2/16/2010	6,114	6,255				-141
41	X	FAMILY DOLLAR STORES	307000109			4/13/2009		2/16/2010	2,253	2,394				-141
42	X	FLOWSERVE CORP	34354P105			9/8/2009		2/16/2010	1,916	1,825				91
43	X	DARDEN RESTAURANTS INC	237194105			4/21/2009		2/16/2010	3,219	3,106				113
44	X	DARDEN RESTAURANTS INC	237194105			6/15/2009		2/16/2010	4,024	3,370				654
45	X	DISCOVER FINL SVCS	254709108			11/9/2009		2/16/2010	2,279	2,649				-370
46	X	ARCHER DANIELS MIDLD	039483102			2/9/2009		1/11/2010	2,809	2,624				185
47	X	BMC SOFTWARE INC	055921100			8/18/2009		2/16/2010	1,532	1,466				66
48	X	CSX CORP	126408103			7/27/2005		2/8/2010	3,398	1,824				1,574
49	X	CSX CORP	126408103			7/27/2005		2/9/2010	4,548	2,425				2,123
50	X	ARCHER DANIELS MIDLD	039483102			2/10/2009		1/11/2010	401	373				28

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	771
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	821,586	805,238	16,348
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Net Gain or Loss
51	X	CSX CORP	126408103			7/27/2005		2/10/2010	688	370				318
52	X	CA INC	12673P105			9/18/2007		2/16/2010	3,725	4,272				-547
53	X	ARCHER DANIELS MIDLD	039483102			2/10/2009		1/12/2010	976	919				57
54	X	CA INC	12673P105			9/19/2007		2/16/2010	4,601	5,391				-790
55	X	CA INC	12673P105			10/29/2007		2/16/2010	4,207	5,009				-802
56	X	ARCHER DANIELS MIDLD	039483102			2/10/2009		1/13/2010	979	919				60
57	X	CA INC	12673P105			10/30/2007		2/16/2010	4,119	4,916				-797
58	X	CA INC	12673P105			11/25/2009		2/16/2010	197	203				-6
59	X	CHEVRON CORP	166764100			3/27/2001		2/16/2010	8,213	4,991				3,222
60	X	CHEVRON CORP	166764100			8/30/2004		2/16/2010	9,449	6,248				3,201
61	X	ARCHER DANIELS MIDLD	039483102			2/10/2009		1/14/2010	738	689				49
62	X	CHEVRON CORP	166764100			2/5/2007		2/16/2010	6,541	6,658				-117
63	X	ARCHER DANIELS MIDLD	039483102			2/10/2009		2/16/2010	4,053	3,961				92
64	X	ARCHER DANIELS MIDLD	039483102			2/11/2009		2/16/2010	1,028	983				45
65	X	CHUBB CORP	171232101			2/25/2008		2/16/2010	1,592	1,701				-109
66	X	CHUBB CORP	171232101			2/26/2008		2/16/2010	4,378	4,762				-384
67	X	CHUBB CORP	171232101			2/27/2008		2/16/2010	1,691	1,855				-164
68	X	CHUBB CORP	171232101			1/12/2009		2/16/2010	7,462	6,772				690
69	X	COCA COLA ENTERPRISES	191219104			6/15/2009		2/16/2010	3,675	3,256				419
70	X	COCA COLA ENTERPRISES	191219104			6/16/2009		2/16/2010	4,158	3,764				394
71	X	ARCHER DANIELS MIDLD	039483102			4/13/2009		2/16/2010	3,818	3,512				306
72	X	BMC SOFTWARE INC	055921100			4/30/2008		2/16/2010	1,349	1,303				46
73	X	COMPUTER SCIENCE CRP	205363104			3/2/2009		2/16/2010	3,475	2,310				1,165
74	X	BMC SOFTWARE INC	055921100			2/23/2009		2/16/2010	4,778	3,816				962
75	X	COMPUTER SCIENCE CRP	205363104			3/3/2009		2/16/2010	5,446	3,602				1,844
76	X	BMC SOFTWARE INC	055921100			2/24/2009		2/16/2010	1,240	990				250
77	X	BMC SOFTWARE INC	055921100			8/17/2009		2/16/2010	2,444	2,338				106
78	X	COMPUTER SCIENCE CRP	205363104			3/4/2009		2/16/2010	934	647				287
79	X	COMPUTER SCIENCE CRP	205363104			3/9/2009		2/16/2010	4,408	2,753				1,655
80	X	FLOWSERVE CORP	34354P105			9/9/2009		2/16/2010	2,587	2,515				72
81	X	FLOWSERVE CORP	34354P105			9/10/2009		2/16/2010	2,491	2,469				22
82	X	FLOWSERVE CORP	34354P105			9/11/2009		2/16/2010	671	671				0
83	X	FOREST LABS INC	345838106			11/21/2006		2/16/2010	1,823	3,078				-1,255
84	X	FOREST LABS INC	345838106			1/9/2007		2/16/2010	1,765	3,063				-1,298
85	X	FOREST LABS INC	345838106			1/10/2007		2/16/2010	3,529	6,182				-2,653
86	X	FOREST LABS INC	345838106			8/25/2008		2/16/2010	1,500	1,895				-395
87	X	FOREST LABS INC	345838106			8/26/2008		2/16/2010	5,058	6,433				-1,375
88	X	FOREST LABS INC	345838106			8/27/2008		2/16/2010	794	986				-192
89	X	GAP INC DELAWARE	364760108			4/14/2008		2/16/2010	3,666	3,475				191
90	X	GAP INC DELAWARE	364760108			4/15/2008		2/16/2010	921	886				35
91	X	GAP INC DELAWARE	364760108			4/16/2008		2/16/2010	2,137	2,065				72
92	X	GAP INC DELAWARE	364760108			4/17/2008		2/16/2010	1,529	1,489				40
93	X	GAP INC DELAWARE	364760108			10/26/2009		2/16/2010	3,469	4,002				-533
94	X	GOLDMAN SACHS GROUP IN	38141G104			6/1/2009		2/16/2010	8,623	8,006				617
95	X	GOLDMAN SACHS GROUP IN	38141G104			7/6/2009		2/16/2010	1,881	1,728				153
96	X	GOLDMAN SACHS GROUP IN	38141G104			7/7/2009		2/16/2010	5,331	4,920				411
97	X	GOLDMAN SACHS GROUP IN	38141G104			9/8/2009		2/16/2010	3,606	3,829				-223
98	X	HEWLETT PACKARD CO DEL	428236103			4/6/2005		2/16/2010	16,854	7,495				9,359
99	X	HONEYWELL INTL INC DEL	438516106			6/26/2007		2/16/2010	5,263	7,648				-2,385
100	X	HONEYWELL INTL INC DEL	438516106			6/27/2007		2/16/2010	3,096	4,481				-1,385
101	X	INTL BUSINESS MACHINES	459200101			2/12/2007		2/16/2010	22,054	17,485				4,569

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	771
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	821,586	805,238	16,348
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
102	X	INTL BUSINESS MACHINES	459200101			5/26/2009		2/16/2010	4,361	3,663				698
103	X	INTL PAPER CO	460146103			9/5/2007		2/16/2010	141	213				-72
104	X	INTL PAPER CO	460146103			9/6/2007		2/16/2010	4,118	6,248				-2,130
105	X	INTL PAPER CO	460146103			9/7/2007		2/16/2010	4,118	6,138				-2,020
106	X	JOHNSON AND JOHNSON C	478160104			3/27/2001		2/16/2010	4,754	3,114				1,640
107	X	JOHNSON AND JOHNSON C	478160104			9/8/2004		2/16/2010	18,066	16,626				1,440
108	X	JOHNSON AND JOHNSON C	478160104			6/24/2005		2/16/2010	2,536	2,627				-91
109	X	KROGER CO	501044101			12/13/2006		2/16/2010	5,280	5,903				-623
110	X	KROGER CO	501044101			12/14/2006		2/16/2010	1,610	1,819				-209
111	X	L-3 COMMNCTNS HLDGS	502424104			8/21/2007		2/16/2010	2,105	2,335				-230
112	X	L-3 COMMNCTNS HLDGS	502424104			8/22/2007		2/16/2010	4,385	4,911				-526
113	X	MEDCO HEALTH SOLUTIONS	58405U102			4/2/2007		2/16/2010	5,386	3,173				2,213
114	X	L-3 COMMNCTNS HLDGS	502424104			10/8/2007		2/16/2010	877	1,062				-185
115	X	MEDCO HEALTH SOLUTIONS	58405U102			5/27/2008		2/16/2010	3,445	2,575				870
116	X	L-3 COMMNCTNS HLDGS	502424104			10/9/2007		2/16/2010	5,700	6,958				-1,258
117	X	MEDCO HEALTH SOLUTIONS	58405U102			5/28/2008		2/16/2010	4,071	3,115				956
118	X	L-3 COMMNCTNS HLDGS	502424104			10/10/2007		2/16/2010	2,192	2,674				-482
119	X	LAUDER ESTEE COS INC A	518439104			1/11/2010		2/16/2010	2,603	2,221				382
120	X	LAUDER ESTEE COS INC A	518439104			1/12/2010		2/16/2010	2,545	2,198				347
121	X	MEDCO HEALTH SOLUTIONS	58405U102			8/17/2009		2/16/2010	3,507	3,054				453
122	X	MEDCO HEALTH SOLUTIONS	58405U102			8/18/2009		2/16/2010	2,255	1,962				293
123	X	MICROSOFT CORP	594918104			6/20/2002		2/16/2010	734	715				19
124	X	MICROSOFT CORP	594918104			9/12/2003		2/16/2010	6,352	6,309				43
125	X	LAUDER ESTEE COS INC A	518439104			1/13/2010		2/16/2010	2,603	2,246				357
126	X	MICROSOFT CORP	594918104			11/9/2009		2/16/2010	6,352	6,508				-156
127	X	LOCKHEED MARTIN CORP	539830109			11/30/2005		2/16/2010	4,540	3,669				871
128	X	LOCKHEED MARTIN CORP	539830109			8/18/2008		2/16/2010	1,892	2,873				-981
129	X	LAUDER ESTEE COS INC A	518439104			1/14/2010		2/16/2010	2,025	1,751				274
130	X	MICROSOFT CORP	594918104			11/16/2009		2/16/2010	6,295	6,633				-338
131	X	MICROSOFT CORP	594918104			11/17/2009		2/16/2010	1,044	1,109				-65
132	X	LAUDER ESTEE COS INC A	518439104			1/25/2010		2/16/2010	2,430	2,240				190
133	X	MICROSOFT CORP	594918104			12/29/2009		2/16/2010	2,287	2,552				-265
134	X	MICROSOFT CORP	594918104			12/30/2009		2/16/2010	1,327	1,463				-136
135	X	LAUDER ESTEE COS INC A	518439104			1/26/2010		2/16/2010	4,339	4,030				309
136	X	LOCKHEED MARTIN CORP	539830109			8/19/2008		2/16/2010	2,194	3,345				-1,151
137	X	LOCKHEED MARTIN CORP	539830109			8/20/2008		2/16/2010	454	683				-229
138	X	MICROSOFT CORP	594918104			12/31/2009		2/16/2010	1,355	1,481				-126
139	X	MARATHON OIL CORP	565849106			7/6/2009		2/16/2010	6,920	6,622				298
140	X	MCKESSON CORPORATION C	58155Q103			12/15/2005		2/16/2010	4,097	3,613				484
141	X	MICROSOFT CORP	594918104			1/4/2010		2/16/2010	1,073	1,182				-109
142	X	MICROSOFT CORP	594918104			1/11/2010		2/16/2010	4,376	4,723				-347
143	X	MCKESSON CORPORATION C	58155Q103			1/11/2006		2/16/2010	6,829	5,911				918
144	X	MCKESSON CORPORATION C	58155Q103			3/9/2009		2/16/2010	3,860	2,540				1,320
145	X	NRG ENERGY INC	629377508			12/26/2007		2/16/2010	1,738	3,370				-1,632
146	X	NRG ENERGY INC	629377508			12/27/2007		2/16/2010	2,718	5,296				-2,578
147	X	NRG ENERGY INC	629377508			8/10/2009		2/16/2010	4,122	5,296				-1,174
148	X	NRG ENERGY INC	629377508			8/11/2009		2/16/2010	1,047	1,358				-311
149	X	NORTHROP GRUMMAN CORP	666807102			8/3/2009		2/16/2010	6,630	5,124				1,506
150	X	PFIZER INC	717081103			9/13/2004		2/16/2010	2,488	4,499				-2,011
151	X	PFIZER INC	717081103			4/14/2008		2/16/2010	3,270	3,804				-534
152	X	PFIZER INC	717081103			4/15/2008		2/16/2010	480	563				-83

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	771
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	821,586	805,238	16,348
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
153	X	PFIZER INC	717081103			4/16/2008		2/16/2010	1,137	1,345				-208
154	X	PFIZER INC	717081103			4/17/2008		2/16/2010	800	920				-120
155	X	PIMCO COMMODITY REAL	72201M842			6/18/2010		12/15/2010	8	6				2
156	X	PIMCO COMMODITY REAL	72201M842			3/18/2010		12/15/2010	813	729				84
157	X	PIMCO COMMODITY REAL	72201M842			2/25/2010		12/15/2010	22,438	19,994				2,444
158	X	PIMCO COMMODITY REAL	72201M842			3/8/2010		12/15/2010	10,938	9,992				946
159	X	PIMCO COMMODITY REAL	72201M842			3/9/2010		12/15/2010	9	8				1
160	X	PRIDE INTL INC DEL	74153Q102			10/19/2009		2/16/2010	2,887	3,092				-205
161	X	PRIDE INTL INC DEL	74153Q102			10/20/2009		2/16/2010	5,136	5,564				-428
162	X	PRIDE INTL INC DEL	74153Q102			10/21/2009		2/16/2010	4,498	5,021				-523
163	X	QWEST COMM INTL INC COM	749121109			1/20/2006		1/25/2010	1,688	2,340				-652
164	X	QWEST COMM INTL INC COM	749121109			2/1/2006		1/25/2010	428	616				-188
165	X	QWEST COMM INTL INC COM	749121109			2/1/2006		1/26/2010	3,627	5,330				-1,703
166	X	QWEST COMM INTL INC COM	749121109			2/1/2006		2/16/2010	3,940	5,448				-1,508
167	X	QWEST COMM INTL INC COM	749121109			3/23/2009		2/16/2010	4,480	3,715				765
168	X	NORTHROP GRUMMAN CORP	666807102			8/4/2009		2/16/2010	8,762	6,912				1,850
169	X	NORTHROP GRUMMAN CORP	666807102			8/5/2009		2/16/2010	2,250	1,775				475
170	X	OCCIDENTAL PETE CORP CA	674599105			7/19/2005		2/16/2010	1,775	875				900
171	X	OCCIDENTAL PETE CORP CA	674599105			10/20/2005		2/16/2010	12,105	5,361				6,744
172	X	PFIZER INC	717081103			8/22/2002		2/16/2010	5,775	11,278				-5,503
173	X	PFIZER INC	717081103			7/29/2003		2/16/2010	4,531	8,344				-3,813
174	X	PFIZER INC	717081103			3/12/2004		2/16/2010	1,333	2,654				-1,321
175	X	RAYTHEON CO DELAWARE N	755111507			5/3/2006		2/16/2010	7,092	6,043				1,049
176	X	RAYTHEON CO DELAWARE N	755111507			5/4/2006		2/16/2010	2,707	2,310				397
177	X	RAYTHEON CO DELAWARE N	755111507			5/30/2006		2/16/2010	7,038	5,893				1,145
178	X	TRAVELERS COS INC	89417E109			11/25/2009		2/16/2010	256	266				-10
179	X	UNUM GROUP	91529Y106			10/14/2008		2/16/2010	3,086	3,083				3
180	X	UNUM GROUP	91529Y106			10/20/2008		2/16/2010	5,077	4,473				604
181	X	UNUM GROUP	91529Y106			10/21/2008		2/16/2010	3,186	2,886				300
182	X	UNUM GROUP	91529Y106			11/3/2008		2/16/2010	3,046	2,556				490
183	X	UNUM GROUP	91529Y106			11/4/2008		2/16/2010	637	583				54
184	X	UNUM GROUP	91529Y106			8/12/2009		2/16/2010	1,692	1,812				-120
185	X	VERIZON COMMUNICATNS C(	92343V104			4/6/2009		2/16/2010	4,959	5,575				-616
186	X	VERIZON COMMUNICATNS C(	92343V104			7/28/2009		2/16/2010	3,471	3,720				-249
187	X	SYSCO CORPORATION	871829107			11/17/2008		2/16/2010	3,784	3,107				677
188	X	SYSCO CORPORATION	871829107			11/18/2008		2/16/2010	2,243	1,833				410
189	X	TJX COS INC NEW	872540109			12/14/2009		2/16/2010	6,370	6,351				19
190	X	TJX COS INC NEW	872540109			12/15/2009		2/16/2010	2,670	2,674				-4
191	X	TJX COS INC NEW	872540109			12/21/2009		2/16/2010	4,234	4,139				95
192	X	TEXAS INSTRUMENTS	882508104			10/5/2009		2/16/2010	4,367	4,018				349
193	X	TEXAS INSTRUMENTS	882508104			10/6/2009		2/16/2010	5,012	4,680				332
194	X	TRAVELERS COS INC	89417E109			9/30/2005		2/16/2010	7,366	6,476				890
195	X	TRAVELERS COS INC	89417E109			1/22/2007		2/16/2010	8,695	8,806				-111
196	X	TRAVELERS COS INC	89417E109			1/5/2009		2/16/2010	1,279	1,114				165
197	X	WAL-MART STORES INC	931142103			7/28/2008		2/16/2010	3,426	3,622				-196
198	X	WAL-MART STORES INC	931142103			7/29/2008		2/16/2010	5,139	5,488				-349
199	X	WELLPOINT INC	94973V107			10/27/2003		2/16/2010	8,098	4,953				3,145
200	X	TRAVELERS COS INC	89417E109			8/12/2009		2/16/2010	51	47				4
201	X	WELLPOINT INC	94973V107			10/27/2008		2/16/2010	6,073	4,209				1,864
202	X	WSTN DIGITAL CORP DEL	958102105			2/20/2008		2/16/2010	3,858	2,794				1,064
203	X	WSTN DIGITAL CORP DEL	958102105			2/21/2008		2/16/2010	11,827	8,941				2,886

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	771
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	821,586	805,238	16,348
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
204	X	XILINX INC	983919101			8/11/2008		2/16/2010	3,274	3,564				-290
205	X	XILINX INC	983919101			8/12/2008		2/16/2010	5,148	5,684				-536
206	X	GARMIN LTD (KAYMAN IS)	G37260109			8/31/2009		2/16/2010	3,216	3,195				21
207	X	GARMIN LTD (KAYMAN IS)	G37260109			9/1/2009		2/16/2010	5,087	5,060				27
208	X	GARMIN LTD (KAYMAN IS)	G37260109			9/2/2009		2/16/2010	2,954	2,859				95
209	X	NABORS INDUSTRIES LTD	G6359F103			11/23/2009		2/16/2010	2,879	2,510				369
210	X	NABORS INDUSTRIES LTD	G6359F103			11/24/2009		2/16/2010	5,924	5,138				786
211	X	NABORS INDUSTRIES LTD	G6359F103			11/25/2009		2/16/2010	1,428	1,271				157
212	X	ACE LIMITED	H0023R105			4/27/2009		2/16/2010	3,680	3,360				320
213	X	RAYTHEON CO DELAWARE N	755111507			5/31/2006		2/16/2010	1,083	915				168
214	X	ROSS STORES INC COM	778296103			10/20/2008		2/16/2010	6,896	4,401				2,495
215	X	ROSS STORES INC COM	778296103			10/21/2008		2/16/2010	3,286	2,139				1,147
216	X	SPDR GOLD TRUST	78463V107			6/29/2010		7/8/2010	10	10				0
217	X	SPDR GOLD TRUST	78463V107			6/29/2010		8/4/2010	10	10				0
218	X	ROSS STORES INC COM	778296103			5/4/2009		2/16/2010	2,175	1,822				353
219	X	ROSS STORES INC COM	778296103			5/5/2009		2/16/2010	3,147	2,618				529
220	X	SPDR GOLD TRUST	78463V107			6/29/2010		9/3/2010	11	11				0
221	X	SPDR GOLD TRUST	78463V107			6/29/2010		10/4/2010	11	10				1
222	X	SPDR GOLD TRUST	78463V107			6/29/2010		11/5/2010	11	10				1
223	X	SPDR GOLD TRUST	78463V107			6/29/2010		12/3/2010	11	10				1
224	X	SAFEWAY INC NEW	786514208			1/13/2006		2/16/2010	7,420	8,032				-612
225	X	SYSCO CORPORATION	871829107			10/27/2008		2/16/2010	1,065	904				161
226	X	SYSCO CORPORATION	871829107			10/28/2008		2/16/2010	785	696				89
227	X	ACE LIMITED	H0023R105			5/11/2009		2/16/2010	3,435	2,986				449
228	X	CHECK POINT SOFTWRE TEC	M22465104			5/19/2009		2/16/2010	3,136	2,270				866
229	X	CHECK POINT SOFTWRE TEC	M22465104			5/19/2009		2/17/2010	3,030	2,175				855
230	X	CHECK POINT SOFTWRE TEC	M22465104			5/20/2009		2/17/2010	2,206	1,616				590

Line 16b (990-PF) - Accounting Fees

		1,500	0	0	1,500
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEE	1,500			1,500
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

		8,722	5,233	0	3,489
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ML FEES AS AGENT	8,722	5,233		3,489
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		319	233	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	24			
2	ESTIMATED EXCISE TAX PAID	62			
3	FOREIGN TAX WITHHELD	233	233		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		64	64	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1		0	0	0	0
2	INVESTMENT FEES	64	64		
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	463
2	Total	2	463

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	985
2	LOSS ON PY SALES SETTLED IN CY	2	1,086
3	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	3	144
4	Total	4	2,215

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	771
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	820,815	0	805,238	15,577	0	0	0	15,577
1	AES CORP	00130H105		9/21/2009	2/16/2010	3,493	0	4,322	-829			0	-829
2	AES CORP	00130H105		9/22/2009	2/16/2010	5,029	0	6,498	-1,469			0	-1,469
3	AES CORP	00130H105		9/23/2009	2/16/2010	3,212	0	4,166	-954			0	-954
4	AT& T INC	00206R102		11/17/2008	2/16/2010	3 721	0	3,979	-258			0	-258
5	AT& T INC	00206R102		11/18/2008	2/16/2010	2 481	0	2,597	-116			0	-116
6	AETNA INC NEW	00817Y108		11/29/2004	2/16/2010	3,042	0	3,166	-124			0	-124
7	AETNA INC NEW	00817Y108		7/30/2007	2/16/2010	3,981	0	6,860	-2,879			0	-2,879
8	AMGEN INC COM PV $0 0001	031162100		11/3/2008	2/16/2010	8,954	0	9,692	-738			0	-738
9	AMGEN INC COM PV $0 0001	031162100		11/4/2008	2/16/2010	2,380	0	2,546	-166			0	-166
10	APOLLO GROUP INC CL A	037604105		3/31/2009	1/11/2010	3,640	0	4,817	-1,177			0	-1,177
11	APOLLO GROUP INC CL A	037604105		3/31/2009	1/12/2010	60	0	79	-19			0	-19
12	APOLLO GROUP INC CL A	037604105		4/1/2009	1/12/2010	476	0	534	-58			0	-58
13	APOLLO GROUP INC CL A	037604105		4/13/2009	1/12/2010	893	0	912	-19			0	-19
14	APOLLO GROUP INC CL A	037604105		4/13/2009	1/13/2010	1,486	0	1,520	-34			0	-34
15	APOLLO GROUP INC CL A	037604105		4/13/2009	1/14/2010	897	0	912	-15			0	-15
16	CONAGRA FOODS INC	205887102		6/22/2009	2/16/2010	666	0	535	131			0	131
17	DISCOVER FINL SVCS	254709108		11/10/2009	2/16/2010	5,313	0	6,191	-878			0	-878
18	CONAGRA FOODS INC	205887102		6/23/2009	2/16/2010	6,066	0	5,067	999			0	999
19	DOVER CORP	260003108		5/13/2008	2/16/2010	2,556	0	3,129	-573			0	-573
20	DOVER CORP	260003108		5/14/2008	2/16/2010	1,993	0	2,493	-500			0	-500
21	CONAGRA FOODS INC	205887102		6/24/2009	2/16/2010	2,736	0	2,309	427			0	427
22	DOVER CORP	260003108		5/27/2008	2/16/2010	2,989	0	3,611	-622			0	-622
23	DOVER CORP	260003108		5/28/2008	2/16/2010	3,509	0	4,325	-816			0	-816
24	EATON CORP	278058102		2/8/2010	2/16/2010	3,577	0	3,388	189			0	189
25	CONOCOPHILLIPS	20825C104		6/2/2008	2/17/2010	50	0	93	-43			0	-43
26	CONOCOPHILLIPS	20825C104		6/3/2008	2/17/2010	2,100	0	3,890	-1,790			0	-1,790
27	EATON CORP	278058102		2/9/2010	2/16/2010	4,901	0	4,717	184			0	184
28	EATON CORP	278058102		2/10/2010	2/16/2010	861	0	829	32			0	32
29	CONOCOPHILLIPS	20825C104		6/4/2008	2/17/2010	2,200	0	3,988	-1,788			0	-1,788
30	ENSCO PLC-SPON ADR	29358Q109		10/20/2009	1/4/2010	839	0	955	-116			0	-116
31	CONOCOPHILLIPS	20825C104		6/5/2008	2/17/2010	1,900	0	3,497	-1,597			0	-1,597
32	CONOCOPHILLIPS	20825C104		6/9/2008	2/17/2010	2,999	0	5,692	-2,693			0	-2,693
33	CONOCOPHILLIPS	20825C104		2/16/2010	2/17/2010	3,399	0	3,387	12			0	12
34	EXXON MOBIL CORP COM	30231G102		9/21/2006	2/16/2010	1,641	0	1,621	20			0	20
35	EXXON MOBIL CORP COM	30231G102		10/16/2006	2/16/2010	7,877	0	8,336	-459			0	-459
36	DARDEN RESTAURANTS INC	237194105		4/20/2009	2/16/2010	4,024	0	3,904	120			0	120
37	EXXON MOBIL CORP COM	30231G102		2/25/2008	2/16/2010	1,772	0	2,392	-620			0	-620
38	EXXON MOBIL CORP COM	30231G102		2/26/2008	2/16/2010	2,166	0	2,961	-795			0	-795
39	FAMILY DOLLAR STORES	307000109		4/6/2009	2/16/2010	2,092	0	2,162	-70			0	-70
40	FAMILY DOLLAR STORES	307000109		4/7/2009	2/16/2010	6,114	0	6,255	-141			0	-141
41	FAMILY DOLLAR STORES	307000109		4/13/2009	2/16/2010	2,253	0	2,394	-141			0	-141
42	FLOWSERVE CORP	34354P105		9/8/2009	2/16/2010	1,916	0	1,825	91			0	91
43	DARDEN RESTAURANTS INC	237194105		4/21/2009	2/16/2010	3,219	0	3,106	113			0	113
44	DARDEN RESTAURANTS INC	237194105		6/15/2009	2/16/2010	4,024	0	3,370	654			0	654
45	DISCOVER FINL SVCS	254709108		11/9/2009	2/16/2010	2,279	0	2,649	-370			0	-370
46	ARCHER DANIELS MIDLD	039483102		2/9/2009	1/11/2010	2,809	0	2,624	185			0	185
47	BMC SOFTWARE INC	055921100		8/18/2009	2/16/2010	1,532	0	1,466	66			0	66
48	CSX CORP	126408103		7/27/2005	2/8/2010	3,398	0	1,824	1,574			0	1,574
49	CSX CORP	126408103		7/27/2005	2/9/2010	4,548	0	2,425	2,123			0	2,123
50	ARCHER DANIELS MIDLD	039483102		2/10/2009	1/11/2010	401	0	373	28			0	28
51	CSX CORP	126408103		7/27/2005	2/10/2010	688	0	370	318			0	318
52	CA INC	12673P105		9/18/2007	2/16/2010	3,725	0	4,272	-547			0	-547
53	ARCHER DANIELS MIDLD	039483102		2/10/2009	1/12/2010	976	0	919	57			0	57
54	CA INC	12673P105		9/19/2007	2/16/2010	4,601	0	5,391	-790			0	-790
55	CA INC	12673P105		10/29/2007	2/16/2010	4,207	0	5,009	-802			0	-802
56	ARCHER DANIELS MIDLD	039483102		2/10/2009	1/13/2010	979	0	919	60			0	60
57	CA INC	12673P105		10/30/2007	2/16/2010	4,119	0	4,916	-797			0	-797

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	Amount
Long Term CG Distributions	771
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	820,815	0	805,238	15,577	0	0	0	15,577
58	CA INC	12673P105		11/25/2009	2/16/2010	197	0	203	-6			0	-6
59	CHEVRON CORP	166764100		3/27/2001	2/16/2010	8,213	0	4,991	3,222			0	3,222
60	CHEVRON CORP	166764100		8/30/2004	2/16/2010	9,449	0	6,248	3,201			0	3,201
61	ARCHER DANIELS MIDLD	039483102		2/10/2009	1/14/2010	738	0	689	49			0	49
62	CHEVRON CORP	166764100		2/5/2007	2/16/2010	6,541	0	6,658	-117			0	-117
63	ARCHER DANIELS MIDLD	039483102		2/10/2009	2/16/2010	4,053	0	3,961	92			0	92
64	ARCHER DANIELS MIDLD	039483102		2/11/2009	2/16/2010	1,028	0	983	45			0	45
65	CHUBB CORP	171232101		2/25/2008	2/16/2010	1 592	0	1,701	-109			0	-109
66	CHUBB CORP	171232101		2/26/2008	2/16/2010	4 378	0	4,762	-384			0	-384
67	CHUBB CORP	171232101		2/27/2008	2/16/2010	1,691	0	1,855	-164			0	-164
68	CHUBB CORP	171232101		1/12/2009	2/16/2010	7,462	0	6,772	690			0	690
69	COCA COLA ENTERPRISES	191219104		6/15/2009	2/16/2010	3 675	0	3,256	419			0	419
70	COCA COLA ENTERPRISES	191219104		6/16/2009	2/16/2010	4 158	0	3,764	394			0	394
71	ARCHER DANIELS MIDLD	039483102		4/13/2009	2/16/2010	3,818	0	3,512	306			0	306
72	BMC SOFTWARE INC	055921100		4/30/2008	2/16/2010	1,349	0	1,303	46			0	46
73	COMPUTER SCIENCE CRP	205363104		3/2/2009	2/16/2010	3,475	0	2,310	1,165			0	1,165
74	BMC SOFTWARE INC	055921100		2/23/2009	2/16/2010	4,778	0	3,816	962			0	962
75	COMPUTER SCIENCE CRP	205363104		3/3/2009	2/16/2010	5,446	0	3,602	1,844			0	1,844
76	BMC SOFTWARE INC	055921100		2/24/2009	2/16/2010	1,240	0	990	250			0	250
77	BMC SOFTWARE INC	055921100		8/17/2009	2/16/2010	2,444	0	2,338	106			0	106
78	COMPUTER SCIENCE CRP	205363104		3/4/2009	2/16/2010	934	0	647	287			0	287
79	COMPUTER SCIENCE CRP	205363104		3/9/2009	2/16/2010	4,408	0	2,753	1,655			0	1,655
80	FLOWSERVE CORP	34354P105		9/9/2009	2/16/2010	2,587	0	2,515	72			0	72
81	FLOWSERVE CORP	34354P105		9/10/2009	2/16/2010	2 491	0	2,469	22			0	22
82	FLOWSERVE CORP	34354P105		9/11/2009	2/16/2010	671	0	671	0			0	0
83	FOREST LABS INC	345838106		11/21/2006	2/16/2010	1 823	0	3,078	-1,255			0	-1,255
84	FOREST LABS INC	345838106		1/9/2007	2/16/2010	1,765	0	3,063	-1,298			0	-1,298
85	FOREST LABS INC	345838106		1/10/2007	2/16/2010	3 529	0	6,182	-2,653			0	-2,653
86	FOREST LABS INC	345838106		8/25/2008	2/16/2010	1,500	0	1,895	-395			0	-395
87	FOREST LABS INC	345838106		8/26/2008	2/16/2010	5,058	0	6,433	-1,375			0	-1,375
88	FOREST LABS INC	345838106		8/27/2008	2/16/2010	794	0	986	-192			0	-192
89	GAP INC DELAWARE	364760108		4/14/2008	2/16/2010	3,666	0	3,475	191			0	191
90	GAP INC DELAWARE	364760108		4/15/2008	2/16/2010	921	0	886	35			0	35
91	GAP INC DELAWARE	364760108		4/16/2008	2/16/2010	2,137	0	2,065	72			0	72
92	GAP INC DELAWARE	364760108		4/17/2008	2/16/2010	1,529	0	1,489	40			0	40
93	GAP INC DELAWARE	364760108		10/26/2009	2/16/2010	3,469	0	4,002	-533			0	-533
94	GOLDMAN SACHS GROUP INC	38141G104		6/1/2009	2/16/2010	8,623	0	8,006	617			0	617
95	GOLDMAN SACHS GROUP INC	38141G104		7/6/2009	2/16/2010	1,881	0	1,728	153			0	153
96	GOLDMAN SACHS GROUP INC	38141G104		7/7/2009	2/16/2010	5,331	0	4,920	411			0	411
97	GOLDMAN SACHS GROUP INC	38141G104		9/8/2009	2/16/2010	3,606	0	3,829	-223			0	-223
98	HEWLETT PACKARD CO DEL	428236103		4/6/2005	2/16/2010	16,854	0	7,495	9,359			0	9,359
99	HONEYWELL INTL INC DEL	438516106		6/26/2007	2/16/2010	5,263	0	7,648	-2,385			0	-2,385
100	HONEYWELL INTL INC DEL	438516106		6/27/2007	2/16/2010	3,096	0	4,481	-1,385			0	-1,385
101	INTL BUSINESS MACHINES	459200101		2/12/2007	2/16/2010	22,054	0	17,485	4,569			0	4,569
102	INTL BUSINESS MACHINES	459200101		5/26/2009	2/16/2010	4,361	0	3,663	698			0	698
103	INTL PAPER CO	460146103		9/5/2007	2/16/2010	141	0	213	-72			0	-72
104	INTL PAPER CO	460146103		9/6/2007	2/16/2010	4,118	0	6,248	-2,130			0	-2,130
105	INTL PAPER CO	460146103		9/7/2007	2/16/2010	4,118	0	6,138	-2,020			0	-2,020
106	JOHNSON AND JOHNSON COM	478160104		3/27/2001	2/16/2010	4,754	0	3,114	1,640			0	1,640
107	JOHNSON AND JOHNSON COM	478160104		9/8/2004	2/16/2010	18,066	0	16,626	1,440			0	1,440
108	JOHNSON AND JOHNSON COM	478160104		6/24/2005	2/16/2010	2 536	0	2,627	-91			0	-91
109	KROGER CO	501044101		12/13/2006	2/16/2010	5,280	0	5,903	-623			0	-623
110	KROGER CO	501044101		12/14/2006	2/16/2010	1,610	0	1,819	-209			0	-209
111	L-3 COMMNCTNS HLDGS	502424104		8/21/2007	2/16/2010	2 105	0	2,335	-230			0	-230
112	L-3 COMMNCTNS HLDGS	502424104		8/22/2007	2/16/2010	4,385	0	4,911	-526			0	-526
113	MEDCO HEALTH SOLUTIONS I	58405U102		4/2/2007	2/16/2010	5 386	0	3,173	2,213			0	2,213
114	L-3 COMMNCTNS HLDGS	502424104		10/8/2007	2/16/2010	877	0	1 062	-185			0	-185

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	Amount
Long Term CG Distributions	771
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	820,815	0	805,238	15,577	0	0	0	15,577
115	MEDCO HEALTH SOLUTIONS I	58405U102		5/27/2008	2/16/2010	3,445	0	2,575	870			0	870
116	L-3 COMMNCTNS HLDGS	502424104		10/9/2007	2/16/2010	5,700	0	6,958	-1,258			0	-1,258
117	MEDCO HEALTH SOLUTIONS I	58405U102		5/28/2008	2/16/2010	4,071	0	3,115	956			0	956
118	L-3 COMMNCTNS HLDGS	502424104		10/10/2007	2/16/2010	2,192	0	2,674	-482			0	-482
119	LAUDER ESTEE COS INC A	518439104		1/11/2010	2/16/2010	2,603	0	2,221	382			0	382
120	LAUDER ESTEE COS INC A	518439104		1/12/2010	2/16/2010	2,545	0	2,198	347			0	347
121	MEDCO HEALTH SOLUTIONS I	58405U102		8/17/2009	2/16/2010	3,507	0	3,054	453			0	453
122	MEDCO HEALTH SOLUTIONS I	58405U102		8/18/2009	2/16/2010	2,255	0	1,962	293			0	293
123	MICROSOFT CORP	594918104		6/20/2002	2/16/2010	734	0	715	19			0	19
124	MICROSOFT CORP	594918104		9/12/2003	2/16/2010	6,352	0	6,309	43			0	43
125	LAUDER ESTEE COS INC A	518439104		1/13/2010	2/16/2010	2,603	0	2,246	357			0	357
126	MICROSOFT CORP	594918104		11/9/2009	2/16/2010	6,352	0	6,508	-156			0	-156
127	LOCKHEED MARTIN CORP	539830109		11/30/2005	2/16/2010	4 540	0	3,669	871			0	871
128	LOCKHEED MARTIN CORP	539830109		8/18/2008	2/16/2010	1,892	0	2,873	-981			0	-981
129	LAUDER ESTEE COS INC A	518439104		1/14/2010	2/16/2010	2,025	0	1,751	274			0	274
130	MICROSOFT CORP	594918104		11/16/2009	2/16/2010	6,295	0	6,633	-338			0	-338
131	MICROSOFT CORP	594918104		11/17/2009	2/16/2010	1,044	0	1,109	-65			0	-65
132	LAUDER ESTEE COS INC A	518439104		1/25/2010	2/16/2010	2,430	0	2,240	190			0	190
133	MICROSOFT CORP	594918104		12/29/2009	2/16/2010	2,287	0	2,552	-265			0	-265
134	MICROSOFT CORP	594918104		12/30/2009	2/16/2010	1,327	0	1,463	-136			0	-136
135	LAUDER ESTEE COS INC A	518439104		1/26/2010	2/16/2010	4,339	0	4,030	309			0	309
136	LOCKHEED MARTIN CORP	539830109		8/19/2008	2/16/2010	2,194	0	3,345	-1,151			0	-1,151
137	LOCKHEED MARTIN CORP	539830109		8/20/2008	2/16/2010	454	0	683	-229			0	-229
138	MICROSOFT CORP	594918104		12/31/2009	2/16/2010	1,355	0	1,481	-126			0	-126
139	MARATHON OIL CORP	565849106		7/6/2009	2/16/2010	6,920	0	6,622	298			0	298
140	MCKESSON CORPORATION COM	58155Q103		12/15/2005	2/16/2010	4,097	0	3,613	484			0	484
141	MICROSOFT CORP	594918104		1/4/2010	2/16/2010	1,073	0	1,182	-109			0	-109
142	MICROSOFT CORP	594918104		1/11/2010	2/16/2010	4,376	0	4,723	-347			0	-347
143	MCKESSON CORPORATION COM	58155Q103		1/11/2006	2/16/2010	6,829	0	5,911	918			0	918
144	MCKESSON CORPORATION COM	58155Q103		3/9/2009	2/16/2010	3,860	0	2,540	1,320			0	1,320
145	NRG ENERGY INC	629377508		12/26/2007	2/16/2010	1,738	0	3,370	-1,632			0	-1,632
146	NRG ENERGY INC	629377508		12/27/2007	2/16/2010	2,718	0	5,296	-2,578			0	-2,578
147	NRG ENERGY INC	629377508		8/10/2009	2/16/2010	4,122	0	5,296	-1 174			0	-1,174
148	NRG ENERGY INC	629377508		8/11/2009	2/16/2010	1,047	0	1,358	-311			0	-311
149	NORTHROP GRUMMAN CORP	666807102		8/3/2009	2/16/2010	6,630	0	5,124	1,506			0	1,506
150	PFIZER INC	717081103		9/13/2004	2/16/2010	2,488	0	4,499	-2,011			0	-2,011
151	PFIZER INC	717081103		4/14/2008	2/16/2010	3,270	0	3,804	-534			0	-534
152	PFIZER INC	717081103		4/15/2008	2/16/2010	480	0	563	-83			0	-83
153	PFIZER INC	717081103		4/16/2008	2/16/2010	1,137	0	1,345	-208			0	-208
154	PFIZER INC	717081103		4/17/2008	2/16/2010	800	0	920	-120			0	-120
155	PIMCO COMMODITY REAL	72201M842		6/18/2010	12/15/2010	8	0	6	2			0	2
156	PIMCO COMMODITY REAL	72201M842		3/18/2010	12/15/2010	813	0	729	84			0	84
157	PIMCO COMMODITY REAL	72201M842		2/25/2010	12/15/2010	22,438	0	19,994	2,444			0	2 444
158	PIMCO COMMODITY REAL	72201M842		3/8/2010	12/15/2010	10,938	0	9,992	946			0	946
159	PIMCO COMMODITY REAL	72201M842		3/9/2010	12/15/2010	9	0	8	1			0	1
160	PRIDE INTL INC DEL	74153Q102		10/19/2009	2/16/2010	2,887	0	3,092	-205			0	-205
161	PRIDE INTL INC DEL	74153Q102		10/20/2009	2/16/2010	5,136	0	5,564	-428			0	-428
162	PRIDE INTL INC DEL	74153Q102		10/21/2009	2/16/2010	4,498	0	5,021	-523			0	-523
163	QWEST COMM INTL INC COM	749121109		1/20/2006	1/25/2010	1,688	0	2,340	-652			0	-652
164	QWEST COMM INTL INC COM	749121109		2/1/2006	1/25/2010	428	0	616	-188			0	-188
165	QWEST COMM INTL INC COM	749121109		2/1/2006	1/26/2010	3 627	0	5,330	-1,703			0	-1,703
166	QWEST COMM INTL INC COM	749121109		2/1/2006	2/16/2010	3,940	0	5,448	-1,508			0	-1,508
167	QWEST COMM INTL INC COM	749121109		3/23/2009	2/16/2010	4,480	0	3,715	765			0	765
168	NORTHROP GRUMMAN CORP	666807102		8/4/2009	2/16/2010	8,762	0	6,912	1,850			0	1 850
169	NORTHROP GRUMMAN CORP	666807102		8/5/2009	2/16/2010	2,250	0	1,775	475			0	475
170	OCCIDENTAL PETE CORP CAL	674599105		7/19/2005	2/16/2010	1,775	0	875	900			0	900
171	OCCIDENTAL PETE CORP CAL	674599105		10/20/2005	2/16/2010	12,105	0	5,361	6,744			0	6,744

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Long Term CG Distributions	771
Short Term CG Distributions	0

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					Totals	820,815	0	805 238	15,577	0	0	0	15,577
172	PFIZER INC	717081103		8/22/2002	2/16/2010	5,775	0	11,278	-5,503			0	-5,503
173	PFIZER INC	717081103		7/29/2003	2/16/2010	4,531	0	8,344	-3,813			0	-3,813
174	PFIZER INC	717081103		3/12/2004	2/16/2010	1,333	0	2,654	-1,321			0	-1,321
175	RAYTHEON CO DELAWARE NEW	755111507		5/3/2006	2/16/2010	7,092	0	6,043	1,049			0	1,049
176	RAYTHEON CO DELAWARE NEW	755111507		5/4/2006	2/16/2010	2,707	0	2,310	397			0	397
177	RAYTHEON CO DELAWARE NEW	755111507		5/30/2006	2/16/2010	7,038	0	5,893	1,145			0	1,145
178	TRAVELERS COS INC	89417E109		11/25/2009	2/16/2010	256	0	266	-10			0	-10
179	UNUM GROUP	91529Y106		10/14/2008	2/16/2010	3,086	0	3,083	3			0	3
180	UNUM GROUP	91529Y106		10/20/2008	2/16/2010	5,077	0	4,473	604			0	604
181	UNUM GROUP	91529Y106		10/21/2008	2/16/2010	3,186	0	2,886	300			0	300
182	UNUM GROUP	91529Y106		11/3/2008	2/16/2010	3,046	0	2,556	490			0	490
183	UNUM GROUP	91529Y106		11/4/2008	2/16/2010	637	0	583	54			0	54
184	UNUM GROUP	91529Y106		8/12/2009	2/16/2010	1,692	0	1,812	-120			0	-120
185	VERIZON COMMUNICATNS COM	92343V104		4/6/2009	2/16/2010	4,959	0	5,575	-616			0	-616
186	VERIZON COMMUNICATNS COM	92343V104		7/28/2009	2/16/2010	3,471	0	3,720	-249			0	-249
187	SYSCO CORPORATION	871829107		11/17/2008	2/16/2010	3,784	0	3,107	677			0	677
188	SYSCO CORPORATION	871829107		11/18/2008	2/16/2010	2,243	0	1,833	410			0	410
189	TJX COS INC NEW	872540109		12/14/2009	2/16/2010	6,370	0	6,351	19			0	19
190	TJX COS INC NEW	872540109		12/15/2009	2/16/2010	2,670	0	2,674	-4			0	-4
191	TJX COS INC NEW	872540109		12/21/2009	2/16/2010	4,234	0	4,139	95			0	95
192	TEXAS INSTRUMENTS	882508104		10/5/2009	2/16/2010	4,367	0	4,018	349			0	349
193	TEXAS INSTRUMENTS	882508104		10/6/2009	2/16/2010	5,012	0	4,680	332			0	332
194	TRAVELERS COS INC	89417E109		9/30/2005	2/16/2010	7,366	0	6,476	890			0	890
195	TRAVELERS COS INC	89417E109		1/22/2007	2/16/2010	8,695	0	8,806	-111			0	-111
196	TRAVELERS COS INC	89417E109		1/5/2009	2/16/2010	1,279	0	1,114	165			0	165
197	WAL-MART STORES INC	931142103		7/28/2008	2/16/2010	3,426	0	3,622	-196			0	-196
198	WAL-MART STORES INC	931142103		7/29/2008	2/16/2010	5,139	0	5,488	-349			0	-349
199	WELLPOINT INC	94973V107		10/27/2003	2/16/2010	8,098	0	4,953	3,145			0	3,145
200	TRAVELERS COS INC	89417E109		8/12/2009	2/16/2010	51	0	47	4			0	4
201	WELLPOINT INC	94973V107		10/27/2008	2/16/2010	6,073	0	4,209	1,864			0	1,864
202	WSTN DIGITAL CORP DEL	958102105		2/20/2008	2/16/2010	3,858	0	2,794	1,064			0	1,064
203	WSTN DIGITAL CORP DEL	958102105		2/21/2008	2/16/2010	11,827	0	8,941	2,886			0	2,886
204	XILINX INC	983919101		8/11/2008	2/16/2010	3,274	0	3,564	-290			0	-290
205	XILINX INC	983919101		8/12/2008	2/16/2010	5,148	0	5,684	-536			0	-536
206	GARMIN LTD (KAYMAN IS)	G37260109		8/31/2009	2/16/2010	3,216	0	3,195	21			0	21
207	GARMIN LTD (KAYMAN IS)	G37260109		9/1/2009	2/16/2010	5,087	0	5,060	27			0	27
208	GARMIN LTD (KAYMAN IS)	G37260109		9/2/2009	2/16/2010	2,954	0	2,859	95			0	95
209	NABORS INDUSTRIES LTD	G6359F103		11/23/2009	2/16/2010	2,879	0	2,510	369			0	369
210	NABORS INDUSTRIES LTD	G6359F103		11/24/2009	2/16/2010	5,924	0	5,138	786			0	786
211	NABORS INDUSTRIES LTD	G6359F103		11/25/2009	2/16/2010	1,428	0	1,271	157			0	157
212	ACE LIMITED	H0023R105		4/27/2009	2/16/2010	3,680	0	3,360	320			0	320
213	RAYTHEON CO DELAWARE NEW	755111507		5/31/2006	2/16/2010	1,083	0	915	168			0	168
214	ROSS STORES INC COM	778296103		10/20/2008	2/16/2010	6,896	0	4,401	2,495			0	2,495
215	ROSS STORES INC COM	778296103		10/21/2008	2/16/2010	3,286	0	2,139	1,147			0	1,147
216	SPDR GOLD TRUST	78463V107		6/29/2010	7/8/2010	10	0	10	0			0	0
217	SPDR GOLD TRUST	78463V107		6/29/2010	8/4/2010	10	0	10	0			0	0
218	ROSS STORES INC COM	778296103		5/4/2009	2/16/2010	2,175	0	1,822	353			0	353
219	ROSS STORES INC COM	778296103		5/5/2009	2/16/2010	3,147	0	2,618	529			0	529
220	SPDR GOLD TRUST	78463V107		6/29/2010	9/3/2010	11	0	11	0			0	0
221	SPDR GOLD TRUST	78463V107		6/29/2010	10/4/2010	11	0	10	1			0	1
222	SPDR GOLD TRUST	78463V107		6/29/2010	11/5/2010	11	0	10	1			0	1
223	SPDR GOLD TRUST	78463V107		6/29/2010	12/3/2010	11	0	10	1			0	1
224	SAFEWAY INC NEW	786514208		1/13/2006	2/16/2010	7,420	0	8,032	-612			0	-612
225	SYSCO CORPORATION	871829107		10/27/2008	2/16/2010	1,065	0	904	161			0	161
226	SYSCO CORPORATION	871829107		10/28/2008	2/16/2010	785	0	696	89			0	89
227	ACE LIMITED	H0023R105		5/11/2009	2/16/2010	3,435	0	2,986	449			0	449
228	CHECK POINT SOFTWRE TECH	M22465104		5/19/2009	2/16/2010	3,136	0	2,270	866			0	866

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	771
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	820,815	0	805,238	15,577	0	0	0	15,577
229	CHECK POINT SOFTWRE TECH	M22465104		5/19/2009	2/17/2010	3 030	0	2,175	855			0	855
230	CHECK POINT SOFTWRE TECH	M22465104		5/20/2009	2/17/2010	2,206	0	1,616	590			0	590

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

0

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	JAMES J MCINERNEY	X	24 LAKE ROAD	MEWTON	CT	06470		PRESIDENT	2	
2										
3										
4										
5										
6										
7										
8										
9										
10										

Part

	0	0	
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	
2	First quarter estimated tax payment	5/13/2010	2	62
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	62
7	Total		7	62

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	31,522
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	31,522

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
NEWTON VOLUNTEER AMBULENCE ASSOCIATION
Street

City	State	Zip Code	Foreign Country
NEWTON	CT		

Relationship	Foundation Status
NONE	501(C)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	2,000

Name
AMERICARES 2010 GRANT AWARD
Street

City	State	Zip Code	Foreign Country
STAMFORD	CT		

Relationship	Foundation Status
NONE	501(C)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

Name
CONNECTICUT FOOD BANK
Street

City	State	Zip Code	Foreign Country
NEW HAVEN	CT		

Relationship	Foundation Status
NONE	501(C)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	7,000

Name
HOUSATONIC HABITAT FOR HUMANITY
Street

City	State	Zip Code	Foreign Country
DANBURY	CT		

Relationship	Foundation Status
NONE	501(C)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

Name
THEATREWORKS
Street

City	State	Zip Code	Foreign Country
NEW MILFORD	CT		

Relationship	Foundation Status
NONE	501(C)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	2,000

Name
THIRTEEN/WNET NEW YORK
Street

City	State	Zip Code	Foreign Country
NEW YORK	NY		

Relationship	Foundation Status
NONE	501(C)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
TECHNOSERVE
Street

City	State	Zip Code	Foreign Country
NORWALK	CT		

Relationship	Foundation Status
NONE	501(C)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	3,000

Name
AMERICAN FOUNDATION FOR AID RESEARCH
Street

City	State	Zip Code	Foreign Country
WASHINGTON	DC		

Relationship	Foundation Status
NONE	501(C)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	3,000

Name
KEVIN'S COMMUNITY CENTER
Street

City	State	Zip Code	Foreign Country
NEWTOWN	CT		

Relationship	Foundation Status
NONE	501(C)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	2,000

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount
	0

Account Number: 87C-74C10

TOTAL MERRILL®

MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N.A.
AGENT OF THE
MCINERNEY AND FAFARD FDN
TUA 12-08-2000

Net Portfolio Value: **$842,406.37**

Your Financial Advisor:
MCDONALD/TACKMAN
63 COPPS HILL RD
RIDGEFIELD CT 06877
(800) 372-2745

Trust Officer:
LINDA A GRANT
609-274-5481

TRUST MANAGEMENT ACCOUNT

This account is enrolled in the Personal Investment Advisory Program

December 01, 2010 - December 31, 2010

ASSETS

ASSETS	*December 31*	*November 30*
Cash/Money Accounts	**8,100.39**	39,866.75
Fixed Income	**167,294.75**	169,767.75
Equities	**73,505.69**	62,079.26
Mutual Funds	**555,605.60**	532,471.59
Options	-	-
Other	-	-
Alternative Investments	**34,680.00**	33,855.00
Subtotal (Long Portfolio)	***839,186.43***	*838,040.35*
Estimated Accrued Interest	**3,219.94**	2,455.88
TOTAL ASSETS	**$842,406.37**	$840,496.23

LIABILITIES

LIABILITIES		
Debit Balance	-	-
Short Market Value	-	-
NET PORTFOLIO VALUE	**$842,406.37**	$840,496.23

CASH FLOW

CASH FLOW	*This Statement*	*Year to Date*
Opening Cash/Money Accounts	**$39,866.75**	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	**177.98**	393.04
Subtotal	**177.98**	*393.04*
DEBITS		
Electronic Transfers	-	-
Other Debits	**(35,500.00)**	(35,586.00)
ML Trust Fees	**(853.06)**	(10,675.47)
Non ML Trust Fees	-	-
Bill Payment	-	-
Subtotal	**($36,353.06)**	*($46,261.47)*
Net Cash Flow	**($36,175.08)**	($45,868.43)
Dividends/Interest Income	**5,464.43**	19,486.85
Dividend Reinvestments	**(917.28)**	(5,335.60)
Security Purchases/Debits	**(34,345.35)**	(816,494.89)
Security Sales/Credits	**34,206.92**	826,273.88
Closing Cash/Money Accounts	**$8,100.39**	
Securities You Transferred In/Out	-	145.52

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	379.00	379.00		**379.00**		
BIF MONEY FUND	2,313.00	2,313.00	1.0000	**2,313.00**	**1**	.06
TOTAL		2,692.00		**2,692.00**	**1**	.06

CORPORATE BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ VODAFONE GROUP PLC *GLB 05.000% SEP 15 2015* *MOODY'S: BAA1 S&P: A- CUSIP: 92857WAG5* *ORIGINAL UNIT/TOTAL COST: 106.8640/26,716.00*	03/08/10	25,000	26,485.13	109.2380	**27,309.50**	824.37	368.06	**1,250**	4.57
Δ COMMONWEALTH EDISON *1ST MORTGAGE SER 104 05.950% AUG 15 2016* *MOODY'S: BAA1 S&P: A- CUSIP: 202795HN3* *ORIGINAL UNIT/TOTAL COST: 110.5110/27,627.75*	03/08/10	25,000	27,332.65	114.1230	**28,530.75**	1,198.10	561.94	**1,488**	5.21
Δ WELLS FARGO COMPANY *SUBORDINATED GLB 05.125% SEP 15 2016* *MOODY'S: A2 S&P: A+ CUSIP: 949746JE2* *ORIGINAL UNIT/TOTAL COST: 105.0610/26,265.25*	07/07/10	25,000	26,178.88	106.6940	**26,673.50**	494.62	377.26	**1,282**	4.80
Δ AMERICAN EXPRESS *GLB 06.150% AUG 28 2017* *MOODY'S: A3 S&P: BBB+ CUSIP: 025816AX7* *ORIGINAL UNIT/TOTAL COST: 106.9850/26,746.25*	03/08/10	25,000	26,586.14	112.7210	**28,180.25**	1,594.11	525.31	**1,538**	5.45
Δ METLIFE INC *SER A 06.817% AUG 15 2018* *MOODY'S: A3 S&P: A- CUSIP: 59156RAR9* *ORIGINAL UNIT/TOTAL COST: 110.8160/27,704.00*	03/08/10	25,000	27,491.72	116.5880	**29,147.00**	1,655.28	643.83	**1,705**	5.84

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ SOUTHWESTERN ELEC POWER *06.450% JAN 15 2019* *MOODY'S: BAA3 S&P: BBB CUSIP: 845437BK7* *ORIGINAL UNIT/TOTAL COST: 112.6360/28,159.00*	07/07/10	25,000	28,015.40	109.8150	**27,453.75**	(561.65)	743.54	**1,613**	5.87
TOTAL		150,000	162,089.92		**167,294.75**	5,204.83	3,219.94	**8,876**	5.31

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
BP PLC SPON ADR	BP	05/04/10	600	51.0591	30,635.46	44.1700	**26,502.00**	(4,133.46)		
LENNAR CORP CL A	LEN	08/19/10	2,500	13.0169	32,542.25	18.7500	46,875.00	14,332.75	400	.85
(.8634 FRACTIONAL SHARE)		10/29/10		14.5703	12.58	18.7500	16.19	3.61	1	.85
Subtotal			*2,500.8634*		32,554.83		**46,891.19**	14,336.36	**401**	.85
TOTAL					63,190.29		**73,393.19**	10,202.90	**401**	.55

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
BLACKROCK GLOBAL *ALLOCATION FD INC INSTL* *SYMBOL: MALOX Initial Purchase:02/25/10* *Fixed Income 39% Equity 61%*	2,141	37,999.92	19.5000	**41,749.50**	3,749.58	37,981	**3,767**	**581**	1.38
.0120 Fractional Share		*0.21*	*19.5000*	**.23**	*.02*				*1.38*
COHEN & STEERS *INTRNATIONL RLTY FD CL I* *SYMBOL: IRFIX Initial Purchase:02/25/10* *Equity 100%*	2,973	29,991.98	11.1400	**33,119.22**	3,127.24	29,991	**3,127**	**2,298**	6.93
.7840 Fractional Share		*7.80*	*11.1400*	**8.73**	*.93*			***1***	*6.93*
.0010 Fractional Share		*N/A*	*11.1400*	**.01**					*6.93*

MCINERNEY AND FAFARD FDN

Account Number:87C-74C10

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
EATON VANCE GLBL MACRO *ABSOLUTE RETURN CL I* *SYMBOL: EIGMX Initial Purchase:09/30/10* *Fixed Income 100%*	3,394	35,027.48	10.2700	**34,856.38**	(171.10)	35,027	**(171)**	**1,871**	5.36
.5740 Fractional Share		*5.92*	*10.2700*	**5.89**	*(0.03)*			**1**	*5.36*
FIDELITY ADV LEVERAGED *COMPANY STOCK CL I* *SYMBOL: FLVIX Initial Purchase:02/25/10* *Equity 100%*	1,051	29,998 95	34.7800	**36,553.78**	6,554.83	29,969	**6,584**	**150**	.40
.0720 Fractional Share		*2.13*	*34.7800*	**2.50**	*.37*			**1**	*40*
HIGHLAND LONG/SHORT *EQUITY FUND CL A* *SYMBOL: HEOAX Initial Purchase:02/25/10* *Equity 100%*	3,224	33,993.00	11.2000	**36,108.80**	2,115.80	33,993	**2,115**		
.6550 Fractional Share		*7.09*	*11.2000*	**7.34**	*.25*				
ISHARES TRUST S&P MIDCAP *400 INDEX FUND* *SYMBOL: IJH Initial Purchase:02/25/10* *Equity 100%*	404	30,110.33	90.6900	**36,638.76**	6,528.43	30,110	**6,528**	**387**	1.05
.3723 Fractional Share		*28.99*	*90.6900*	**33.76**	*4.77*			**1**	*1.05*
ISHARES MSCI EAFE INDEX *FUND* *SYMBOL: EFA Initial Purchase:02/25/10* *Equity 100%*	800	42,069.24	58.2200	**46,576.00**	4,506.76	42,017	**4,558**	**1,117**	2.39
.1827 Fractional Share		*10.58*	*58.2200*	**10.64**	*.06*			**1**	*2 39*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) *Description*	*Quantity*	Total Cost Basis	Estimated Market Price	Estimated Market Value	*Unrealized Gain/(Loss)*	*Total Client Investment*	*Cumulative Investment Return ($)*	*Estimated Annual Income*	*Current Yield%*
ISHARES RUSSELL 1000 *INDEX FUND* *SYMBOL: IWB Initial Purchase:02/25/10* *Equity 100%*	1,024	62,436.38	69.8600	**71,536.64**	9,100.26	62,374	**9,162**	**1,191**	1.66
.6587 Fractional Share		*41.78*	*69.8600*	***46.02***	*4.24*			***1***	*1.66*
IVY ASSET STRATEGY *FUND CL I* *SYMBOL: IVAEX Initial Purchase:02/25/10* *Fixed Income 16% Equity 84%*	1,288	27,988.24	24.6100	**31,697.68**	3,709.44	27,988	**3,709**	**80**	.25
.5410 Fractional Share		*11.57*	*24.6100*	***13.31***	*1.74*			***1***	*.25*
LOOMIS SAYLES STRATEGIC *INC FD CL Y* *SYMBOL: NEZYX Initial Purchase:02/25/10* *Fixed Income 100%*	2,150	30,019.83	14.7800	**31,777.00**	1,757.17	29,977	**1,799**	**1,852**	5.82
.6110 Fractional Share		*8.60*	*14.7800*	***9.03***	*.43*			***1***	*5.82*
OPPENHEIMER *INTERNATIONAL BOND FD Y* *SYMBOL: OIBYX Initial Purchase:02/25/10* *Fixed Income 100%*	5,987	38,007.75	6.5600	**39,274.72**	1,266.97	37,988	**1,285**	**1,731**	4.40
.3010 Fractional Share		*1.86*	*6.5600*	***1.97***	*.11*			***1***	*4.40*
OPPENHEIMER DEVELOPING *MARKETS FD CL Y* *SYMBOL: ODVYX Initial Purchase:02/25/10* *Equity 100%*	1,231	33,737.18	36.0700	**44,402.17**	10,664.99	33,708	**10,693**	**176**	.39
.3460 Fractional Share		*9.98*	*36.0700*	***12.48***	*2.50*			***1***	*.39*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
RS GLOBAL NATURAL *RESOURCES FUND CL Y* *SYMBOL: RSNYX Initial Purchase:12/15/10* *Equity 100%*	933	34,312 77	38 0000	**35,454.00**	1.141.23	34,312	**1,141**		
.8050 Fractional Share		*29.61*	*38.0000*	**30.59**	*.98*				
TORTOISE ENERGY CAPITAL *SYMBOL: TYY Initial Purchase:02/25/10* *Equity 100%*	1,113	26,188.26	27.7700	**30,908.01**	4,719.75	26,188	**4,719**	**1,781**	5.76
.8474 Fractional Share		*20.40*	*27.7700*	**23.53**	3.13			**2**	5 76
Subtotal (Fixed Income)				*127,281.14*					
Subtotal (Equities)				*423,577.55*					
TOTAL		492,067.83		**550,858.69**	58,790.85		**59,016**	**13,227**	2.40

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.
Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

ALTERNATIVE INVESTMENTS Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
SPDR GOLD TRUST	06/29/10	250	120.5060	30,126.50	138.7200	**34,680.00**	4,553.50		
TOTAL				30,126.50		**34,680.00**	4,553.50		
TOTAL PRINCIPAL INVESTMENTS				**750,166.54**		**828,918.63**	78,752.08	**22,505**	2.72

Notes

Δ Debt Instruments purchased at a premium show amortization θ Debt Instruments purchased at a discount show accretion

< Derived from Moody's and/or S & P ratings for other debt securities of this issuer and provided by a third party vendor.

Total values exclude N/A items

For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks. For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	310.39	310.39		**310.39**		
BIF MONEY FUND	5,098.00	5,098.00	1.0000	**5,098.00**	**3**	.06
TOTAL		5,408.39		**5,408.39**	**3**	.06

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
LENNAR CORP CL A	LEN	10/29/10	6	14.5683	87.41	18.7500	**112.50**	25.09	**1**	.85
TOTAL					87.41		**112.50**	25.09	**1**	.89

MCINERNEY AND FAFARD FDN

Account Number: 87C-74C10

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

December 01, 2010 - December 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return($)	Estimated Annual Income	Current Yield%
ISHARES TRUST S&P MIDCAP *400 INDEX FUND* *SYMBOL: IJH* *Initial Purchase:REINV* *Equity 100%*	3	231.49	90.6900	**272.07**	40.58	N/A	**272**	**3**	1.05
ISHARES MSCI EAFE INDEX *FUND*	21	1,063.47	58.2200	**1,222.62**	159.15	N/A	**1,222**	**30**	2.39
SYMBOL: EFA *Initial Purchase:REINV* *Equity 100%*	*1*	*N/A*	58.2200	**58.22**				**2**	*2.39*
ISHARES RUSSELL 1000 *INDEX FUND*	17	1,093.85	69.8600	**1,187.62**	93.77	N/A	**1,187**	**20**	1.66
SYMBOL: IWB *Initial Purchase:REINV* *Equity 100%*	*1*	*N/A*	69.8600	**69.86**				**2**	*1.66*
LOOMIS SAYLES STRATEGIC *INC FD CL Y* *SYMBOL: NEZYX* *Initial Purchase:REINV* *Fixed Income 100%*	29	410.91	14.7800	**428.62**	17.71	N/A	**428**	**25**	5.82
OPPENHEIMER *INTERNATIONAL BOND FD Y* *SYMBOL: OIBYX* *Initial Purchase:02/25/10* *Fixed Income 100%*	69	436.43	6.5600	**452.64**	16.21	N/A	**447**	**20**	4 40
TORTOISE ENERGY CAPITAL *SYMBOL: TYY* *Initial Purchase:REINV* *Equity 100%*	38	879.12	27.7700	**1,055.26**	176.14	N/A	**1,055**	**61**	5.76

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

December 01, 2010 - December 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued)

Description	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Total Client Investment*	*Cumulative Investment Return ($)*	*Estimated Annual Income*	*Current Yield%*
Subtotal (Fixed Income)				*881.26*					
Subtotal (Equities)				*3,865.65*					
TOTAL		4,115.27		**4,746.91**	503.56		**4,611**	**163**	3.43
TOTAL INCOME INVESTMENTS		9,611.07		**10,267.80**	528.65			**167**	1.63

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment. Does not apply to income investments "denoted by "N/A".

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

LONG PORTFOLIO	*Adjusted/Total Cost Basis*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Accrued Interest*	*Estimated Annual Income*	*Current Yield%*
TOTAL PRINCIPAL/INCOME INVESTMENTS	759,777.61	**839,186.43**	79,280.73	3,219.94	**22,672**	2.70

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MCINERNEY AND FAFARD FDN Account Number:87C-74C10

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

December 01, 2010 - December 31, 2010

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Reinvestment	Income Cash	Principal Cash	Income Year To Date
	Subtotal (Taxable Interest)						*2,955.15*
	Subtotal (Tax-Exempt Dividends)						*44.95*
12/01	Dividend		OPPENHEIMER INTERNATIONAL BOND FD Y DIVIDEND PAY DATE 11/30/2010		143.05		
12/01	Dividend		EATON VANCE GLBL MACRO ABSOLUTE RETURN CL I DIVIDEND PAY DATE 11/30/2010		128.39		
12/10	Dividend		IVY ASSET STRATEGY FUND CL I DIVIDEND PAY DATE 12/09/2010		79.89		
12/14	Dividend		FIDELITY ADV LEVERAGED COMPANY STOCK CL I DIVIDEND PAY DATE 12/13/2010		84.09		
12/14	Sh Tm Cap Gain		FIDELITY ADV LEVERAGED COMPANY STOCK CL I SHORT TERM CAPITAL GAIN PAY DATE 12/13/2010			6.31	
12/15	Sh Tm Cap Gain		HIGHLAND LONG/SHORT EQUITY FUND CL A SHORT TERM CAPITAL GAIN PAY DATE 12/14/2010			738.77	
12/17	Dividend		COHEN & STEERS INTRNATIONL RLTY FD CL I DIVIDEND PAY DATE 12/16/2010		1,873.48		