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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

OMB No 1545-0052

2010

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

For calendar year **2010**, or tax year beginning , **2010**, and ending , **20**G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation CHESTER KITCHINGS FAMILY FOUNDATION A.K.A. CHESTER W. KITCHINGS FOUNDATION		A Employer identification number 06-6044228
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 309	Room/suite	B Telephone number (see page 10 of the instructions) () -
City or town, state, and ZIP code ESSEX, CT 06426		C If exemption application is pending, 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		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 49,991,633.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,530,390.	1,542,333.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,583.			
	b Gross sales price for all assets on line 6a	9,757,116.			
	7 Capital gain net income (from Part IV, line 2)		8,586.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	15.			STMT 2	
12 Total Add lines 1 through 11	1,538,988.	1,550,919.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	181,983.	90,992.		90,992.
	14 Other employee salaries and wages				
	15 Pension plans; employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500.	NONE	NONE	2,500.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	26,377.	2,805.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	100	100.		
	24 Total operating and administrative expenses Add lines 13 through 23	210,960.	93,897.	NONE	93,492.
	25 Contributions, gifts, grants paid	2,359,000.			2,359,000.
26 Total expenses and disbursements Add lines 24 and 25	2,569,960	93,897.	NONE	2,452,492.	
27 Subtract line 26 from line 12	-1,030,972				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		1,457,022.			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see page 30 of the instructions

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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		8,543.	1,694.	1,694.
	2	Savings and temporary cash investments		1,535,783.	1,190,140.	1,190,140.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)	STMT 6	1,503,250.	500,000.	524,585.
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)	STMT 7	6,151,810.	5,451,839.	5,883,444.
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)	STMT 8	26,945,600.	27,963,140.	42,391,770.	
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		36,144,986.	35,106,813.	49,991,633.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds		32,732,646.	34,357,746.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		3,412,340.	749,067.	
	30	Total net assets or fund balances (see page 17 of the instructions)		36,144,986.	35,106,813.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		36,144,986.	35,106,813.	

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	36,144,986.
2	Enter amount from Part I, line 27a	2	-1,030,972.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	35,114,014.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 9	5	7,201.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	35,106,813.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	8,586.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	1,997,972.	40,966,986.	0.04877029518
2008	2,098,165.	49,018,862.	0.04280321726
2007	1,473,907.	46,124,869.	0.03195471406
2006	1,356,017.	21,478,927.	0.06313243674
2005	1,217,224.	20,979,185.	0.05802055704
2 Total of line 1, column (d)			2 0.24468122028
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 0.04893624406
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 45,175,818.
5 Multiply line 4 by line 3			5 2,210,735.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 14,570.
7 Add lines 5 and 6			7 2,225,305.
8 Enter qualifying distributions from Part XII, line 4			8 2,452,492.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1 14,570.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2
3 Add lines 1 and 2		3 14,570.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4 NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 14,570.
6 Credits/Payments:		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 26,772.	
b Exempt foreign organizations-tax withheld at source	6b NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c NONE	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 26,772.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 12,202.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax	11 12,202. Refunded	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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)? 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.		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		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		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) STMT 10		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (404) 827-6486 Located at ▶ PO BOX 4418, ATLANTA, GA ZIP + 4 ▶ 30302			
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

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

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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)? ☐ Yes ☒ No
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? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870
- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

N/A

6b

X

7b

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		181,983.	-0-	-0-

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	45,115,938.
b	Average of monthly cash balances	1b	747,837.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	45,863,775.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	45,863,775.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	687,957.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	45,175,818.
6	Minimum investment return. Enter 5% of line 5	6	2,258,791.

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	2,258,791.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	14,570.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,570.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,244,221.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,244,221.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,244,221.

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	2,452,492.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,452,492.
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	14,570.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,437,922.

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				2,244,221.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	319,806.			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	319,806			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 2,452,492.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				2,244,221.
e Remaining amount distributed out of corpus	208,271.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	528,077.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	528,077.			
10 Analysis of line 9				
a Excess from 2006	319,806.			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	NONE			
e Excess from 2010	208,271.			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

CHESTER W. KITCHINGS, JR.

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 STATEMENT 12				
Total			3a	2,359,000.
b Approved for future payment				
Total			3b	

Form **990-PF** (2010)

Enter gross amounts unless otherwise indicated

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

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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 | | |

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

PTIN

JEFFREY E. KUHLIN

Firm's name ► KPMG LLP

Firm's address ► 100 WESTMINSTER ST, 6TH FL, SUITE A
PROVIDENCE, RI 02903-

04/13/2011

Check ☐ if self-employed

P00353001

Firm's EIN	▶ 13-5565207
------------	--------------

Phone no 888-942-3272

Form 990-PF (2010)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					64,060.	
198,246.00		8000. BERKLEY W R CORP PROPERTY TYPE: SECURITIES 235,656.00					04/21/2008	01/19/2010
							-37,410.00	
67,217.00		506. INTERNATIONAL BUSINESS MACHS COR PROPERTY TYPE: SECURITIES 50,222.00					02/26/2004	01/19/2010
							16,995.00	
301,267.00		8000. TJX COS INC NEW COM PROPERTY TYPE: SECURITIES 267,924.00					09/25/2008	01/19/2010
							33,343.00	
218,648.00		3000. DANAHER CORP COM PROPERTY TYPE: SECURITIES 200,197.00					02/14/2008	02/02/2010
							18,451.00	
47,936.00		893. RAYTHEON CO COM NEW PROPERTY TYPE: SECURITIES 46,312.00					01/12/2007	02/09/2010
							1,624.00	
500,000.00		500000. FED NATL MTG ASSN 5.550% 2/1 PROPERTY TYPE: SECURITIES 503,250.00					06/10/2008	02/16/2010
							-3,250.00	
74,669.00		3000. BRISTOL-MYERS SQUIBB CO PROPERTY TYPE: SECURITIES 69,328.00					02/08/2008	02/19/2010
							5,341.00	
96,067.00		1298. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 79,315.00					10/06/2006	02/19/2010
							16,752.00	
67,063.00		1400. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES 45,598.00					07/19/2005	02/19/2010
							21,465.00	
37,480.00		1500. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES 47,653.00					10/12/2006	02/19/2010
							-10,173.00	

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2010

Name of estate or trust

CHESTER KITCHINGS FAMILY FOUNDATION A.K.A.

Employer identification number

06-6044228

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -8,442.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back					5 -8,442.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			64,060.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b -47,861.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9 829.
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss) Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back					12 17,028.

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

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13 Net short-term gain or (loss)	13			-8,442.
14 Net long-term gain or (loss):				
a Total for year	14a			17,028.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a	15			8,586.

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2010

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No. 1545-0092

2010

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

Employer identification number

CHESTER KITCHINGS FAMILY FOUNDATION A.K.A.

06-6044228

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

1b Total Combine the amounts in column (f) Enter here and on Schedule D, line 1b	-8,442.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D-1 (Form 1041) 2010

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

CHESTER KITCHINGS FAMILY FOUNDATION A.K.A.

06-6044228

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 8000. BERKLEY W R CORP	04/21/2008	01/19/2010	198,246.00	235,656.00	-37,410.00
506. INTERNATIONAL BUSINESS MACHS COR COM	02/26/2004	01/19/2010	67,217.00	50,222.00	16,995.00
8000. TJX COS INC NEW COM	09/25/2008	01/19/2010	301,267.00	267,924.00	33,343.00
3000. DANAHER CORP COM	02/14/2008	02/02/2010	218,648.00	200,197.00	18,451.00
893. RAYTHEON CO COM NEW	01/12/2007	02/09/2010	47,936.00	46,312.00	1,624.00
500000. FED NATL MTG ASSN 5.550% 2/16/17	06/10/2008	02/16/2010	500,000.00	503,250.00	-3,250.00
3000. BRISTOL-MYERS SQUIBB CO	02/08/2008	02/19/2010	74,669.00	69,328.00	5,341.00
1298. CHEVRONTXACO CORP COM	10/06/2006	02/19/2010	96,067.00	79,315.00	16,752.00
1400. EMERSON ELEC CO COM	07/19/2005	02/19/2010	67,063.00	45,598.00	21,465.00
1500. TEXAS INSTRS INC COM	10/12/2006	02/19/2010	37,480.00	47,653.00	-10,173.00
1000. DOMINION RESOURCES INC/VA COM	03/24/2008	03/08/2010	38,935.00	40,588.00	-1,653.00
1160. SOUTHERN CO COM	04/28/2005	03/08/2010	37,427.00	37,920.00	-493.00
22727.272 RIDGEWORTH FD-SEIX FLT HGH INCM#RG CJ	06/27/2007	04/05/2010	200,000.00	226,691.00	-26,691.00
1500. EMERSON ELEC CO COM	07/19/2005	04/06/2010	76,481.00	48,855.00	27,626.00
2989. PROCTER & GAMBLE CO COM	11/30/2006	04/06/2010	189,290.00	162,802.00	26,488.00
100000. DEERE JOHN CAP CORP 5.400% 4/07/10	08/09/2006	04/07/2010	100,000.00	99,940.00	60.00
5000. HARRIS CORP DEL COM COM	04/03/2007	05/03/2010	257,617.00	258,480.00	-863.00
5000. PFIZER INC COM	08/15/2006	05/18/2010	79,999.00	128,024.00	-48,025.00
5000. SCHWAB CHARLES CORP NEW COM	04/02/2009	05/18/2010	84,696.00	79,974.00	4,722.00
800. TRANSOCEAN LTD CHF15 SHS	09/25/2008	05/18/2010	51,797.00	100,918.00	-49,121.00
23612.535 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	05/18/2009	05/24/2010	246,751.00	178,511.00	68,240.00
19590.61 ROWE T PRICE REAL ESTATE FD COM	02/18/2009	05/24/2010	291,508.00	150,639.00	140,869.00
3000. AT&T INC	03/24/2008	06/02/2010	73,889.00	113,640.00	-39,751.00
4500. PFIZER INC COM	01/25/2008	06/02/2010	67,724.00	104,598.00	-36,874.00
500000. FED FARM CR BK 5.050% 6/09/15	10/31/2008	06/09/2010	500,000.00	500,000.00	

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

Schedule D-1 (Form 1041) 2010

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

CHESTER KITCHINGS FAMILY FOUNDATION A.K.A.

06-6044228

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 4500. HALLIBURTON CO COM	05/07/2009	06/09/2010	104,648.00	141,201.00	-36,553.00
8252. MICROSOFT CORP COM	10/06/2006	06/09/2010	207,987.00	224,645.00	-16,658.00
500000. FED HOME LN BK 5.050% 6/23/15	06/09/2008	06/24/2010	500,000.00	500,000.00	
18000. MICROSOFT CORP COM	08/15/2006	07/06/2010	426,816.00	466,999.00	-40,183.00
4500. PFIZER INC COM	03/24/2008	07/06/2010	64,079.00	99,071.00	-34,992.00
.3973 FRONTIER COMMUNICATI ONS CORP COM	03/24/2008	07/15/2010	3.00	4.00	-1.00
1000. CHEVRONTTEXACO CORP COM	04/28/2005	07/23/2010	73,079.00	46,921.00	26,158.00
2000. CONAGRA INC COM	02/04/2009	07/23/2010	47,559.00	35,298.00	12,261.00
500. EMERSON ELEC CO COM	07/19/2005	07/23/2010	24,510.00	16,285.00	8,225.00
2400. FRONTIER COMMUNICATI ONS CORP COM	03/24/2008	07/23/2010	17,424.00	22,173.00	-4,749.00
1000. GENERAL MLS INC COM	04/03/2007	07/23/2010	35,246.00	29,070.00	6,176.00
500. INTERNATIONAL BUSINESS MACHS COR COM	02/26/2004	07/23/2010	63,834.00	47,154.00	16,680.00
3000. CONAGRA INC COM	02/04/2009	07/28/2010	71,334.00	52,947.00	18,387.00
1000. PROCTER & GAMBLE CO COM	01/07/2004	07/28/2010	62,779.00	49,130.00	13,649.00
500. UNION PACIFIC CORP COM	08/26/2008	07/28/2010	37,264.00	40,315.00	-3,051.00
4. CORTS TR BELLSOUTH PFD	08/28/2008	08/11/2010	100.00	85.00	15.00
1193. CORTS TR BELLSOUTH PFD	08/28/2008	08/11/2010	29,825.00	25,411.00	4,414.00
800. TRANSOCEAN LTD CHF15 SHS	09/25/2008	08/24/2010	42,225.00	100,918.00	-58,693.00
7000. EXELON CORPORATION COM	08/02/2004	08/25/2010	277,960.00	248,088.00	29,872.00
1500. MONSANTO CO NEW COM	09/25/2008	08/25/2010	82,904.00	167,898.00	-84,994.00
7000. EXELON CORPORATION COM	08/02/2004	08/30/2010	283,293.00	248,088.00	35,205.00
3000. CONAGRA INC COM	02/04/2009	09/24/2010	64,834.00	52,947.00	11,887.00
1500. RAYTHEON CO COM NEW	01/12/2007	09/24/2010	67,983.00	77,792.00	-9,809.00
1303. CORTS TR BELLSOUTH PFD	08/28/2008	10/01/2010	32,575.00	27,754.00	4,821.00
900. TRANSOCEAN LTD CHF15 SHS	05/07/2009	10/01/2010	57,690.00	87,504.00	-29,814.00

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

Schedule D-1 (Form 1041) 2010

JSA

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-

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

CHESTER KITCHINGS FAMILY FOUNDATION A.K.A.

06-6044228

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1000. HEWLETT PACKARD COM	09/25/2008	10/14/2010	41,934.00	48,070.00	-6,136.00
500. MCDONALDS CORP COM	04/03/2007	10/14/2010	38,144.00	22,654.00	15,490.00
2000. CORTS TR DOW CHEM CO PFD	12/29/2008	10/22/2010	50,000.00	46,596.00	3,404.00
3021. GENERAL ELEC CO COM	12/22/2006	10/25/2010	48,939.00	110,440.00	-61,501.00
2271.46 PIMCO COMMODITY REALRTN STRATEGY-I	04/09/2007	10/25/2010	19,898.00	33,095.00	-13,197.00
2500. RAYTHEON CO COM NEW	01/12/2007	10/25/2010	119,242.00	124,588.00	-5,346.00
54110.231 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	02/18/2009	10/25/2010	722,372.00	486,578.00	235,794.00
15000. BANK OF NEW YORK MELLON CORP COM	06/20/2006	10/27/2010	377,661.00	482,391.00	-104,730.00
5000. MORGAN STANLEY DEAN WITTER DISCOVER & CO	09/29/2009	10/27/2010	121,050.00	153,354.00	-32,304.00
1500. NUCOR CORP COM	09/29/2009	10/27/2010	55,922.00	69,684.00	-13,762.00
3000. MERCK & CO INC NEW COM	10/30/2007	10/29/2010	108,870.00	173,969.00	-65,099.00
600. BAXTER INTL INC COM	10/20/2008	11/15/2010	30,918.00	36,670.00	-5,752.00
500. CVS CORP COM	12/07/2007	11/15/2010	15,085.00	20,160.00	-5,075.00
1000. PROCTER & GAMBLE CO COM	01/07/2004	11/15/2010	64,341.00	44,975.00	19,366.00
500. WALMART STORES INC COM	09/25/2008	11/15/2010	26,995.00	29,987.00	-2,992.00
1000. WELLS FARGO & CO NEW COM	04/28/2005	11/15/2010	27,930.00	29,845.00	-1,915.00
100000. CATERPILLAR FINL SVC 5.050% 12/01/10	10/05/2006	12/01/2010	100,000.00	100,031.00	-31.00
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					-47,861.00

Schedule D-1 (Form 1041) 2010

JSA

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
38,935.00		1000. DOMINION RESOURCES INC/VA COM PROPERTY TYPE: SECURITIES 40,588.00					03/24/2008 -1,653.00	03/08/2010
93,715.00		2000. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES 91,924.00					01/15/2010 1,791.00	03/08/2010
37,427.00		1160. SOUTHERN CO COM PROPERTY TYPE: SECURITIES 37,920.00					04/28/2005 -493.00	03/08/2010
200,000.00		22727.272 RIDGEWORTH FD-SEIX FLT HGH INC PROPERTY TYPE: SECURITIES 226,691.00					06/27/2007 -26,691.00	04/05/2010
76,481.00		1500. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES 48,855.00					07/19/2005 27,626.00	04/06/2010
189,290.00		2989. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 162,802.00					11/30/2006 26,488.00	04/06/2010
100,000.00		100000. DEERE JOHN CAP CORP 5.400% 4/0 PROPERTY TYPE: SECURITIES 99,940.00					08/09/2006 60.00	04/07/2010
257,617.00		5000. HARRIS CORP DEL COM COM PROPERTY TYPE: SECURITIES 258,480.00					04/03/2007 -863.00	05/03/2010
154,041.00		4000. QUALCOMM CORP COM STK PROPERTY TYPE: SECURITIES 176,651.00					09/29/2009 -22,610.00	05/03/2010
79,999.00		5000. PFIZER INC COM PROPERTY TYPE: SECURITIES 128,024.00					08/15/2006 -48,025.00	05/18/2010
50,817.00		3000. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 55,048.00					01/19/2010 -4,231.00	05/18/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
84,696.00		5000. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 79,974.00				04/02/2009 4,722.00	05/18/2010
51,797.00		800. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES 100,918.00				09/25/2008 -49,121.00	05/18/2010
94,847.00		4362.788 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES 86,776.00				10/29/2009 8,071.00	05/24/2010
246,751.00		23612.535 RIDGEWORTH FD-MIDCAP VAL EQTY PROPERTY TYPE: SECURITIES 178,511.00				05/18/2009 68,240.00	05/24/2010
291,508.00		19590.61 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES 150,639.00				02/18/2009 140,869.00	05/24/2010
92,956.00		14235.221 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES 85,554.00				10/29/2009 7,402.00	05/24/2010
73,889.00		3000. AT&T INC PROPERTY TYPE: SECURITIES 113,640.00				03/24/2008 -39,751.00	06/02/2010
67,724.00		4500. PFIZER INC COM PROPERTY TYPE: SECURITIES 104,598.00				01/25/2008 -36,874.00	06/02/2010
500,000.00		500000. FED FARM CR BK PROPERTY TYPE: SECURITIES 500,000.00		5.050% 6/0		10/31/2008	06/09/2010
11,628.00		500. HALLIBURTON CO COM PROPERTY TYPE: SECURITIES 14,615.00				11/27/2009 -2,987.00	06/09/2010
104,648.00		4500. HALLIBURTON CO COM PROPERTY TYPE: SECURITIES 141,201.00				05/07/2009 -36,553.00	06/09/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
207,987.00		8252. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 224,645.00				10/06/2006 -16,658.00	06/09/2010
500,000.00		500000. FED HOME LN BK PROPERTY TYPE: SECURITIES 500,000.00		5.050% 6/2		06/09/2008	06/24/2010
426,816.00		18000. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 466,999.00				08/15/2006 -40,183.00	07/06/2010
64,079.00		4500. PFIZER INC COM PROPERTY TYPE: SECURITIES 99,071.00				03/24/2008 -34,992.00	07/06/2010
3.00		.3973 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 4.00				03/24/2008 -1.00	07/15/2010
73,079.00		1000. CHEVRONTXACO CORP COM PROPERTY TYPE: SECURITIES 46,921.00				04/28/2005 26,158.00	07/23/2010
47,559.00		2000. CONAGRA INC COM PROPERTY TYPE: SECURITIES 35,298.00				02/04/2009 12,261.00	07/23/2010
24,510.00		500. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES 16,285.00				07/19/2005 8,225.00	07/23/2010
17,424.00		2400. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 22,173.00				03/24/2008 -4,749.00	07/23/2010
35,246.00		1000. GENERAL MLS INC COM PROPERTY TYPE: SECURITIES 29,070.00				04/03/2007 6,176.00	07/23/2010
63,834.00		500. INTERNATIONAL BUSINESS MACHS COR PROPERTY TYPE: SECURITIES 47,154.00				02/26/2004 16,680.00	07/23/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
71,334.00		3000. CONAGRA INC COM PROPERTY TYPE: SECURITIES 52,947.00					02/04/2009 18,387.00	07/28/2010
62,779.00		1000. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 49,130.00					01/07/2004 13,649.00	07/28/2010
37,264.00		500. UNION PACIFIC CORP COM PROPERTY TYPE: SECURITIES 40,315.00					08/26/2008 -3,051.00	07/28/2010
100.00		4. CORTS TR BELLSOUTH PFD PROPERTY TYPE: SECURITIES 85.00					08/28/2008 15.00	08/11/2010
29,825.00		1193. CORTS TR BELLSOUTH PFD PROPERTY TYPE: SECURITIES 25,411.00					08/28/2008 4,414.00	08/11/2010
42,225.00		800. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES 100,918.00					09/25/2008 -58,693.00	08/24/2010
277,960.00		7000. EXELON CORPORATION COM PROPERTY TYPE: SECURITIES 248,088.00					08/02/2004 29,872.00	08/25/2010
27,635.00		500. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 35,044.00					04/06/2010 -7,409.00	08/25/2010
82,904.00		1500. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 167,898.00					09/25/2008 -84,994.00	08/25/2010
283,293.00		7000. EXELON CORPORATION COM PROPERTY TYPE: SECURITIES 248,088.00					08/02/2004 35,205.00	08/30/2010
64,834.00		3000. CONAGRA INC COM PROPERTY TYPE: SECURITIES 52,947.00					02/04/2009 11,887.00	09/24/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
67,983.00		1500. RAYTHEON CO COM NEW PROPERTY TYPE: SECURITIES 77,792.00					01/12/2007 -9,809.00	09/24/2010
32,575.00		1303. CORTS TR BELLSOUTH PFD PROPERTY TYPE: SECURITIES 27,754.00					08/28/2008 4,821.00	10/01/2010
57,690.00		900. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES 87,504.00					05/07/2009 -29,814.00	10/01/2010
180,229.00		6500. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 193,295.00					08/25/2010 -13,066.00	10/14/2010
41,934.00		1000. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES 48,070.00					09/25/2008 -6,136.00	10/14/2010
38,144.00		500. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES 22,654.00					04/03/2007 15,490.00	10/14/2010
50,000.00		2000. CORTS TR DOW CHEM CO PFD PROPERTY TYPE: SECURITIES 46,596.00					12/29/2008 3,404.00	10/22/2010
48,939.00		3021. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 110,440.00					12/22/2006 -61,501.00	10/25/2010
19,898.00		2271.46 PIMCO COMMODITY REALRTN STRATEGY PROPERTY TYPE: SECURITIES 33,095.00					04/09/2007 -13,197.00	10/25/2010
119,242.00		2500. RAYTHEON CO COM NEW PROPERTY TYPE: SECURITIES 124,588.00					01/12/2007 -5,346.00	10/25/2010
236,400.00		17707.879 RIDGEWORTH FD-INTL EQTY INDEX PROPERTY TYPE: SECURITIES 191,068.00					05/24/2010 45,332.00	10/25/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
722,372.00		54110.231 RIDGEWORTH FD-INTL EQTY INDEX PROPERTY TYPE: SECURITIES 486,578.00				02/18/2009 235,794.00	10/25/2010
377,661.00		15000. BANK OF NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES 482,391.00				06/20/2006 -104730.00	10/27/2010
121,050.00		5000. MORGAN STANLEY DEAN WITTER DISCO PROPERTY TYPE: SECURITIES 153,354.00				09/29/2009 -32,304.00	10/27/2010
55,922.00		1500. NUCOR CORP COM PROPERTY TYPE: SECURITIES 69,684.00				09/29/2009 -13,762.00	10/27/2010
108,870.00		3000. MERCK & CO INC NEW COM PROPERTY TYPE: SECURITIES 173,969.00				10/30/2007 -65,099.00	10/29/2010
30,918.00		600. BAXTER INTL INC COM PROPERTY TYPE: SECURITIES 36,670.00				10/20/2008 -5,752.00	11/15/2010
15,085.00		500. CVS CORP COM PROPERTY TYPE: SECURITIES 20,160.00				12/07/2007 -5,075.00	11/15/2010
64,341.00		1000. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 44,975.00				01/07/2004 19,366.00	11/15/2010
26,995.00		500. WALMART STORES INC COM PROPERTY TYPE: SECURITIES 29,987.00				09/25/2008 -2,992.00	11/15/2010
27,930.00		1000. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 29,845.00				04/28/2005 -1,915.00	11/15/2010
100,000.00		100000. CATERPILLAR FINL SVC 5.050% 12/0 PROPERTY TYPE: SECURITIES 100,031.00				10/05/2006 -31.00	12/01/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
200,000.00		19361.083 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES 220,735.00					08/31/2010 -20,735.00	12/15/2010
TOTAL GAIN(LOSS)							----- 8,586. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	1,530,390.	1,542,333.
TOTAL	1,530,390.	1,542,333.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
2009 FEDERAL TAX REFUND	15.

TOTALS	15.
	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
TAX PREP FEES	2,500.			2,500.
	-----	-----	-----	-----
TOTALS	2,500.	NONE	NONE	2,500.
	=====	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL ESTIMATES	26,105.	
FOREIGN TAXES	272.	2,805.
	-----	-----
TOTALS	26,377.	2,805.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ADR FEES	100.	100.
	-----	-----
TOTALS	100.	100.
	=====	=====

CHESTER KITCHINGS FAMILY FOUNDATION A.K.A.

06-6044228

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED STATEMENT	500,000.	524,585.
	-----	-----
TOTALS	500,000.	524,585.
	=====	=====

CHESTER KITCHINGS FAMILY FOUNDATION A.K.A.

06-6044228

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT	5,451,839.	5,883,444.
	-----	-----
TOTALS	5,451,839.	5,883,444.
	=====	=====

CHESTER KITCHINGS FAMILY FOUNDATION A.K.A.

06-6044228

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/
FMV

C OR F

DESCRIPTION

ENDING

BOOK VALUE

FMV

SEE ATTACHED STATEMENT

C

TOTALS

42,391,770.

27,963,140.

42,391,770.

27,963,140.

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

T ROWE PRICE ADJ

7,201.

TOTAL

7,201.
=====

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

CT

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

OFFICER NAME:

CHESTER W. KITCHINGS, JR.

ADDRESS:

P.O. BOX 1310

NEW LONDON, CT 06320

TITLE:

FUND MGR, AS REQ'D

OFFICER NAME:

SUNTRUST BANK

ADDRESS:

50 HURT PLAZA

ATLANTA, GA 30303

TITLE:

AGENT FOR TRUSTEE, AS REQ'D

COMPENSATION 181,983.

TOTAL COMPENSATION: 181,983.
=====

=====

RECIPIENT NAME:

SEE ATTACHED STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID2,359,000.

TOTAL GRANTS PAID:

2,359,000.

=====

FEDERAL CAPITAL GAIN DIVIDENDS

=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

JANUS PERKINS SMALL CAP VALUE-I	15,581.00
MANNING & NAPIER WORLD OPPTYS-A	15,081.00
PIMCO INVT GRADE CORP BD-I	27,527.00
RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	5,871.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	64,060.00
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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	64,060.00
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01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO YOUNG AUDIENCES FOR CONNECTICUT TR TRAN#=IN000278000001 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	1001000012 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO CONNECTICUT SPORTS FDN TR TRAN#=IN000278000002 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	1001000013 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO. ESSEX ELEMENTARY SCHOOL FDN TR TRAN#=IN000278000003 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00	1001000014 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: JAZZ PERFORMING ART & ED. ASS'N TR TRAN#=IN000278000004 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	1001000015 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO ESSEX WINTER SERIES TR TRAN#=IN000278000006 TR CD=105 REG=0 PORT=INC	-15000 00	-15000 00	1001000017 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO MUSICAL MASTERWORKS TR TRAN#=IN000278000007 TR CD=105 REG=0 PORT=INC	-18000.00	-18000 00	1001000018 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO. FIRST CONGREGATIONAL CHURCH TR TRAN#=IN000278000005 TR CD=105 REG=0 PORT=INC	-12000 00	-12000 00	1001000016 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO. AMERICAN MUSEUM OF NATURAL HISTORY TR TRAN#=IN000278000008 TR CD=105 REG=0 PORT=INC	-15000 00	-15000 00	1001000019 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO	-50000 00	-50000.00	1001000020 **CHANGED** 06/11/10 BJB

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED)				
	COMMUNITY FDN OF S E CT				
	TR TRAN#=IN000278000009 TR CD=105 REG=0 PORT=INC				
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: FLORENCE GRISWOLD MUSEUM TR TRAN#=IN000278000011 TR CD=105 REG=0 PORT=INC	-20000.00	-20000 00		1001000022 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: GARDE ARTS CENTER TR TRAN#=IN000278000010 TR CD=105 REG=0 PORT=INC	-50000.00	-50000 00		1001000021 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: MIDDLESEX CTY COMMUNITY FDN TR TRAN#=IN000278000013 TR CD=105 REG=0 PORT=INC	-20000 00	-20000.00		1001000024 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: ESSEX LIBRARY ASS'N TR TRAN#=IN000278000014 TR CD=105 REG=0 PORT=INC	-20000.00	-20000 00		1001000025 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: MARTIN LUTHER KING SCHOLARSHIP FND TR TRAN#=IN000278000012 TR CD=105 REG=0 PORT=INC	-30000 00	-30000 00		1001000023 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: NEW LONDON MARITIME SOCIETY TR TRAN#=IN000278000016 TR CD=105 REG=0 PORT=INC	-25000.00	-25000 00		1001000027 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: ESSEXROTARY FOUNDATION TR TRAN#=IN000278000018 TR CD=105 REG=0 PORT=INC	-20000.00	-20000 00		1001000029 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: GOODSPEED OPERA HOUSE TR TRAN#=IN000278000019 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00		1001000030 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: LITERACY VOL. OF S E CT TR TRAN#=IN000278000020 TR CD=105 REG=0 PORT=INC	-12000 00	-12000 00		1001000031 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: EASTERN CT SYNPHONY ORCH TR TRAN#=IN000278000015 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00		1001000026 **CHANGED** 06/11/10 BJB
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: CONNECTICUT RIVER FOUNDATION TR TRAN#=IN000278000017 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00		1001000028 **CHANGED** 06/11/10 BJB

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED)				
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: CHILDREN'S MUSEUM OF S E CT. TR TRAN#=IN000278000021 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED** 06/11/10 BJB	1001000032
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: APPALACHIAN MT CLUB TR TRAN#=IN000278000022 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	**CHANGED** 06/11/10 BJB	1001000033
01/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: READ TO GROW, INC TR TRAN#=IN000278000023 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	**CHANGED** 06/11/10 BJB	1001000034
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: VALLEY SHORE YMCA TR TRAN#=IN002091000004 TR CD=105 REG=0 PORT=INC	-15000.00	-15000 00	**CHANGED** 06/11/10 BJB	1002000042
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: THREE RIVERS COMMUNITY COLLEGE TR TRAN#=IN002091000001 TR CD=105 REG=0 PORT=INC	-20000.00	-20000 00	**CHANGED** 06/11/10 BJB	1002000039
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: PLANNED PARENTHOOD SOUTHERN NEW ENGLAND TR TRAN#=IN002091000002 TR CD=105 REG=0 PORT=INC	-25000.00	-25000 00	**CHANGED** 06/11/10 BJB	1002000040
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: SALT MARSH OPERA TR TRAN#=IN002091000003 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED** 06/11/10 BJB	1002000041
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: ALBANO BALLET TR TRAN#=IN002091000006 TR CD=105 REG=0 PORT=INC	-12000 00	-12000 00	**CHANGED** 06/11/10 BJB	1002000044
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: CAPELLA CANTORUM TR TRAN#=IN002091000008 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED** 06/11/10 BJB	1002000046
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: COMMUNITY FDN, OF S E CT TR TRAN#=IN002091000009 TR CD=105 REG=0 PORT=INC	-50000 00	-50000 00	**CHANGED** 06/11/10 BJB	1002000047
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: U S COAST GUARD FOUNDATION TR TRAN#=IN002091000005 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED** 06/11/10 BJB	1002000043
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT	-50000 00	-50000 00	**CHANGED** 06/11/10 BJB	1002000048

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED)				
	2010 GRANT CONTRIBUTION FOR: PAID TO: CHILD AND FAMILY AGENCY TR TRAN#=IN002091000010 TR CD=105 REG=0 PORT=INC				
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: CHILD ADOPTION RESOURCE CENTER TR TRAN#=IN002091000011 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED**	1002000049 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: COMMUNITY MUSIC SCHOOL TR TRAN#=IN002091000012 TR CD=105 REG=0 PORT=INC	-5000.00	-5000 00	**CHANGED**	1002000050 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: CONNECTICUT COLLEGE TR TRAN#=IN002091000013 TR CD=105 REG=0 PORT=INC	-30000 00	-30000.00	**CHANGED**	1002000051 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: AMERICAN BOY CHOIR TR TRAN#=IN002091000007 TR CD=105 REG=0 PORT=INC	-3000.00	-3000 00	**CHANGED**	1002000045 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: CT. LEAGUE OF CONSERVATION VOTERS TR TRAN#=IN002091000015 TR CD=105 REG=0 PORT=INC	-12000.00	-12000 00	**CHANGED**	1002000053 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: EUGENE O'NEILL THEATER CENTER TR TRAN#=IN002091000016 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00	**CHANGED**	1002000054 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: LYMAN ALLYN ART MUSEUM TR TRAN#=IN002091000017 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00	**CHANGED**	1002000055 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: LYME ACADEMY OF FINE ARTS TR TRAN#=IN002091000018 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00	**CHANGED**	1002000056 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: CT LEGAL SERVICES TR TRAN#=IN002091000014 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED**	1002000052 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: VISITING NURSES OF S E CT TR TRAN#=IN002091000024 TR CD=105 REG=0 PORT=INC	-15000 00	-15000 00	**CHANGED**	1002000062 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO:	-20000 00	-20000 00	**CHANGED**	1002000063 06/11/10 BJB

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED)				
	LAWRENCE MEMORIAL HOSPITAL TR TRAN#=IN002091000025 TR CD=105 REG=0 PORT=INC				
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO MADONNA PLACE TR TRAN#=IN002091000019 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00		1002000057 **CHANGED** 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO MYSTIC SEAPORT TR TRAN#=IN002091000020 TR CD=105 REG=0 PORT=INC	-50000 00	-50000.00		1002000058 **CHANGED** 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: NEW LONDON MAIN STREET TR TRAN#=IN002091000021 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00		1002000059 **CHANGED** 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: BETHSAIDA COMMUNITY INC TR TRAN#=IN002091000022 TR CD=105 REG=0 PORT=INC	-5000 00	-5000.00		1002000060 **CHANGED** 06/11/10 BJB
02/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: NATCHAUG HOSPITAL TR TRAN#=IN002091000023 TR CD=105 REG=0 PORT=INC	-5000.00	-5000 00		1002000061 **CHANGED** 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: ARC OF NEW LONDON COUNTY TR TRAN#=IN001137000003 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00		1003000027 **CHANGED** 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO COLGATE UNIVERSITY TR TRAN#=IN001137000004 TR CD=105 REG=0 PORT=INC	-5000.00	-5000.00		1003000028 **CHANGED** 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO EMORY UNIVERSITY TR TRAN#=IN001137000002 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00		1003000026 **CHANGED** 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO BOYS & GIRLS CLUB OF SE CT TR TRAN#=IN001137000010 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00		1003000034 **CHANGED** 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: BIG BROS BIG SISTERS TR TRAN#=IN001137000011 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00		1003000035 **CHANGED** 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO HABITAT FOR HUMANITY SE CT TR TRAN#=IN001137000012 TR CD=105 REG=0 PORT=INC	-15000 00	-15000 00		1003000036 **CHANGED** 06/11/10 BJB

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311	CASH CONTRIBUTIONS (CONTINUED)				
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO- COIN BRIO CHORAL SOCIETY TR TRAN#=IN001137000013 TR CD=105 REG=0 PORT=INC	-2000.00	-2000 00	**CHANGED**	1003000037 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO WATERFORD COUNTRY SCHOOL TR TRAN#=IN001137000005 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	**CHANGED**	1003000029 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: EVERGLADES FOUNDATION TR TRAN#=IN001137000006 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED**	1003000030 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: HYGENIC ART, INC TR TRAN#=IN001137000007 TR CD=105 REG=0 PORT=INC	-15000.00	-15000 00	**CHANGED**	1003000031 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO. COMMUNITY FDN OF S E CT TR TRAN#=IN001137000008 TR CD=105 REG=0 PORT=INC	-50000 00	-50000 00	**CHANGED**	1003000032 06/11/10 BJB
03/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: WEST FARMS LAND TRUST TR TRAN#=IN001137000014 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED**	1003000038 06/11/10 BJB
03/10/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO- MYSTIC AQUARIUM TR TRAN#=IN001224000001 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00	**CHANGED**	1003000049 06/11/10 BJB
03/24/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO- PINE POINT SCHOOL TR TRAN#=IN002894000001 TR CD=105 REG=0 PORT=INC	-200000.00	-200000 00	**CHANGED**	1003000082 06/11/10 BJB
03/24/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO NEW LONDON PUBLIC LIBRARY TR TRAN#=IN002894000002 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	**CHANGED**	1003000083 06/11/10 BJB
03/24/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO NEW LONDON COUNTY HISTORICAL SOCIETY TR TRAN#=IN002894000003 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED**	1003000084 06/11/10 BJB
03/24/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO MYSTIC SEAPORT TR TRAN#=IN002894000004 TR CD=105 REG=0 PORT=INC	-50000 00	-50000 00	**CHANGED**	1003000085 06/11/10 BJB
03/30/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT	-10000 00	-10000 00	**CHANGED**	1003000094 06/11/10 BJB

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311	CASH CONTRIBUTIONS (CONTINUED)				
	2010 GRANT CONTRIBUTION				
	FOR:				
	PAID TO				
	PROJECT OCEANOLOGY				
	TR TRAN#=IN003611000006 TR CD=105 REG=0 PORT=INC				
03/30/10	CASH DISBURSEMENT	-20000 00	-20000 00		1003000095
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO:				
	INTERDISTRICT SCHOOL FOR ARTS AND				
	COMMUNICATION				
	TR TRAN#=IN003611000007 TR CD=105 REG=0 PORT=INC				
03/30/10	CASH DISBURSEMENT	-15000 00	-15000 00		1003000097
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO:				
	WILLIAMS SCHOOL				
	TR TRAN#=IN003611000009 TR CD=105 REG=0 PORT=INC				
03/30/10	CASH DISBURSEMENT	-12000.00	-12000 00		1003000098
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO:				
	JUDY DWORIN PERFORMANCE PROJECT, INC				
	TR TRAN#=IN003611000010 TR CD=105 REG=0 PORT=INC				
03/30/10	CASH DISBURSEMENT	-25000 00	-25000 00		1003000096
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO:				
	MITCHELL COLLEGE				
	TR TRAN#=IN003611000008 TR CD=105 REG=0 PORT=INC				
04/15/10	CASH DISBURSEMENT	-2500 00	-2500 00		1004000040
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO				
	NEW ENGLAND AQUARIUM				
	TR TRAN#=IN001765000001 TR CD=105 REG=0 PORT=INC				
04/15/10	CASH DISBURSEMENT	-5000 00	-5000 00		1004000041
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO				
	ANIMAL RESCUE LEAGUE OF BOSTON				
	TR TRAN#=IN001765000002 TR CD=105 REG=0 PORT=INC				
04/15/10	CASH DISBURSEMENT	-2500 00	-2500 00		1004000042
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO				
	MASS. SOCIETY FOR THE PREVENTION OF				
	CRUELTY TO ANIMALS				
	TR TRAN#=IN001765000003 TR CD=105 REG=0 PORT=INC				
04/15/10	CASH DISBURSEMENT	-5000 00	-5000 00		1004000044
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO				
	PLANNED PARENTHOOD OF MASS				
	TR TRAN#=IN001765000005 TR CD=105 REG=0 PORT=INC				
04/15/10	CASH DISBURSEMENT	-10000.00	-10000 00		1004000045
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO:				
	KEY WEST BOTANICAL GARDEN				
	TR TRAN#=IN001765000006 TR CD=105 REG=0 PORT=INC				
04/15/10	CASH DISBURSEMENT	-5000 00	-5000 00		1004000046
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				
	FOR				
	PAID TO				
	PACIFIC CREST SCHOOL				
	TR TRAN#=IN001765000007 TR CD=105 REG=0 PORT=INC				
04/15/10	CASH DISBURSEMENT	-10000 00	-10000 00		1004000047
	BENEFICIARY CHARITABLE GIFT			**CHANGED**	06/11/10 BJB
	2010 GRANT CONTRIBUTION				

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311	CASH CONTRIBUTIONS (CONTINUED)				
	FOR: PAID TO LYME ART ASS'N TR TRAN#-IN001765000008 TR CD=105 REG=0 PORT=INC				
04/15/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO MIDDLESEX COUNTY COMMUNITY FDN TR TRAN#-IN001765000004 TR CD=105 REG=0 PORT=INC	-5000.00	-5000 00	**CHANGED**	1004000043 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO FRIENDS OF FT. TRUMBULL ST PARK TR TRAN#-IN000456000002 TR CD=105 REG=0 PORT=INC	-5000.00	-5000 00	**CHANGED**	1005000016 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO HIGH HOPES THERAPEUTIC RIDING TR TRAN#-IN000456000004 TR CD=105 REG=0 PORT=INC	-15000.00	-15000 00	**CHANGED**	1005000018 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO FRIENDS OF HARKNESS STATE PARK TR TRAN#-IN000456000003 TR CD=105 REG=0 PORT=INC	-20000.00	-20000.00	**CHANGED**	1005000017 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO NEW LONDON MUSIC FESTIVALS TR TRAN#-IN000456000006 TR CD=105 REG=0 PORT=INC	-20000.00	-20000.00	**CHANGED**	1005000020 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO CT AUDUBON SOCIETY TR TRAN#-IN000456000007 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED**	1005000021 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO HOSPICE OF S E CT TR TRAN#-IN000456000005 TR CD=105 REG=0 PORT=INC	-25000.00	-25000 00	**CHANGED**	1005000019 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO CT FUND FOR THE ENVIRONMENT TR TRAN#-IN000456000009 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	**CHANGED**	1005000023 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO QUEBEC LABRADOR FOUNDATION TR TRAN#-IN000456000008 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00	**CHANGED**	1005000022 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO CONNECTICUT EARLY MUSIC FESTIVAL TR TRAN#-IN000456000010 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED**	1005000024 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO WRITERS BLOCK, INC	-5000 00	-5000 00	**CHANGED**	1005000025 06/11/10 BJB

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311	CASH CONTRIBUTIONS (CONTINUED)				
	TR TRAN#=IN000456000011 TR CD=105 REG=0 PORT=INC				
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO ESSEX LAND CONSERVATION TRUST TR TRAN#=IN000456000012 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	**CHANGED**	1005000026 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: CENTRAL PARK CONSERVANCY TR TRAN#=IN000456000013 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00	**CHANGED**	1005000027 06/11/10 BJB
05/05/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO CONVENANT SHELTER OF N L COUNTY TR TRAN#=IN000507000001 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	**CHANGED**	1005000029 06/11/10 BJB
05/13/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: AVERY COPP HOUSE TR TRAN#=IN001466000002 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED**	1005000049 06/11/10 BJB
05/13/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: AMISTAD AMERICA, INC TR TRAN#=IN001466000001 TR CD=105 REG=0 PORT=INC	-100000 00	-100000 00	**CHANGED**	1005000048 06/11/10 BJB
05/13/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO COMMUNITY FDN OF S E CT TR TRAN#=IN001466000003 TR CD=105 REG=0 PORT=INC	-15000 00	-15000 00	**CHANGED**	1005000050 06/11/10 BJB
06/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: UNITED COMMUNITY AND FAMILY SERVICES TR TRAN#=IN002241000001 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED**	1006000071 07/09/10 BJB
06/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO COMMUNITY FOUNDATION OF S E CT TR TRAN#=IN002241000004 TR CD=105 REG=0 PORT=INC	-20000.00	-20000 00	**CHANGED**	1006000074 07/09/10 BJB
06/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO UNIVERSITY OF CONNECTICUT FOUNDATION TR TRAN#=IN002241000005 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00	**CHANGED**	1006000075 07/09/10 BJB
06/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO CT RIVER WATERSHED COUNCIL TR TRAN#=IN002241000006 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED**	1006000076 07/09/10 BJB
06/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO TERRI BRODEUR BREAST CANCER FDN TR TRAN#=IN002241000007 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED**	1006000077 07/09/10 BJB

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED)				
06/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: PEQUOT CHAPEL TR TRAN#=IN002241000009 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED**	1006000079 07/09/10 BJB
06/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO OCEAN REEF FOUNDATION TR TRAN#=IN002241000010 TR CD=105 REG=0 PORT=INC	-25000.00	-25000.00	**CHANGED**	1006000080 07/09/10 BJB
06/18/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO. OCEAN COMMUNITY YMCA TR TRAN#=IN002241000008 TR CD=105 REG=0 PORT=INC	-5000.00	-5000.00	**CHANGED**	1006000078 07/09/10 BJB
06/30/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO BOY SCOUTS, CT RIVERS COUNCIL TR TRAN#=IN003687000004 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED**	1006000104 07/09/10 BJB
06/30/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO. OLD LYME-PHOEBE GRIFFIN NOYES LIBRARY TR TRAN#=IN003687000005 TR CD=105 REG=0 PORT=INC	-15000 00	-15000 00	**CHANGED**	1006000105 07/09/10 BJB
07/30/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO EASTERN CT STATE UNIVERSITY TR TRAN#=IN003724000001 TR CD=105 REG=0 PORT=INC	-12000.00	-12000 00	**CHANGED**	1007000141 08/25/10 BJB
07/30/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO SUBMARINE FORCE MUSEUM TR TRAN#=IN003724000002 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED**	1007000142 08/25/10 BJB
07/30/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO MIDDLESEX COUNTY COMMUNITY FDN TR TRAN#=IN003724000004 TR CD=105 REG=0 PORT=INC	-50000 00	-50000 00	**CHANGED**	1007000144 08/25/10 BJB
07/30/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO WESTMINISTER SCHOOL TR TRAN#=IN003724000003 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED**	1007000143 08/25/10 BJB
09/08/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO MYSTIC & NOANK LIBRARY TR TRAN#=IN000749000003 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED**	1009000033 11/08/10 AEN
09/08/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO EASTERN CT BALLET TR TRAN#=IN000749000004 TR CD=105 REG=0 PORT=INC	-12000 00	-12000 00	**CHANGED**	1009000034 11/08/10 AEN
09/08/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT	-10000 00	-10000 00	**CHANGED**	1009000032 11/08/10 AEN

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED)				
	2010 GRANT CONTRIBUTION FOR PAID TO STONINGTON PUBLIC LIBRARY TR TRAN#=IN000749000002 TR CD=105 REG=0 PORT=INC				
09/08/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: RIVERFRONT CHILDREN'S CENTER, INC TR TRAN#=IN000749000001 TR CD=105 REG=0 PORT=INC	-12000 00	-12000 00	1009000031 **CHANGED** 11/08/10 AEN	
09/20/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: GROTON OPEN SPACE ASS'N, INC. TR TRAN#=IN002149000001 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	1009000069 **CHANGED** 11/08/10 AEN	
09/20/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: MYSTIC SEAPORT TR TRAN#=IN002149000003 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	1009000071 **CHANGED** 11/08/10 AEN	
09/20/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: MARTIN HOUSE TR TRAN#=IN002149000004 TR CD=105 REG=0 PORT=INC	-10000.00	-10000 00	1009000072 **CHANGED** 11/08/10 AEN	
09/20/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: THAMES RIVER FAMILY PROGRAM TR TRAN#=IN002149000005 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	1009000073 **CHANGED** 11/08/10 AEN	
09/20/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: DENNISON PEQUOTSEPOS NATURE CENTER TR TRAN#=IN002149000002 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	1009000070 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: SPIRIT OF BROADWAY TR TRAN#=IN003168000001 TR CD=105 REG=0 PORT=PRIN	-20000 00		-20000 00 1009000076 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: ST JUDE CHILDREN'S HOSPITAL TR TRAN#=IN003168000003 TR CD=105 REG=0 PORT=PRIN	-10000 00		-10000 00 1009000078 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: OLD LYME DAY CARE TR TRAN#=IN003168000002 TR CD=105 REG=0 PORT=PRIN	-10000 00		-10000 00 1009000077 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: HART SCHOOL OF MUSIC TR TRAN#=IN003168000005 TR CD=105 REG=0 PORT=PRIN	-5000 00		-5000 00 1009000080 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO	-10000 00		-10000 00 1009000081 **CHANGED** 11/08/10 AEN	

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED)				
	LYMES YOUTH SERVICE BUREAU TR TRAN#=IN003168000006 TR CD=105 REG=0 PORT=PRIN				
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO: INTERDISTRICT SCHOOL FOR ARTS TR TRAN#=IN003168000007 TR CD=105 REG=0 PORT=PRIN	-20000.00		-20000.00 1009000082 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO GARDE ARTS CENTER TR TRAN#=IN003168000004 TR CD=105 REG=0 PORT=PRIN	-50000.00		-50000.00 1009000079 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: OLD LYME LAND CONSERVATION TRUST TR TRAN#=IN003168000013 TR CD=105 REG=0 PORT=PRIN	-10000.00		-10000.00 1009000088 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO: MARVELWOOD SCHOOL TR TRAN#=IN003168000014 TR CD=105 REG=0 PORT=PRIN	-5000.00		-5000.00 1009000089 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO 826 NATIONAL, INC TR TRAN#=IN003168000015 TR CD=105 REG=0 PORT=PRIN	-10000.00		-10000.00 1009000090 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO CENTRAL ASIA INSTITUTE TR TRAN#=IN003168000016 TR CD=105 REG=0 PORT=PRIN	-10000.00		-10000.00 1009000091 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO COMMUNITY FDN OF S E CT TR TRAN#=IN003168000008 TR CD=105 REG=0 PORT=PRIN	-60000.00		-60000.00 1009000083 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR: PAID TO HAITIAN MINISTRIES OF THE DIOCESEON NORWICH TR TRAN#=IN003168000009 TR CD=105 REG=0 PORT=PRIN	-20000.00		-20000.00 1009000084 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO THE ARTIST COLLECTIVE TR TRAN#=IN003168000010 TR CD=105 REG=0 PORT=PRIN	-20000.00		-20000.00 1009000085 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO NEW LONDON PARKS CONSERVANCY TR TRAN#=IN003168000011 TR CD=105 REG=0 PORT=PRIN	-10000.00		-10000.00 1009000086 **CHANGED** 11/08/10 AEN	
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO LYME LAND CONSERVATION TRUST TR TRAN#=IN003168000012 TR CD=105 REG=0 PORT=PRIN	-5000.00		-5000.00 1009000087 **CHANGED** 11/08/10 AEN	

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED)				
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO SHORELINE SOUP KITCHENS TR TRAN#=IN003168000017 TR CD=105 REG=0 PORT=PRIN	-10000.00		-10000 00 **CHANGED** 11/08/10 AEN	1009000092
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO DROP IN LEARNING CENTER TR TRAN#=IN003168000018 TR CD=105 REG=0 PORT=PRIN	-5000 00		-5000.00 **CHANGED** 11/08/10 AEN	1009000093
09/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO LYME/OLD LYMEEDUCATION FOUNDATION TR TRAN#=IN003168000019 TR CD=105 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 11/08/10 AEN	1009000094
10/01/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO ESSEX LAND CONSERVATION TRUST TR TRAN#=IN000134000002 TR CD=105 REG=0 PORT=INC	-5000.00	-5000 00		1010000015 **CHANGED** 11/08/10 AEN
10/01/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO ESSEX LIBRARY TR TRAN#=IN000134000003 TR CD=105 REG=0 PORT=INC	-5000.00	-5000 00		1010000016 **CHANGED** 11/08/10 AEN
10/04/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 GRANT CONTRIBUTION FOR PAID TO NEW ORLEANS HABITAT FOR HUMANITY TR TRAN#=IN000312000001 TR CD=105 REG=0 PORT=INC	-20000 00	-20000.00		1010000024 **CHANGED** 11/08/10 AEN
	TOTAL CODE 311 - CASH CONTRIBUTIONS	-2359000 00 =====	-2059000.00 =====	-300000 00 =====	



CHESTER KITCHINGS FAMILY FDN
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PORTFOLIO SUMMARY

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MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>PRINCIPAL PORTFOLIO</u>						
PRINCIPAL CASH	747,372.40	1.49 %	747,372.40			
IF & MONEY MARKET FUNDS	1,190,140.04	2.38 %	1,190,140.04	0.00	2,067	0.17 %
CORPORATE OBLIGATIONS	5,883,444.00	11.77 %	5,451,839.00	431,605.00	288,225	4.90 %
PRINCIPAL OBLIGATIONS	524,585.00	1.05 %	500,000.00	24,585.00	28,000	5.34 %
EQUITY SECURITIES	30,811,229.63	61.63 %	17,495,038.85	13,316,190.78	670,247	2.18 %
DEFERRED SECURITIES	415,850.00	0.83 %	385,625.50	30,224.50	31,131	7.49 %
MUTUAL FUNDS	7,321,136.53	14.64 %	6,844,897.82	476,238.71	161,005	2.20 %
PROPRIETARY FUNDS	3,843,554.13	7.69 %	3,237,577.20	605,976.93	207,014	5.39 %
CELLANEIOUS ASSETS	0.00	0.00 %	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	49,242,566.93	98.50 %	34,357,746.01	14,884,820.92	1,387,689	2.78 %
<u>INCOME PORTFOLIO</u>						
INCOME CASH	749,066.55	1.50 %	749,066.55			
TOTAL ASSETS	49,991,633.48	100.00 %	35,106,812.56	14,884,820.92	1,387,689	2.78 %



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AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FEED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
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PRINCIPAL PORTFOLIO

PRINCIPAL CASH

747,372.40 -
1.49-%

LIAB & MONEY MARKET FUNDS

1,190,140.04 FEDERATED MONEY MKT OBLIGS TR
PRIME OBLIGS INSTL FFS #10
CUSIP: 609010DF7

1,190,140.04
1.00
2.38 %

2,067

0.17 %
0.00 %

CORPORATE OBLIGATIONS

500,000 AMERICAN EXPRESS CO
SR NTS
DTD 09/12/06 5.500% DUE 09/12/16
CUSIP: 025816AW9
MOODY'S RATING: A3

549,295.00
109.859
1.10 %

27,500

5.01 %
3.57 %

500,000 CISCO SYSTEMS INC
GLOBAL SR UNSEC'D BDS
DTD 02/17/09 4.950% DUE 02/15/19
CUSIP: 17275RAE2
MOODY'S RATING: A1

544,880.00
108.976
1.09 %

24,750

4.54 %
3.66 %

300,000 CREDIT SUISSE USA INC
SR NT GLOBAL
DTD 08/16/06 5.500% DUE 08/16/11
CUSIP: 225434CHO
MOODY'S RATING: AAL

309,384.00
103.128
0.62 %

16,500

5.33 %
0.48 %



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AR VALUE 2 SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
500,000	DELL INC SR UNSECD NTS GLOBAL DTD 10/15/08 5.650% DUE 04/15/18 CUSIP: 24702RAE1 MOODY'S RATING: A2	547,590.00 109.518 1.10 %	509,620.00 101.92	37,970.00	28,250	5.16 % 4.12 %
500,000	GENERAL ELEC CAP CORP GLOBAL SR UNSECD MTN SER A DTD 01/09/06 5.000% DUE 01/08/16 CUSIP: 36962GU69 MOODY'S RATING: AA2	533,700.00 106.740 1.07 %	500,000.00 100.00	33,700.00	25,000	4.68 % 3.52 %
300,000	GOLDMAN SACHS GROUP INC SR NTS DTD 08/27/02 5.700% DUE 09/01/12 CUSIP: 38141GCG7 MOODY'S RATING: A1	320,208.00 106.736 0.64 %	304,980.00 101.66	15,228.00	17,100	5.34 % 1.59 %
500,000	GOLDMAN SACHS GROUP INC GLOBAL NT DTD 01/18/08 5.950% DUE 01/18/18 CUSIP: 38141GFG4 MOODY'S RATING: A1	542,440.00 108.488 1.09 %	522,750.00 104.55	19,690.00	29,750	5.48 % 4.53 %
500,000	HONEYWELL INTL SR UNSECD BDS CALLABLE DTD 02/20/09 5.000% DUE 02/15/19 CUSIP: 438516AZ9 MOODY'S RATING: A2	547,355.00 109.471 1.09 %	497,285.00 99.46	50,070.00	25,000	4.57 % 3.64 %
500,000	LILLY ELI & CO NT DTD 03/14/07 5.200% DUE 03/15/17 CONTINUOUSLY CALLABLE CUSIP: 532457BB3 MOODY'S RATING: A2	554,220.00 110.844 1.11 %	502,400.00 100.48	51,820.00	26,000	4.69 % 3.26 %



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R VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
600,000	UNITED TECHNOLOGIES CORP SR UNSECD NT DTD 12/07/07 5.375% DUE 12/15/17 CONTINUOUSLY CALLABLE CUSIP: 913017BM0 MOODY'S RATING: A2	678,522.00 113.087 1.36 %	609,385.00 101.56	69,137.00	32,250	4.75 % 3.26 %
200,000	WALGREEN CO GLOBAL NTS DTD 01/13/09 5.250% DUE 01/15/19 CALLABLE CUSIP: 931422AE9 MOODY'S RATING: A2	222,380.00 111.190 0.44 %	202,848.00 101.42	19,532.00	10,500	4.72 % 3.63 %
500,000	WELLS FARGO & CO NEW GLOBAL SUB NT DTD 09/15/04 5.125% DUE 09/15/16 CUSIP: 949746JE2 MOODY'S RATING: A2	533,470.00 106.694 1.07 %	499,125.00 99.83	34,345.00	25,625	4.80 % 3.81 %
TOTAL CORPORATE OBLIGATIONS		5,883,444.00	5,451,839.00	431,605.00	288,225	4.90 %
MUNICIPAL OBLIGATIONS						
500,000	LYON CNTY NEV SCH DIST BUILD AMER BDS DIRECT PAY TAXABLE DTD 07/21/09 5.600% DUE 06/01/20 CALLABLE SCH IMPT SER A CUSIP: 552002NF0 MOODY'S RATING: N/R	524,585.00 104.917 1.05 %	500,000.00 100.00	24,585.00	28,000	5.34 % 4.94 %



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R VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (CFD TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
<u>UTILITY SECURITIES</u>						
<u>ERGY</u>						
2,000	APACHE CORP COM CUSIP: 037411105	238,460.00 119.230 0.48 %	150,608.85 75.30	87,851.15	1,200	0.50 % 0.00 %
18,000	CHEVRON CORP COM CUSIP: 166764100	1,642,500.00 91.250 3.29 %	779,285.47 43.29	863,214.53	51,840	3.16 % 0.00 %
3,500	DEVON ENERGY CORP NEW COM CUSIP: 25179M103	274,785.00 78.510 0.55 %	240,947.50 68.84	33,837.50	2,240	0.82 % 0.00 %
18,000	EXXON MOBIL CORP COM CUSIP: 30231G102	1,316,160.00 73.120 2.63 %	704,984.77 39.17	611,175.23	31,680	2.41 % 0.00 %
3,500	OCCIDENTAL PETE CORP COM CUSIP: 674599105	343,350.00 98.100 0.69 %	272,628.47 77.89	70,721.53	5,320	1.55 % 0.00 %
4,500	SCHLUMBERGER LTD COM CUSIP: 806857108	375,750.00 83.500 0.75 %	347,938.03 77.32	27,811.97	3,780	1.01 % 0.00 %
7,500	WILLIAMS COS INC COM CUSIP: 969457100	185,400.00 24.720 0.37 %	161,316.10 21.51	24,083.90	3,750	2.02 % 0.00 %
TOTAL ENERGY			2,657,709.19	1,718,695.81	99,810	2.28 %



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NR VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
<u>MATERIALS</u>						
2,600	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP: 35671D857	312,234.00 120.090 0.62 %	125,456.18 48.25	186,777.82	5,200	1.67 % 0.00 %
4,000	NUCOR CORP COM CUSIP: 670346105	175,280.00 43.820 0.35 %	176,796.70 44.20	1,516.70-	5,800	3.31 % 0.00 %
2,300	PRAXAIR INC COM CUSIP: 74005P104	219,581.00 95.470 0.44 %	164,851.67 71.67	54,729.33	4,140	1.89 % 0.00 %
TOTAL MATERIALS				239,990.45	15,140	2.14 %
<u>INDUSTRIALS</u>						
11,000	ABB LTD SWITZERLAND SPONS ADR CUSIP: 000375204	246,950.00 22.450 0.49 %	218,514.00 19.86	28,436.00	5,214	2.11 % 0.00 %
13,000	EMERSON ELEC CO COM CUSIP: 291011104	743,210.00 57.170 1.49 %	389,246.00 29.94	353,964.00	17,940	2.41 % 0.00 %
2,000	FLOWERVE CORP COM CUSIP: 34354P105	238,440.00 119.220 0.48 %	175,163.04 87.58	63,276.96	2,320	0.97 % 0.00 %
6,000	FLUOR CORP COM NEW CUSIP: 343412102	397,560.00 66.260 0.80 %	286,320.75 47.72	111,239.25	3,000	0.75 % 0.00 %



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NR VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
20,000	GENERAL ELEC CO COM CUSIP: 369604103	365,800.00 18.290 0.73 %	220,425.88 11.02	145,374.12	11,200	3.06 % 0.00 %
4,000	HUNT J B TRANS SVCS INC COM CUSIP: 445658107	163,240.00 40.810 0.33 %	136,763.52 34.19	26,476.48	1,920	1.18 % 0.00 %
3,000	PARKER HANNIFIN CORP COM CUSIP: 701094104	258,900.00 86.300 0.52 %	164,037.90 54.68	94,862.10	3,480	1.34 % 0.00 %
4,000	UNION PACIFIC CORP COM CUSIP: 907818108	370,640.00 92.660 0.74 %	206,431.80 51.61	164,208.20	6,080	1.64 % 0.00 %
3,500	UNITED PARCEL SVC INC CL B COM CUSIP: 911312106	254,030.00 72.580 0.51 %	189,804.25 54.23	64,225.75	6,580	2.59 % 0.00 %
9,000	UNITED TECHNOLOGIES CORP COM CUSIP: 913017109	708,480.00 78.720 1.42 %	406,288.20 45.14	302,191.80	15,300	2.16 % 0.00 %
TOTAL INDUSTRIALS		3,747,250.00	2,392,995.34	1,354,254.66	73,034	1.95 %



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NR VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
1,200	AMAZON INC COM CUSIP: 023135106	216,000.00 180.000 0.43 %	143,737.78 119.78	72,262.22	0	0.00 % 0.00 %
3,700	COACH INC COM CUSIP: 189754104	204,647.00 55.310 0.41 %	144,256.94 38.99	60,390.06	2,220	1.08 % 0.00 %
3,000	DARDEN RESTAURANTS INC COM CUSIP: 237194105	139,320.00 46.440 0.28 %	134,213.10 44.74	5,106.90	3,840	2.76 % 0.00 %
10,500	HOME DEPOT INC COM CUSIP: 437076102	368,130.00 35.060 0.74 %	272,932.15 25.99	95,197.85	9,923	2.70 % 0.00 %
2,500	KOHL'S CORP COM CUSIP: 500255104	135,850.00 54.340 0.27 %	130,773.51 52.31	5,076.49	0	0.00 % 0.00 %
5,000	MCDONALDS CORP COM CUSIP: 580135101	383,800.00 76.760 0.77 %	215,806.42 43.16	167,993.58	12,200	3.18 % 0.00 %
5,500	OMNICOM GROUP COM CUSIP: 681919106	251,900.00 45.800 0.50 %	206,582.75 37.56	45,317.25	4,400	1.75 % 0.00 %
5,000	TARGET CORP COM CUSIP: 87612E106	300,650.00 60.130 0.60 %	247,300.56 49.46	53,349.44	5,000	1.66 % 0.00 %

INSURER DISCRETIONARY



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10,500	WALT DISNEY CO COM CUSIP: 254687106	393,855.00 37.510 0.79 %	346,597.79 33.01	47,257.21	4,200	1.07 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		2,394,152.00	1,842,201.00	551,951.00	41,783	1.75 %
NSUMER STAPLES						
100,000	COCA-COLA CO COM CUSIP: 191216100	6,577,000.00 65.770 13.16 %	22,184.06 0.22	6,554,815.94	176,000	2.68 % 0.00 %
4,000	CONAGRA FOODS INC COM CUSIP: 205887102	90,320.00 22.580 0.18 %	70,596.40 17.65	19,723.60	3,680	4.07 % 0.00 %
8,000	CVS CAREMARK CORP COM CUSIP: 126650100	278,160.00 34.770 0.56 %	253,887.18 31.74	24,272.82	2,800	1.01 % 0.00 %
7,000	GENERAL MILLS INC COM CUSIP: 370336104	249,130.00 35.590 0.50 %	195,830.87 27.98	53,299.13	7,840	3.15 % 0.00 %
3,800	HEINZ H J CO COM CUSIP: 423074103	187,948.00 49.460 0.38 %	123,842.00 32.59	64,106.00	6,840	3.64 % 0.00 %
1,147	KIMBERLY CLARK CORP COM CUSIP: 494368103	72,306.88 63.040 0.14 %	71,289.65 62.15	1,017.23	3,028	4.19 % 0.00 %
6,000	KRAFT FOODS INC CL A COM CUSIP: 50075N104	189,060.00 31.510 0.38 %	162,356.50 27.06	26,703.50	6,960	3.68 % 0.00 %



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R VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
14,000	PROCTER & GAMBLE CO COM CUSIP: 742718109	900,620.00 64.330 1.80 %	223,150.28 15.94	677,469.72	26,978	3.00 % 0.00 %
4,000	WAL-MART STORES INC COM CUSIP: 931142103	215,720.00 53.930 0.43 %	229,941.00 57.49	14,221.00-	4,840	2.24 % 0.00 %
TOTAL CONSUMER STAPLES		8,760,264.88	1,353,077.94	7,407,186.94	238,966	2.73 %
7,500	ABBOTT LABS COM CUSIP: 002824100	359,325.00 47.910 0.72 %	190,398.55 25.39	168,926.45	13,200	3.67 % 0.00 %
2,000	AMGEN INC COM CUSIP: 031162100	109,800.00 54.900 0.22 %	113,998.19 57.00	4,198.19-	0	0.00 % 0.00 %
5,000	BAXTER INTL INC COM CUSIP: 071813109	253,100.00 50.620 0.51 %	282,623.07 56.52	29,523.07-	6,200	2.45 % 0.00 %
12,000	BRISTOL MYERS SQUIBB CO COM CUSIP: 110122108	317,760.00 26.480 0.64 %	268,661.60 22.39	49,098.40	15,840	4.98 % 0.00 %
6,000	EXPRESS SCRIPTS INC COM CUSIP: 302182100	324,300.00 54.050 0.65 %	231,240.30 38.54	93,059.70	0	0.00 % 0.00 %
7,755	JOHNSON & JOHNSON COM CUSIP: 478160104	479,646.75 61.850 0.96 %	280,166.94 36.13	199,479.81	16,751	3.49 % 0.00 %



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R VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
6,000	MERCK & CO INC NEW COM CUSIP: 58933Y105	216,240.00 36.040 0.43 %	239,558.05 39.93	23,318.05-	9,120	4.22 % 0.00 %
4,500	TEVA PHARMACEUTICAL INDS LTD SPONS ADR CUSIP: 881624209	234,585.00 52.130 0.47 %	259,768.24 57.73	25,183.24-	3,002	1.28 % 0.00 %
3,000	THERMO FISHER SCIENTIFIC INC COM CUSIP: 883556102	166,080.00 55.360 0.33 %	139,868.30 46.62	26,211.70	0	0.00 % 0.00 %
TOTAL HEALTH CARE		2,460,836.75	2,006,283.24	454,553.51	64,112	2.61 %
NANCIALS						
6,000	BB&T CORP COM CUSIP: 054937107	157,740.00 26.290 0.32 %	137,228.00 22.87	20,512.00	3,600	2.28 % 0.00 %
5,000	CAPITAL ONE FINL CORP COM CUSIP: 14040H105	212,800.00 42.560 0.43 %	210,682.55 42.14	2,117.45	1,000	0.47 % 0.00 %
1,400	GOLDMAN SACHS GROUP INC COM CUSIP: 38141G104	235,424.00 168.160 0.47 %	209,681.37 149.77	25,742.63	1,960	0.83 % 0.00 %
6,000	HARTFORD FINL SVCS GROUP INC COM CUSIP: 416515104	158,940.00 26.490 0.32 %	168,633.05 28.11	9,693.05-	1,200	0.76 % 0.00 %
8,000	INVESCO LTD USD0.2 BERMUDA COM CUSIP: G491BT108	192,480.00 24.060 0.39 %	162,165.55 20.27	30,314.45	3,520	1.83 % 0.00 %



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AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
12,000	JP MORGAN CHASE & CO COM CUSIP: 46625H100	509,040.00 42.420 1.02 %	496,832.87 41.40	12,207.13	2,400	0.47 % 0.00 %
4,000	MORGAN STANLEY COM NEW CUSIP: 617446448	108,840.00 27.210 0.22 %	112,171.50 28.04	3,331.50-	800	0.74 % 0.00 %
2,500	PNC FINL SVCS GROUP INC COM CUSIP: 693475105	151,800.00 60.720 0.30 %	154,775.60 61.91	2,975.60-	1,000	0.66 % 0.00 %
5,000	TRAVELERS COS INC/THE COM CUSIP: 89417E109	278,550.00 55.710 0.56 %	247,755.48 49.55	30,794.52	7,200	2.58 % 0.00 %
13,000	WELLS FARGO & CO NEW COM CUSIP: 949746101	402,870.00 30.990 0.81 %	374,565.17 28.81	28,304.83	2,600	0.65 % 0.00 %
TOTAL FINANCIALS		2,408,484.00	2,274,491.14	133,992.86	25,280	1.05 %
INFORMATION TECHNOLOGY						
1,600	APPLE INC COM CUSIP: 037833100	516,096.00 322.560 1.03 %	257,901.70 161.19	258,194.30	0	0.00 % 0.00 %
7,500	AUTODESK INC COM CUSIP: 052769106	286,500.00 38.200 0.57 %	205,606.60 27.41	80,893.40	0	0.00 % 0.00 %
14,500	CISCO SYS INC COM CUSIP: 17275R102	293,335.00 20.230 0.59 %	297,503.40 20.52	4,168.40-	0	0.00 % 0.00 %



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NR VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
12,000	EMC CORP MASS COM CUSIP: 268648102	274,800.00 22.900 0.55 %	212,408.95 17.70	62,391.05	0	0.00 % 0.00 %
600	GOOGLE INC CL A COM CUSIP: 38259P508	356,382.00 593.970 0.71 %	268,498.00 447.50	87,884.00	0	0.00 % 0.00 %
8,000	HEWLETT-PACKARD CO COM CUSIP: 428236103	336,800.00 42.100 0.67 %	332,768.45 41.60	4,031.55	2,560	0.76 % 0.00 %
15,500	INTEL CORP COM CUSIP: 458140100	325,965.00 21.030 0.65 %	293,771.85 18.95	32,193.15	9,765	3.00 % 0.00 %
5,500	INTERNATIONAL BUSINESS MACHS CORP COM CUSIP: 459200101	807,180.00 146.760 1.61 %	599,047.90 72.55	408,132.10	14,300	1.77 % 0.00 %
4,000	INTUIT INC COM CUSIP: 461202103	197,200.00 49.300 0.39 %	189,406.90 47.35	7,793.10	0	0.00 % 0.00 %
11,000	ORACLE CORP COM CUSIP: 68389X105	344,300.00 31.300 0.69 %	228,414.10 20.76	115,885.90	2,200	0.64 % 0.00 %
8,000	TEXAS INSTRS INC COM CUSIP: 882508104	260,000.00 32.500 0.52 %	218,312.42 27.29	41,687.58	4,160	1.60 % 0.00 %
2,500	VISA INC CL A COM CUSIP: 92826C839	175,950.00 70.380 0.35 %	178,766.95 71.51	2,816.95-	1,500	0.85 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		4,174,508.00	3,082,407.22	1,092,100.78	34,485	0.83 %



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IR VALUE ' SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
<u>LECOMMUNICATION SERVICES</u>						
7,000	AT & T INC COM CUSIP: 00206R102	205,660.00 29.380 0.41 %	237,477.86 33.93	31,817.86-	12,040	5.85 % 0.00 %
10,000	VERIZON COMMUNICATIONS COM CUSIP: 92343V104	357,800.00 35.780 0.72 %	328,999.05 32.90	28,800.95	19,500	5.45 % 0.00 %
TOTAL TELECOMMUNICATION SERVICES		563,460.00	566,476.91	3,016.91-	31,540	5.60 %
<u>UTILITIES</u>						
2,000	DOMINION RES INC VA NEW COM CUSIP: 25746U109	85,440.00 42.720 0.17 %	81,176.00 40.59	4,264.00	3,660	4.28 % 0.00 %
9,000	SOUTHERN CO COM CUSIP: 842587107	344,070.00 38.230 0.69 %	269,429.12 29.94	74,640.88	16,380	4.76 % 0.00 %
TOTAL UTILITIES		429,510.00	350,605.12	78,904.88	20,040	4.67 %



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IR VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
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ITAL FUNDS-EQUITY

16,800	ISHARES INC MSCI PACIFIC EX-JAPAN INDEX FD CUSIP: 464286665	789,264.00 46.980 1.58 %	501,687.20 29.86	287,576.80	26,057	3.30 % 0.00 %
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TOTAL EQUITY SECURITIES

30,811,229.63	17,495,038.85	13,316,190.78	670,247	2.18 %
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DEFERRED SECURITIES

DEFERREDS

2,500	BARCLAYS BANK PLC 8.125% SER 5 PFD QUARTERLY CALL BEG 06/15/2013 CUSIP: 06739H362	64,250.00 25.700 0.13 %	60,975.00 24.39	3,275.00	5,078	7.90 % 0.00 %
2,000	CORTS TR BRISTOL-MYERS SQUIBB CORP BKD TR SECS CL A PFD 6.80% CALLABLE CUSIP: 22082B209	52,500.00 26.250 0.11 %	47,299.50 23.65	5,200.50	3,400	6.48 % 0.00 %
1,000	CORTS TR VI IBM DEB TR CTFS 6.375% PFD SER VI CALLABLE CUSIP: 22080F202	25,560.00 25.560 0.05 %	23,971.00 23.97	1,589.00	1,594	6.24 % 0.00 %
4,000	JPMORGAN & CHASE & CO PFD DEP 1/400 SER J 8.625% CALLABLE CUSIP: 46625H621	110,200.00 27.550 0.22 %	99,720.00 24.93	10,480.00	8,624	7.83 % 0.00 %



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NR VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
3,500	US BANCORP DEL PFD RPSTG 1/1000TH PERP NON-CUML-D CALLABLE CUSIP: 902973882	94,465.00 26.990 0.19 %	90,285.00 25.80	4,180.00	7,046	7.46 % 0.00 %
2,500	WELLS FARGO CAP XIV ENHANCED TRUPS PFD 8.6250% 09/14/68 CALLABLE CUSIP: 949829204	68,875.00 27.550 0.14 %	63,375.00 25.35	5,500.00	5,390	7.83 % 0.00 %
TOTAL PREFERRED		415,850.00	385,625.50	30,224.50	31,131	7.49 %
TOTAL PREFERRED SECURITIES		415,850.00	385,625.50	30,224.50	31,131	7.49 %
ITAL FUNDS						
63,750.001	ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL CUSIP: 003020336	742,050.01 11.640 1.48 %	694,688.00 10.90	47,362.01	0	0.00 % 0.00 %
114,469.439	FEDERATED EQUITY FDS STRATEGIC VALUE FD CL INSTL CUSIP: 314172560	503,665.53 4.400 1.01 %	500,000.00 4.37	3,665.53	18,773	3.73 % 0.00 %
40,604.752	FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL CUSIP: 34984T600	440,155.51 10.840 0.88 %	437,380.31 10.77	2,775.20	3,573	0.81 % 0.00 %
25,601.813	JANUS FDS PERKINS SMALL CAP VALUE FD CL I CUSIP: 47103C183	615,211.57 24.030 1.23 %	514,802.15 20.11	100,409.42	2,995	0.49 % 0.00 %
170,209.412	MANNING & NAPIER FDS WORLD OPPTYS SER CL A CUSIP: 563821545	1,465,503.04 8.610 2.93 %	1,355,260.00 7.96	110,243.04	13,276	0.91 % 0.00 %



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NR VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FEED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
25,782.077	OPPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y CUSIP: 683974505	929,959.52 36.070 1.86 %	772,876.00 29.98	157,083.52	3,687	0.40 % 0.00 %
51,011.848	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	473,900.07 9.290 0.95 %	586,846.50 11.50	112,946.43-	42,442	8.96 % 0.00 %
52,099.168	PIMCO FDS PAC INVT MGMT SER INVT GRADE CORP BD FD INSTL CL CUSIP: 722005816	545,999.28 10.480 1.09 %	579,264.54 11.12	33,265.26-	32,875	6.02 % 0.00 %
81,854.265	SENTINEL FDS SMALL CO FD INSTL CL CUSIP: 817288825	645,011.61 7.880 1.29 %	470,780.32 5.75	174,231.29	0	0.00 % 0.00 %
70,772.89	TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL CUSIP: 880208400	959,680.39 13.560 1.92 %	933,000.00 13.18	26,680.39	43,384	4.52 % 0.00 %
TOTAL MUTUAL FUNDS		7,321,136.53	6,844,897.82	476,238.71	161,005	2.20 %
PROPRIETARY FUNDS						
41,197.901	RIDGEWORTH FD-INTL 130/30 I SHS #RGD1 CUSIP: 766288870	301,568.64 7.320 0.60 %	190,507.25 4.62	111,061.39	1,895	0.63 % 0.00 %
65,038.363	RIDGEWORTH FD-MIDCAP VAL EQUITY I SHS #RGD5 CUSIP: 766288615	772,005.37 11.870 1.54 %	474,062.85 7.29	297,942.52	4,553	0.59 % 0.00 %
101,797.499	RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCJ CUSIP: 766288678	911,087.62 8.950 1.82 %	973,007.10 9.56	61,919.48-	53,444	5.87 % 0.00 %



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AR VALUE 3 SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
189,104.018	RIDGEWORTH FD-SEIX HIGH YIELD I SHS #RGCL CUSIP: 76628T645	1,858,892.50 9.830 3.72 %	1,600,000.00 8.46	258,892.50	147,123	7.91 % 0.00 %
TOTAL PROPRIETARY FUNDS		3,843,554.13	3,237,577.20	605,976.93	207,014	5.39 %
SCCELLANEOUS ASSETS						
1	CLASS ACTION PENDING BANK OF AMERICA CORP ON RCPT OF FINAL PMT CUSIP: 997001LP5	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING DELL INC ON RCPT OF FINAL PMT CUSIP: 997001HY1	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING FANNIE MAE ON RCPT OF FINAL PMT CUSIP: 997000SS4	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		0.00	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL		49,242,566.93	34,357,746.01	14,884,820.92	1,387,689	2.78 %
INCOME PORTFOLIO						
	INCOME CASH	749,066.55 1.50 %	749,066.55			



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ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL ASSETS	49,991,633.48	35,106,812.56	14,884,820.92	1,387,689	2.78 %