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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

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

OMB No. 1545-0052

2010

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Name of foundation

A Employer identification number

31-15C055786565 AGT PENSON FOUNDATION TRUST

13-4226290

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

551 FIFTH AVENUE, 34TH FLOOR

City or town, state, and ZIP code

NEW YORK, NY 10176

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col. (c), line

16) ▶ \$ 184,190.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**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)	610,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	23,442.	23,645.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	29,984.			
b Gross sales price for all assets on line 6a	1,130,024.			
7 Capital gain net income (from Part IV, line 2)		32,121.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	663,426.	55,766.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	NONE			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	15,895.	7,947.		7,947.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	700.			700.
24 Total operating and administrative expenses. Add lines 13 through 23	16,595.	7,947.		8,647.
25 Contributions, gifts, grants paid	1,211,785.			1,211,785.
26 Total expenses and disbursements. Add lines 24 and 25	1,228,380.	7,947.		1,220,432.
27 Subtract line 26 from line 12	-564,954.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		47,819.		
c Adjusted net income (if negative, enter -0-)				

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

JSA

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	126,837.	131,963.	131,963.
	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) .			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 4	605,725.	49,721.	52,227.
	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)	732,562.	181,684.	184,190.	
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 <input type="checkbox"/> 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. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	732,562.	181,684.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
	30	Total net assets or fund balances (see page 17 of the instructions)	732,562.	181,684.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	732,562.	181,684.	

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	732,562.
2	Enter amount from Part I, line 27a	2	-564,954.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	14,159.
4	Add lines 1, 2, and 3	4	181,767.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	83.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	181,684.

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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	32,121.	
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	1,293,860.	1,011,085.	1.27967480479
2008	2,759,414.	2,980,074.	0.92595485884
2007	5,773,497.	6,289,848.	0.91790723719
2006	3,396,434.	2,322,548.	1.46237408226
2005	1,245,360.	2,668,069.	0.46676454020
2 Total of line 1, column (d)			2 5.05267552328
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 1.01053510466
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 476,057.
5 Multiply line 4 by line 3			5 481,072.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 478.
7 Add lines 5 and 6			7 481,550.
8 Enter qualifying distributions from Part XII, line 4 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.			8 1,220,432.

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	478.
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	478.
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	478.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	442.	
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	442.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <i>paid by E.F.T.P.S.</i>	9	36.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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)? <i>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</i>		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? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach the statement required by General Instruction T</i>		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) ► <i>STMT 7</i>		
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 <u>N/A</u>	13	X	
14	The books are in care of <u>SHANNON & ANDREW S. PENSON</u> Telephone no. <u></u> Located at <u>551 FIFTH AVENUE, 34TH FL, NEW YORK, NY</u> ZIP + 4 <u>10176</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country <u></u>	16	Yes	No

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years <u></u>		
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. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	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 ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (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 8		-0-	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		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	379,565.
b	Average of monthly cash balances	1b	103,742.
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	483,307.
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	483,307.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	7,250.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	476,057.
6	Minimum investment return. Enter 5% of line 5	6	23,803.

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	23,803.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	478.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	478.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,325.
4	Recoveries of amounts treated as qualifying distributions	4	12,800.
5	Add lines 3 and 4	5	36,125.
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	36,125.

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	1,220,432.
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	1,220,432.
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	478.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,219,954.

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				36,125.
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	1,113,973.			
b From 2006	3,284,807.			
c From 2007	5,464,759.			
d From 2008	2,612,274.			
e From 2009	1,225,926.			
f Total of lines 3a through e	13,701,739.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 1,220,432.				
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				36,125.
e Remaining amount distributed out of corpus	1,184,307.			
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	14,886,046.			
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)	1,113,973.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	13,772,073.			
10 Analysis of line 9:				
a Excess from 2006	3,284,807.			
b Excess from 2007	5,464,759.			
c Excess from 2008	2,612,274.			
d Excess from 2009	1,225,926.			
e Excess from 2010	1,184,307.			

4942(1)(5)

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 9				
Total ►			3a	1,211,785.
b Approved for future payment				
Total ►			3b	

Form **990-PF** (2010)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	23,442.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	29,984.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue: a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				53,426.	
13 Total. Add line 12, columns (b), (d), and (e)				53,426.	

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

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

[illegible]

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No. 1545-0047

2010

Name of the organization

Employer identification number

31-15C055786565 AGT PENSON FOUNDATION TRUST

13-4226290

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

31-15C055786565 AGT PENSON FOUNDATION TRUST

Employer identification number

13-4226290

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ANDREW S. PENSON 551 FIFTH AVENUE, 34TH FLOOR NEW YORK, NY 10176	\$ 610,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

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)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				976.	
5,486.00		5000. FED HOME LN MTG CORP 5.000% 1/30/ PROPERTY TYPE: SECURITIES 5,527.00				10/14/2009 -41.00	01/05/2010
7,648.00		7000. FEDERAL HOME LN MTG CORP DTD 01/ PROPERTY TYPE: SECURITIES 7,696.00				10/09/2009 -48.00	01/05/2010
5,356.00		5000. FED NATL MTG ASSN 6.000% 5/15/ PROPERTY TYPE: SECURITIES 5,405.00				10/09/2009 -49.00	01/05/2010
5,544.00		5000. FED NATL MTG ASSN 5.250% 9/15/ PROPERTY TYPE: SECURITIES 5,610.00				10/09/2009 -66.00	01/05/2010
5,353.00		5000. FED NATL MTG ASSN 5.000% 10/15/ PROPERTY TYPE: SECURITIES 5,387.00				12/03/2009 -34.00	01/05/2010
2,039.00		2000. FED HOME LOAN MTG 2.125% 3/23/ PROPERTY TYPE: SECURITIES 2,048.00				12/03/2009 -9.00	01/05/2010
12,308.00		12000. FEDERAL NATL MTG AS 2.750% 4/11 PROPERTY TYPE: SECURITIES 12,357.00				10/09/2009 -49.00	01/05/2010
5,218.00		5000. FEDL NATL MTG ASSN 3.625% 8/15/ PROPERTY TYPE: SECURITIES 5,244.00				09/17/2009 -26.00	01/05/2010
2,152.00		2000. GLAXOSMITHKLINE CAP 4.850% 5/15/ PROPERTY TYPE: SECURITIES 2,152.00				10/14/2009	01/05/2010
2,112.00		2000. HEWLETT-PACK CO HPQ 4.250% 2/24/ PROPERTY TYPE: SECURITIES 2,111.00				10/15/2009 1.00	01/05/2010

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)	
7,041.00		1023.392 LEGG MASON PART GL HIGH Y-A PROPERTY TYPE: SECURITIES 6,625.00					10/09/2009 416.00	01/05/2010
2,125.00		2000. MERRILL LYNCH & CO PROPERTY TYPE: SECURITIES 2,088.00		5.450% 2/05/			10/14/2009 37.00	01/05/2010
6,435.00		6000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 6,465.00		4.000% 11/15/			10/09/2009 -30.00	01/05/2010
6,503.00		6000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 6,538.00		4.250% 8/15/			10/09/2009 -35.00	01/05/2010
13,758.00		13000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 14,018.00		4.875% 5/31			06/02/2009 -260.00	01/05/2010
2,213.00		2000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 2,112.00		4.875% 8/15/			06/19/2008 101.00	01/05/2010
12,884.00		12000. U.S.TREAS NTS PROPERTY TYPE: SECURITIES 13,075.00		4.500% 3/31			05/05/2009 -191.00	01/05/2010
2,030.00		2000. U S TREAS NTS PROPERTY TYPE: SECURITIES 2,028.00		1.750% 11/15/			10/27/2009 2.00	01/05/2010
1,938.00		2000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 1,985.00		3.375% 11/15/			12/10/2009 -47.00	01/05/2010
2,281.00		2000. XTO ENERGY INC PROPERTY TYPE: SECURITIES 2,165.00		6.250% 8/01/			10/14/2009 116.00	01/05/2010
22,212.00		21000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 22,644.00		4.875% 5/31			06/02/2009 -432.00	01/06/2010

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)	
4,566.00		4000. XTO ENERGY INC PROPERTY TYPE: SECURITIES 4,084.00		6.250% 8/01/		07/08/2008 482.00	01/06/2010
7,711.00		7000. BP CAPITAL MARKETS PROPERTY TYPE: SECURITIES 7,078.00		5.250% 11/07/		11/19/2008 633.00	01/14/2010
7,495.00		7000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 7,540.00		5.000% 10/15/		10/09/2009 -45.00	01/27/2010
26,767.00		25000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 26,722.00		5.000% 10/15		12/02/2008 45.00	01/27/2010
13,900.00		13000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 13,254.00		6.000% 5/15		06/13/2007 646.00	02/02/2010
1,095.00		1000. COMCAST CORP NEW PROPERTY TYPE: SECURITIES 1,085.00		5.900% 3/15/		02/19/2010 10.00	03/11/2010
5,473.00		5000. COMCAST CORP NEW PROPERTY TYPE: SECURITIES 5,106.00		5.900% 3/15/		05/05/2008 367.00	03/11/2010
7,396.00		7000. HEWLETT-PACK CO HPQ PROPERTY TYPE: SECURITIES 7,285.00		4.250% 2/24/		02/19/2010 111.00	03/11/2010
2,115.00		2000. AT & T INC PROPERTY TYPE: SECURITIES 2,099.00		5.500% 2/01/		02/19/2010 16.00	03/15/2010
2,268.00		2000. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 2,266.00		7.250% 5/20/		02/19/2010 2.00	03/15/2010
2,081.00		2000. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 2,080.00		3.125% 6/15/		02/19/2010 1.00	03/15/2010

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)	
1,041.00		1000. BANK OF AMERICA CORP 3.125% 6/15/ PROPERTY TYPE: SECURITIES 1,008.00				12/05/2008 33.00	03/15/2010
3,126.00		3000. CISCO SYSTEMS INC 4.950% 2/15/ PROPERTY TYPE: SECURITIES 3,064.00				02/19/2010 62.00	03/15/2010
1,078.00		1000. CONOCO FUNDING 6.350% 10/15/ PROPERTY TYPE: SECURITIES 1,084.00				02/19/2010 -6.00	03/15/2010
1,078.00		1000. CONOCO FUNDING 6.350% 10/15/ PROPERTY TYPE: SECURITIES 1,047.00				02/07/2007 31.00	03/15/2010
1,086.00		1000. CREDIT SUISSE FIRST 5.500% 8/15/ PROPERTY TYPE: SECURITIES 1,001.00				08/14/2008 85.00	03/15/2010
1,097.00		1000. DISNEY WALT CO NEW 6.375% 3/01/ PROPERTY TYPE: SECURITIES 1,101.00				02/19/2010 -4.00	03/15/2010
1,097.00		1000. DISNEY WALT CO NEW 6.375% 3/01/ PROPERTY TYPE: SECURITIES 1,048.00				06/26/2007 49.00	03/15/2010
6,610.00		6000. FED HOME LN MTG CORP 5.000% 1/30/ PROPERTY TYPE: SECURITIES 6,620.00				02/19/2010 -10.00	03/15/2010
1,102.00		1000. FED HOME LN MTG CORP 5.000% 1/30/ PROPERTY TYPE: SECURITIES 982.00				05/30/2006 120.00	03/15/2010
8,696.00		8000. FEDERAL HOME LN MTG CORP DTD 01/ PROPERTY TYPE: SECURITIES 8,747.00				12/02/2008 -51.00	03/15/2010
4,456.00		4000. FED NATL MTG ASSN 5.250% 9/15/ PROPERTY TYPE: SECURITIES 4,428.00				02/19/2010 28.00	03/15/2010

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)	
1,114.00		1000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 1,001.00		5.250% 9/15/			06/26/2007 113.00	03/15/2010
10,212.00		10000. FED HOME LOAN MTG PROPERTY TYPE: SECURITIES 10,241.00		2.125% 3/23			12/03/2009 -29.00	03/15/2010
6,000.00		6000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 6,040.00		2.125% 1/25/			02/19/2010 -40.00	03/15/2010
8,040.00		8000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 8,039.00		2.050% 1/28/			02/19/2010 1.00	03/15/2010
13,303.00		13000. FEDERAL NATL MTG AS PROPERTY TYPE: SECURITIES 13,377.00		2.750% 4/11			10/09/2009 -74.00	03/15/2010
6,248.00		6000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 6,293.00		3.625% 8/15/			09/17/2009 -45.00	03/15/2010
1,048.00		1000. GEN ELEC CAP CORP PROPERTY TYPE: SECURITIES 1,042.00		4.875% 3/04/			02/19/2010 6.00	03/15/2010
2,118.00		2000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 2,150.00		6.150% 4/01/			12/09/2009 -32.00	03/15/2010
3,131.00		3000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 3,131.00		3.250% 6/15/			05/05/2009	03/15/2010
2,113.00		2000. JPMORGAN CHASE & CO PROPERTY TYPE: SECURITIES 2,103.00		4.650% 6/01/			02/19/2010 10.00	03/15/2010
14,351.00		2061.856 LEGG MASON PART GL HIGH Y-A PROPERTY TYPE: SECURITIES 14,000.00					02/18/2010 351.00	03/15/2010

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)	
2,625.00		377.168 LEGG MASON PART GL HIGH Y-A PROPERTY TYPE: SECURITIES 1,833.00					02/26/2009 792.00	03/15/2010
1,055.00		1000. MERRILL LYNCH & CO PROPERTY TYPE: SECURITIES 1,057.00		5.450% 2/05/			02/19/2010 -2.00	03/15/2010
3,052.00		3000. PEPSICO INC PROPERTY TYPE: SECURITIES 3,029.00		3.100% 1/15/			02/19/2010 23.00	03/15/2010
2,123.00		2000. TIME WARNER CABLE PROPERTY TYPE: SECURITIES 2,129.00		5.850% 5/01/			02/19/2010 -6.00	03/15/2010
2,163.00		2000. TRANSOCEAN INC PROPERTY TYPE: SECURITIES 2,164.00		6.000% 3/15/			01/06/2010 -1.00	03/15/2010
7,501.00		7000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 7,519.00		4.000% 11/15/			02/19/2010 -18.00	03/15/2010
4,345.00		4000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 4,340.00		4.250% 8/15/			02/19/2010 5.00	03/15/2010
7,367.00		7000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 7,546.00		4.875% 5/31/			10/09/2009 -179.00	03/15/2010
4,463.00		4000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 4,435.00		4.875% 8/15/			02/19/2010 28.00	03/15/2010
1,116.00		1000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 1,056.00		4.875% 8/15/			06/19/2008 60.00	03/15/2010
14,997.00		14000. U.S.TREAS NTS PROPERTY TYPE: SECURITIES 15,255.00		4.500% 3/31			05/05/2009 -258.00	03/15/2010

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)	
8,539.00		8000. U S TREAS NTS PROPERTY TYPE: SECURITIES 8,539.00		3.875% 10/31/		02/19/2010	03/15/2010
4,122.00		4000. U S TREAS NTS PROPERTY TYPE: SECURITIES 4,121.00		2.500% 3/31/		02/19/2010	03/15/2010
						1.00	
9,143.00		9000. U S TREAS NTS PROPERTY TYPE: SECURITIES 9,143.00		1.750% 11/15/		02/19/2010	03/15/2010
4,876.00		5000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 4,963.00		3.375% 11/15/		12/10/2009	03/15/2010
						-87.00	
1,041.00		1000. VERIZON GLOBAL FDG PROPERTY TYPE: SECURITIES 1,067.00		7.250% 12/01/		02/07/2007	03/15/2010
						-26.00	
1,045.00		1000. WACHOVIA CORP NEW PROPERTY TYPE: SECURITIES 988.00		5.250% 8/01/		08/21/2006	03/15/2010
						57.00	
1,109.00		1000. WYETH PROPERTY TYPE: SECURITIES 1,096.00		5.500% 2/01/		10/14/2009	03/15/2010
						13.00	
6,277.00		6000. VERIZON GLOBAL FDG PROPERTY TYPE: SECURITIES 6,343.00		7.250% 12/01/		02/07/2007	03/19/2010
						-66.00	
18,923.00		18000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 19,255.00		4.875% 5/31		02/19/2010	03/24/2010
						-332.00	
6,570.00		6000. DISNEY WALT CO NEW PROPERTY TYPE: SECURITIES 6,288.00		6.375% 3/01/		06/26/2007	03/29/2010
						282.00	
7,337.00		7000. GEN ELEC CAP CORP PROPERTY TYPE: SECURITIES 6,849.00		4.875% 3/04/		03/08/2006	03/29/2010
						488.00	

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)	
2,219.00		2000. WYETH PROPERTY TYPE: SECURITIES 2,206.00		5.500% 2/01/		03/23/2010 13.00	04/27/2010
5,547.00		5000. WYETH PROPERTY TYPE: SECURITIES 4,932.00		5.500% 2/01/		07/20/2007 615.00	04/27/2010
13,910.00		13000. U.S.TREAS NTS PROPERTY TYPE: SECURITIES 14,106.00		4.500% 3/31		10/09/2009 -196.00	05/05/2010
1,977.00		286.944 LEGG MASON PART GL HIGH Y-A PROPERTY TYPE: SECURITIES 2,003.00				03/23/2010 -26.00	05/07/2010
8,163.00		8000. PEPSICO INC PROPERTY TYPE: SECURITIES 8,100.00		3.100% 1/15/		05/07/2010 63.00	05/13/2010
2,261.00		2000. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 2,302.00		7.250% 5/20/		05/07/2010 -41.00	06/03/2010
2,003.00		2000. BB&T CORPORATION PROPERTY TYPE: SECURITIES 2,013.00		3.950% 4/29/		04/27/2010 -10.00	06/03/2010
2,080.00		2000. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 2,082.00		3.125% 6/15/		05/07/2010 -2.00	06/03/2010
1,040.00		1000. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 1,008.00		3.125% 6/15/		12/05/2008 32.00	06/03/2010
3,212.00		3000. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 3,106.00		4.950% 2/15/		03/23/2010 106.00	06/03/2010
1,066.00		1000. CONOCO FUNDING PROPERTY TYPE: SECURITIES 1,079.00		6.350% 10/15/		03/24/2010 -13.00	06/03/2010

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)	
1,066.00		1000. CONOCO FUNDING PROPERTY TYPE: SECURITIES 1,047.00	6.350%	10/15/		02/07/2007 19.00	06/03/2010
2,165.00		2000. CREDIT SUISSE FIRST PROPERTY TYPE: SECURITIES 2,001.00	5.500%	8/15/		08/14/2008 164.00	06/03/2010
3,323.00		3000. FED HOME LN MTG CORP PROPERTY TYPE: SECURITIES 3,312.00	5.000%	1/30/		05/11/2010 11.00	06/03/2010
2,215.00		2000. FED HOME LN MTG CORP PROPERTY TYPE: SECURITIES 1,966.00	5.000%	1/30/		05/30/2006 249.00	06/03/2010
4,315.00		4000. FEDERAL HOME LN MTG PROPERTY TYPE: SECURITIES 4,356.00		CORP DTD 01/		02/19/2010 -41.00	06/03/2010
3,236.00		3000. FEDERAL HOME LN MTG PROPERTY TYPE: SECURITIES 3,280.00		CORP DTD 01/		12/02/2008 -44.00	06/03/2010
2,267.00		2000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 2,210.00	5.250%	9/15/		03/30/2010 57.00	06/03/2010
1,134.00		1000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 1,001.00	5.250%	9/15/		06/26/2007 133.00	06/03/2010
9,194.00		9000. FED HOME LOAN MTG PROPERTY TYPE: SECURITIES 9,214.00	2.125%	3/23/		01/27/2010 -20.00	06/03/2010
4,022.00		4000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 4,026.00	2.125%	1/25/		02/02/2010 -4.00	06/03/2010
8,036.00		8000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 8,032.00	2.050%	1/28/		01/27/2010 4.00	06/03/2010

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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)	
13,258.00		13000. FEDERAL NATL MTG AS PROPERTY TYPE: SECURITIES 13,376.00		2.750% 4/11		05/05/2009 -118.00	06/03/2010
4,141.00		4000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 4,195.00		3.625% 8/15/		09/17/2009 -54.00	06/03/2010
2,047.00		2000. GEN ELEC CAP CORP PROPERTY TYPE: SECURITIES 2,041.00		5.500% 1/08/		03/29/2010 6.00	06/03/2010
2,172.00		2000. GLAXOSMITHKLINE CAP PROPERTY TYPE: SECURITIES 2,174.00		4.850% 5/15/		03/23/2010 -2.00	06/03/2010
2,049.00		2000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 2,049.00		6.150% 4/01/		02/19/2010	06/03/2010
3,128.00		3000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 3,130.00		3.250% 6/15/		05/05/2009 -2.00	06/03/2010
2,112.00		2000. JPMORGAN CHASE & CO PROPERTY TYPE: SECURITIES 2,127.00		4.650% 6/01/		05/07/2010 -15.00	06/03/2010
1,056.00		1000. JPMORGAN CHASE & CO PROPERTY TYPE: SECURITIES 997.00		4.650% 6/01/		05/18/2009 59.00	06/03/2010
1,042.00		1000. MERRILL LYNCH & CO PROPERTY TYPE: SECURITIES 1,057.00		5.450% 2/05/		02/19/2010 -15.00	06/03/2010
1,042.00		1000. MERRILL LYNCH & CO PROPERTY TYPE: SECURITIES 922.00		5.450% 2/05/		05/05/2009 120.00	06/03/2010
2,398.00		2000. RIO TINTO FINANCE PL PROPERTY TYPE: SECURITIES 2,173.00		8.950% 5/01/		05/07/2009 225.00	06/03/2010

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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)	
2,145.00		2000. TIME WARNER CABLE PROPERTY TYPE: SECURITIES 1,985.00		5.850% 5/01/		05/06/2009 160.00	06/03/2010
8,583.00		8000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 8,554.00		4.000% 11/15/		03/29/2010 29.00	06/03/2010
7,628.00		7000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 7,583.00		4.250% 8/15/		05/11/2010 45.00	06/03/2010
6,802.00		6000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 6,745.00		4.875% 8/15/		05/13/2010 57.00	06/03/2010
9,622.00		9000. U.S.TREAS NTS PROPERTY TYPE: SECURITIES 9,746.00		4.500% 3/31/		10/09/2009 -124.00	06/03/2010
20,322.00		19000. U S TREAS NTS PROPERTY TYPE: SECURITIES 20,263.00		3.875% 10/31		01/06/2010 59.00	06/03/2010
4,147.00		4000. U S TREAS NTS PROPERTY TYPE: SECURITIES 4,109.00		2.500% 3/31/		02/19/2010 38.00	06/03/2010
7,112.00		7000. U S TREAS NTS PROPERTY TYPE: SECURITIES 7,098.00		1.750% 11/15/		10/27/2009 14.00	06/03/2010
5,006.00		5000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 4,963.00		3.375% 11/15/		12/10/2009 43.00	06/03/2010
2,208.00		2000. VERIZON WIRELESS CAP PROPERTY TYPE: SECURITIES 2,213.00		5.550% 2/01/		05/07/2010 -5.00	06/03/2010
5,092.00		5000. FEDERAL NATL MTG AS PROPERTY TYPE: SECURITIES 5,131.00		2.750% 4/11/		08/04/2009 -39.00	06/24/2010

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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)	
4,074.00		4000. FEDERAL NATL MTG AS PROPERTY TYPE: SECURITIES 4,116.00		2.750% 4/11/		05/05/2009 -42.00	06/24/2010
4,354.00		4000. GLAXOSMITHKLINE CAP PROPERTY TYPE: SECURITIES 3,961.00		4.850% 5/15/		06/20/2008 393.00	06/24/2010
5,335.00		5000. CONOCO FUNDING PROPERTY TYPE: SECURITIES 5,230.00		6.350% 10/15/		02/07/2007 105.00	07/15/2010
2,252.00		2000. AT & T INC PROPERTY TYPE: SECURITIES 2,043.00		5.500% 2/01/		05/05/2009 209.00	07/30/2010
2,147.00		2000. COMCAST CORP NEW PROPERTY TYPE: SECURITIES 2,011.00		5.150% 3/01/		03/11/2010 136.00	07/30/2010
2,250.00		2000. FED HOME LN MTG CORP PROPERTY TYPE: SECURITIES 1,966.00		5.000% 1/30/		05/30/2006 284.00	07/30/2010
2,152.00		2000. FEDERAL HOME LN MTG PROPERTY TYPE: SECURITIES 2,178.00		CORP DTD 01/		02/19/2010 -26.00	07/30/2010
2,339.00		2000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 2,002.00		5.250% 9/15/		06/26/2007 337.00	07/30/2010
4,099.00		4000. FED HOME LOAN MTG PROPERTY TYPE: SECURITIES 4,091.00		2.125% 3/23/		01/27/2010 8.00	07/30/2010
4,027.00		4000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 4,016.00		2.050% 1/28/		01/27/2010 11.00	07/30/2010
2,033.00		2000. FEDERAL NATL MTG AS PROPERTY TYPE: SECURITIES 2,052.00		2.750% 4/11/		02/19/2010 -19.00	07/30/2010

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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)	
2,068.00		2000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 2,097.00		3.625% 8/15/		10/09/2009 -29.00	07/30/2010
2,158.00		2000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 2,095.00		6.150% 4/01/		02/19/2010 63.00	07/30/2010
3,001.00		429.388 LEGG MASON PART GL HIGH Y-A PROPERTY TYPE: SECURITIES 2,997.00				03/23/2010 4.00	07/30/2010
7,999.00		1144.288 LEGG MASON PART GL HIGH Y-A PROPERTY TYPE: SECURITIES 5,561.00				02/26/2009 2,438.00	07/30/2010
2,135.00		2000. U.S.TREAS NTS PROPERTY TYPE: SECURITIES 2,154.00		4.500% 3/31/		02/19/2010 -19.00	07/30/2010
6,447.00		6000. U S TREAS NTS PROPERTY TYPE: SECURITIES 6,394.00		3.875% 10/31/		03/24/2010 53.00	07/30/2010
4,072.00		4000. U S TREAS NTS PROPERTY TYPE: SECURITIES 4,056.00		1.750% 11/15/		10/27/2009 16.00	07/30/2010
2,151.00		2000. WACHOVIA CORP NEW PROPERTY TYPE: SECURITIES 1,976.00		5.250% 8/01/		08/21/2006 175.00	07/30/2010
10,074.00		10000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 10,040.00		2.050% 1/28		01/27/2010 34.00	08/10/2010
12,096.00		12000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 12,077.00		2.125% 1/25		03/24/2010 19.00	08/11/2010
2,284.00		2000. AT & T INC PROPERTY TYPE: SECURITIES 2,299.00		5.500% 2/01/		08/17/2010 -15.00	08/26/2010

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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)	
2,302.00		2000. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 2,055.00		7.250% 5/20/		05/28/2009 247.00	08/26/2010
2,081.00		2000. BB&T CORPORATION PROPERTY TYPE: SECURITIES 2,013.00		3.950% 4/29/		04/27/2010 68.00	08/26/2010
2,088.00		2000. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 2,016.00		3.125% 6/15/		12/05/2008 72.00	08/26/2010
2,286.00		2000. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 2,005.00		4.950% 2/15/		06/09/2009 281.00	08/26/2010
2,169.00		2000. COMCAST CORP NEW PROPERTY TYPE: SECURITIES 2,183.00		5.150% 3/01/		08/17/2010 -14.00	08/26/2010
3,355.00		3000. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 3,342.00		4.600% 1/15/		08/17/2010 13.00	08/26/2010
2,205.00		2000. CREDIT SUISSE FIRST PROPERTY TYPE: SECURITIES 2,209.00		5.500% 8/15/		08/17/2010 -4.00	08/26/2010
1,103.00		1000. CREDIT SUISSE FIRST PROPERTY TYPE: SECURITIES 1,001.00		5.500% 8/15/		08/14/2008 102.00	08/26/2010
2,257.00		2000. FED HOME LN MTG CORP PROPERTY TYPE: SECURITIES 2,260.00		5.000% 1/30/		08/17/2010 -3.00	08/26/2010
5,642.00		5000. FED HOME LN MTG CORP PROPERTY TYPE: SECURITIES 4,914.00		5.000% 1/30/		05/30/2006 728.00	08/26/2010
2,146.00		2000. FEDERAL HOME LN MTG PROPERTY TYPE: SECURITIES 2,178.00		CORP DTD 01/		02/19/2010 -32.00	08/26/2010

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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)	
2,146.00		2000. FEDERAL HOME LN MTG PROPERTY TYPE: SECURITIES 2,121.00		CORP DTD 01/		10/16/2008 25.00	08/26/2010
6,451.00		6000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 6,460.00		4.375% 9/15/		08/11/2010 -9.00	08/26/2010
2,224.00		2000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 2,221.00		4.625% 10/15/		07/30/2010 3.00	08/26/2010
2,369.00		2000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 2,367.00		5.250% 9/15/		08/17/2010 2.00	08/26/2010
3,554.00		3000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 3,002.00		5.250% 9/15/		06/26/2007 552.00	08/26/2010
5,126.00		5000. FED HOME LOAN MTG PROPERTY TYPE: SECURITIES 5,114.00		2.125% 3/23/		01/27/2010 12.00	08/26/2010
6,408.00		6000. FEDERAL NATL MTG AS PROPERTY TYPE: SECURITIES 6,414.00		3.625% 2/12/		08/17/2010 -6.00	08/26/2010
4,059.00		4000. FEDERAL NATL MTG AS PROPERTY TYPE: SECURITIES 4,104.00		2.750% 4/11/		02/19/2010 -45.00	08/26/2010
7,221.00		7000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 7,316.00		3.625% 8/15/		02/19/2010 -95.00	08/26/2010
2,181.00		2000. GEN ELEC CAP CORP PROPERTY TYPE: SECURITIES 2,041.00		5.500% 1/08/		03/29/2010 140.00	08/26/2010
2,180.00		2000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 2,209.00		6.150% 4/01/		08/17/2010 -29.00	08/26/2010

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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)	
1,046.00		1000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 1,043.00		3.250% 6/15/		05/07/2010 3.00	08/26/2010
1,046.00		1000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 1,044.00		3.250% 6/15/		05/05/2009 2.00	08/26/2010
2,174.00		2000. JPMORGAN CHASE & CO PROPERTY TYPE: SECURITIES 1,994.00		4.650% 6/01/		05/18/2009 180.00	08/26/2010
2,136.00		2000. KRAFT FOODS INC PROPERTY TYPE: SECURITIES 2,146.00		4.125% 2/09/		07/30/2010 -10.00	08/26/2010
2,123.00		2000. MERRILL LYNCH & CO PROPERTY TYPE: SECURITIES 1,853.00		5.450% 2/05/		05/05/2009 270.00	08/26/2010
2,452.00		2000. RIO TINTO FINANCE PL PROPERTY TYPE: SECURITIES 2,173.00		8.950% 5/01/		05/07/2009 279.00	08/26/2010
2,256.00		2000. TIME WARNER CABLE PROPERTY TYPE: SECURITIES 2,270.00		5.850% 5/01/		08/17/2010 -14.00	08/26/2010
1,128.00		1000. TIME WARNER CABLE PROPERTY TYPE: SECURITIES 993.00		5.850% 5/01/		05/06/2009 135.00	08/26/2010
1,979.00		2000. TRANSOCEAN INC PROPERTY TYPE: SECURITIES 2,164.00		6.000% 3/15/		01/06/2010 -185.00	08/26/2010
5,386.00		5000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 5,360.00		4.000% 11/15/		08/17/2010 26.00	08/26/2010
5,386.00		5000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 4,904.00		4.000% 11/15/		06/26/2007 482.00	08/26/2010

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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)	
3,313.00		3000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 3,289.00		4.250% 8/15/		08/17/2010 24.00	08/26/2010
5,522.00		5000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 4,880.00		4.250% 8/15/		06/22/2007 642.00	08/26/2010
4,738.00		4000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 4,574.00		4.875% 8/15/		08/17/2010 164.00	08/26/2010
3,554.00		3000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 3,168.00		4.875% 8/15/		06/19/2008 386.00	08/26/2010
5,325.00		5000. U.S.TREAS NTS PROPERTY TYPE: SECURITIES 5,363.00		4.500% 3/31/		02/19/2010 -38.00	08/26/2010
10,733.00		10000. U S TREAS NTS PROPERTY TYPE: SECURITIES 10,681.00		3.875% 10/31		08/17/2010 52.00	08/26/2010
5,245.00		5000. U S TREAS NTS PROPERTY TYPE: SECURITIES 5,244.00		2.500% 3/31/		08/17/2010 1.00	08/26/2010
5,086.00		5000. U S TREAS NTS PROPERTY TYPE: SECURITIES 5,077.00		1.750% 11/15/		08/17/2010 9.00	08/26/2010
5,396.00		5000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 5,035.00		3.375% 11/15/		08/17/2010 361.00	08/26/2010
2,261.00		2000. VERIZON WIRELESS CAP PROPERTY TYPE: SECURITIES 2,201.00		5.550% 2/01/		03/19/2010 60.00	08/26/2010
2,149.00		2000. WACHOVIA CORP NEW PROPERTY TYPE: SECURITIES 2,163.00		5.250% 8/01/		08/17/2010 -14.00	08/26/2010

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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)	
7,102.00		7000. FEDERAL NATL MTG AS PROPERTY TYPE: SECURITIES 7,182.00		2.750% 4/11/		02/19/2010 -80.00	09/08/2010
3,378.00		3000. FED HOME LN MTG CORP PROPERTY TYPE: SECURITIES 2,949.00		5.000% 1/30/		05/30/2006 429.00	09/15/2010
5,363.00		5000. U S TREAS NTS PROPERTY TYPE: SECURITIES 5,327.00		3.875% 10/31/		03/24/2010 36.00	09/21/2010
12,920.00		12000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 11,717.00		4.000% 11/15		06/26/2007 1,203.00	09/22/2010
3,329.00		3000. CREDIT SUISSE FIRST PROPERTY TYPE: SECURITIES 3,002.00		5.500% 8/15/		08/14/2008 327.00	09/24/2010
3,371.00		3000. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 3,296.00		4.600% 1/15/		07/15/2010 75.00	10/14/2010
3,249.00		3000. TRANSOCEAN INC PROPERTY TYPE: SECURITIES 3,208.00		6.000% 3/15/		02/19/2010 41.00	10/19/2010
2,486.00		2000. RIO TINTO FINANCE PL PROPERTY TYPE: SECURITIES 2,173.00		8.950% 5/01/		05/07/2009 313.00	10/25/2010
7,437.00		7000. FEDERAL HOME LN MTG PROPERTY TYPE: SECURITIES 7,424.00		CORP DTD 01/		10/16/2008 13.00	11/15/2010
5,000.00		704.225 LEGG MASON PART GL PROPERTY TYPE: SECURITIES 4,901.00		HIGH Y-A		08/16/2010 99.00	12/02/2010
4,987.00		5000. FEDL HOME LN MTG DISC PROPERTY TYPE: SECURITIES 4,986.00			9/08/	09/22/2010 1.00	12/10/2010

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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)	
997.00		1000. FEDL HOME LN MTG DISC PROPERTY TYPE: SECURITIES 997.00		9/08/		09/22/2010	12/10/2010
101.00		14.166 LEGG MASON PART GL HIGH Y-A PROPERTY TYPE: SECURITIES 99.00				08/16/2010	12/10/2010
1,319.00		184.772 LEGG MASON PART GL HIGH Y-A PROPERTY TYPE: SECURITIES 898.00				02/26/2009	12/10/2010
30,274.00		4228.255 LEGG MASON PART GL HIGH Y-A PROPERTY TYPE: SECURITIES 20,401.00				02/26/2009	12/28/2010
3,307.00		3000. AT & T INC PROPERTY TYPE: SECURITIES 3,065.00		5.500% 2/01/		05/05/2009	12/30/2010
2,277.00		2000. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 2,055.00		7.250% 5/20/		05/28/2009	12/30/2010
3,083.00		3000. BB&T CORPORATION PROPERTY TYPE: SECURITIES 3,020.00		3.950% 4/29/		04/27/2010	12/30/2010
3,108.00		3000. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 3,024.00		3.125% 6/15/		12/05/2008	12/30/2010
3,241.00		3000. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 3,008.00		4.950% 2/15/		06/09/2009	12/30/2010
3,126.00		3000. COMCAST CORP NEW PROPERTY TYPE: SECURITIES 3,016.00		5.150% 3/01/		03/11/2010	12/30/2010
2,053.00		2000. ENTERPRISE PRODS OPE PROPERTY TYPE: SECURITIES 2,202.00		5.200% 9/01/		10/20/2010	12/30/2010
						-149.00	

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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)	
5,547.00		5000. FED HOME LN MTG CORP PROPERTY TYPE: SECURITIES 4,914.00		5.000% 1/30/		05/30/2006 633.00	12/30/2010
6,372.00		6000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 6,460.00		4.375% 9/15/		08/17/2010 -88.00	12/30/2010
6,568.00		6000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 6,648.00		4.625% 10/15/		09/08/2010 -80.00	12/30/2010
6,812.00		6000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 6,005.00		5.250% 9/15/		06/26/2007 807.00	12/30/2010
9,176.00		9000. FED HOME LOAN MTG PROPERTY TYPE: SECURITIES 9,182.00		2.125% 3/23/		02/19/2010 -6.00	12/30/2010
6,348.00		6000. FEDERAL NATL MTG AS PROPERTY TYPE: SECURITIES 6,414.00		3.625% 2/12/		08/10/2010 -66.00	12/30/2010
7,146.00		7000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 7,262.00		3.625% 8/15/		08/17/2010 -116.00	12/30/2010
3,211.00		3000. GEN ELEC CAP CORP PROPERTY TYPE: SECURITIES 3,062.00		5.500% 1/08/		03/29/2010 149.00	12/30/2010
3,277.00		3000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 3,063.00		6.150% 4/01/		05/07/2010 214.00	12/30/2010
3,112.00		3000. GOLDMAN SACHS PROPERTY TYPE: SECURITIES 3,128.00		3.250% 6/15/		05/07/2010 -16.00	12/30/2010
3,199.00		3000. JPMORGAN CHASE & CO PROPERTY TYPE: SECURITIES 2,991.00		4.650% 6/01/		05/18/2009 208.00	12/30/2010

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)	
2,088.00		2000. KRAFT FOODS INC PROPERTY TYPE: SECURITIES 2,091.00		4.125% 2/09/		06/24/2010 -3.00	12/30/2010
3,150.00		3000. MERRILL LYNCH & CO PROPERTY TYPE: SECURITIES 2,811.00		5.450% 2/05/		05/05/2009 339.00	12/30/2010
2,943.00		3000. ROYAL BK OF SCOTLAND PROPERTY TYPE: SECURITIES 3,010.00		3.950% 9/21/		09/24/2010 -67.00	12/30/2010
1,023.00		1000. SHELL INTERNATIONAL PROPERTY TYPE: SECURITIES 1,061.00		3.100% 6/28/		10/14/2010 -38.00	12/30/2010
3,328.00		3000. TIME WARNER CABLE PROPERTY TYPE: SECURITIES 2,978.00		5.850% 5/01/		05/06/2009 350.00	12/30/2010
10,878.00		10000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 9,788.00		4.250% 8/15		06/22/2007 1,090.00	12/30/2010
9,094.00		8000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 8,448.00		4.875% 8/15/		06/19/2008 646.00	12/30/2010
10,516.00		10000. U.S.TREAS NTS PROPERTY TYPE: SECURITIES 10,690.00		4.500% 3/31		09/08/2010 -174.00	12/30/2010
6,363.00		6000. U S TREAS NTS PROPERTY TYPE: SECURITIES 6,393.00		3.875% 10/31/		03/24/2010 -30.00	12/30/2010
9,360.00		9000. U S TREAS NTS PROPERTY TYPE: SECURITIES 9,285.00		2.500% 3/31/		07/30/2010 75.00	12/30/2010
7,088.00		7000. U S TREAS NTS PROPERTY TYPE: SECURITIES 7,098.00		1.750% 11/15/		10/27/2009 -10.00	12/30/2010

**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)	
4,056.00		4000. U S TREAS NTS PROPERTY TYPE: SECURITIES 4,058.00		1.375% 11/15/		12/10/2010 -2.00	12/30/2010
6,088.00		6000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 5,810.00		3.375% 11/15/		03/30/2010 278.00	12/30/2010
3,766.00		4000. U S TREAS NTS PROPERTY TYPE: SECURITIES 3,978.00		2.625% 8/15/		09/15/2010 -212.00	12/30/2010
3,307.00		3000. VERIZON WIRELESS CAP PROPERTY TYPE: SECURITIES 3,331.00		5.550% 2/01/		09/30/2010 -24.00	12/30/2010
3,190.00		3000. WACHOVIA CORP NEW PROPERTY TYPE: SECURITIES 2,964.00		5.250% 8/01/		08/21/2006 226.00	12/30/2010
TOTAL GAIN (LOSS)						----- 32,121. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	23,442.	23,645.
TOTAL	23,442.	23,645.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	15,895.	7,947.	7,947.
TOTALS	15,895.	7,947.	7,947.

31-15C055786565 AGT PENSON FOUNDATION TRUST

13-4226290

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
----------------------	--	---------------------------------

STATE FILING FEES
NY LAW PUB NOTICE

100.
600.

100.
600.

TOTALS

700.
=====

700.
=====

31-15C055786565 AGT PENSON FOUNDATION TRUST

13-4226290

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENTS	C	605,725.	49,721.	52,227.
		-----	-----	-----
TOTALS		605,725.	49,721.	52,227.
		=====	=====	=====

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

DESCRIPTION -----	AMOUNT -----
ACCRUED MARKET DISCOUNT - CODE 224	1,122.
AT&T ADJ	37.
FEDERAL NATL MTG ASSN ADJ	5.
US TREASURY NOTES ADJ	142.
US TREAS NTS ADJ	53.
RECOVERIES	12,800.

TOTAL	14,159.
	=====

1

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

=====

DESCRIPTION

AMOUNT

WYETH ADJ	2.
WASH SALES-ST	78.
WASH SALES-LT	3.

TOTAL

83.
=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED

=====

NY

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

OFFICER NAME:

. ANDREW S. PENSON

ADDRESS:

551 FIFTH AVENUE, 34TH FL
NEW YORK, NY 10176

TITLE:

CO-TRUSTEE

OFFICER NAME:

SHANNON S. PENSON

ADDRESS:

551 FIFTH AVENUE, 34TH FL
NEW YORK, NY 10176

TITLE:

CO-TRUSTEE

OFFICER NAME:

CITIBANK, N.A

ADDRESS:

666 5TH AVENUE, FLOOR 12B
NEW YORK, NY 10103

TITLE:

AGENT

RECIPIENT NAME:

SEE ATTACHED LIST

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,211,785.

TOTAL GRANTS PAID:

1,211,785.
=====

**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

31-15C055786565 AGT PENSON FOUNDATION TRUST

Employer identification number

13-4226290

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	-639.
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	-639.

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			976.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	31,784.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	32,760.

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

Schedule D (Form 1041) 2010

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Part III Summary of Parts I and II**Caution: Read the instructions before completing this part.**

		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		-639.
14	Net long-term gain or (loss):			
a	Total for year	14a		32,760.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		32,121.

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? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> 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? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> 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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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

OMB No 1545-0092

2010

Name of estate or trust 31-15C055786565 AGT PENSON FOUNDATION TRUST	Employer identification number 13-4226290
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Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 5000. FED HOME LN MTG CORP 5.000% 1/30/14	10/14/2009	01/05/2010	5,486.00	5,527.00	-41.00
7000. FEDERAL HOME LN MTG CORP DTD 01/14/02	10/09/2009	01/05/2010	7,648.00	7,696.00	-48.00
5000. FED NATL MTG ASSN 6.000% 5/15/11	10/09/2009	01/05/2010	5,356.00	5,405.00	-49.00
5000. FED NATL MTG ASSN 5.250% 9/15/16	10/09/2009	01/05/2010	5,544.00	5,610.00	-66.00
5000. FED NATL MTG ASSN 5.000% 10/15/11	12/03/2009	01/05/2010	5,353.00	5,387.00	-34.00
2000. FED HOME LOAN MTG 2.125% 3/23/12	12/03/2009	01/05/2010	2,039.00	2,048.00	-9.00
12000. FEDERAL NATL MTG AS 2.750% 4/11/11	10/09/2009	01/05/2010	12,308.00	12,357.00	-49.00
5000. FEDL NATL MTG ASSN 3.625% 8/15/11	09/17/2009	01/05/2010	5,218.00	5,244.00	-26.00
2000. GLAXOSMITHKLINE CAP 4.850% 5/15/13	10/14/2009	01/05/2010	2,152.00	2,152.00	
2000. HEWLETT-PACK CO HPQ 4.250% 2/24/12	10/15/2009	01/05/2010	2,112.00	2,111.00	1.00
1023.392 LEGG MASON PART GL HIGH Y-A	10/09/2009	01/05/2010	7,041.00	6,625.00	416.00
2000. MERRILL LYNCH & CO 5.450% 2/05/13	10/14/2009	01/05/2010	2,125.00	2,088.00	37.00
6000. U S TREASURY NOTES 4.000% 11/15/12	10/09/2009	01/05/2010	6,435.00	6,465.00	-30.00
6000. U S TREASURY NOTES 4.250% 8/15/13	10/09/2009	01/05/2010	6,503.00	6,538.00	-35.00
13000. U S TREASURY NOTES 4.875% 5/31/11	06/02/2009	01/05/2010	13,758.00	14,018.00	-260.00
12000. U.S.TREAS NTS 4.500% 3/31/12	05/05/2009	01/05/2010	12,884.00	13,075.00	-191.00
2000. U S TREAS NTS 1.750% 11/15/11	10/27/2009	01/05/2010	2,030.00	2,028.00	2.00
2000. U S TREASURY NOTES 3.375% 11/15/19	12/10/2009	01/05/2010	1,938.00	1,985.00	-47.00
2000. XTO ENERGY INC 6.250% 8/01/17	10/14/2009	01/05/2010	2,281.00	2,165.00	116.00
21000. U S TREASURY NOTES 4.875% 5/31/11	06/02/2009	01/06/2010	22,212.00	22,644.00	-432.00
7000. FED NATL MTG ASSN 5.000% 10/15/11	10/09/2009	01/27/2010	7,495.00	7,540.00	-45.00
1000. COMCAST CORP NEW 5.900% 3/15/16	02/19/2010	03/11/2010	1,095.00	1,085.00	10.00
7000. HEWLETT-PACK CO HPQ 4.250% 2/24/12	02/19/2010	03/11/2010	7,396.00	7,285.00	111.00
2000. AT & T INC 5.500% 2/01/18	02/19/2010	03/15/2010	2,115.00	2,099.00	16.00

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

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

Schedule D-1 (Form 1041) 2010

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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

OMB No 1545-0092

2010

Name of estate or trust

31-15C055786565 AGT PENSON FOUNDATION TRUST

Employer identification number

13-4226290

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 2000. AMERICAN EXPRESS CO 7.250% 5/20/14	02/19/2010	03/15/2010	2,268.00	2,266.00	2.00
2000. BANK OF AMERICA CORP 3.125% 6/15/12	02/19/2010	03/15/2010	2,081.00	2,080.00	1.00
3000. CISCO SYSTEMS INC 4.950% 2/15/19	02/19/2010	03/15/2010	3,126.00	3,064.00	62.00
1000. CONOCO FUNDING 6.350% 10/15/11	02/19/2010	03/15/2010	1,078.00	1,084.00	-6.00
1000. DISNEY WALT CO NEW 6.375% 3/01/12	02/19/2010	03/15/2010	1,097.00	1,101.00	-4.00
6000. FED HOME LN MTG CORP 5.000% 1/30/14	02/19/2010	03/15/2010	6,610.00	6,620.00	-10.00
4000. FED NATL MTG ASSN 5.250% 9/15/16	02/19/2010	03/15/2010	4,456.00	4,428.00	28.00
10000. FED HOME LOAN MTG 2.125% 3/23/12	12/03/2009	03/15/2010	10,212.00	10,241.00	-29.00
6000. FEDL NATL MTG ASSN 2.125% 1/25/13	02/19/2010	03/15/2010	6,000.00	6,040.00	-40.00
8000. FEDL NATL MTG ASSN 2.050% 1/28/13	02/19/2010	03/15/2010	8,040.00	8,039.00	1.00
13000. FEDERAL NATL MTG AS 2.750% 4/11/11	10/09/2009	03/15/2010	13,303.00	13,377.00	-74.00
6000. FEDL NATL MTG ASSN 3.625% 8/15/11	09/17/2009	03/15/2010	6,248.00	6,293.00	-45.00
1000. GEN ELEC CAP CORP 4.875% 3/04/15	02/19/2010	03/15/2010	1,048.00	1,042.00	6.00
2000. GOLDMAN SACHS 6.150% 4/01/18	12/09/2009	03/15/2010	2,118.00	2,150.00	-32.00
3000. GOLDMAN SACHS 3.250% 6/15/12	05/05/2009	03/15/2010	3,131.00	3,131.00	
2000. JPMORGAN CHASE & CO 4.650% 6/01/14	02/19/2010	03/15/2010	2,113.00	2,103.00	10.00
2061.856 LEGG MASON PART GL HIGH Y-A	02/18/2010	03/15/2010	14,351.00	14,000.00	351.00
1000. MERRILL LYNCH & CO 5.450% 2/05/13	02/19/2010	03/15/2010	1,055.00	1,057.00	-2.00
3000. PEPSICO INC 3.100% 1/15/15	02/19/2010	03/15/2010	3,052.00	3,029.00	23.00
2000. TIME WARNER CABLE 5.850% 5/01/17	02/19/2010	03/15/2010	2,123.00	2,129.00	-6.00
2000. TRANSOCEAN INC 6.000% 3/15/18	01/06/2010	03/15/2010	2,163.00	2,164.00	-1.00
7000. U S TREASURY NOTES 4.000% 11/15/12	02/19/2010	03/15/2010	7,501.00	7,519.00	-18.00
4000. U S TREASURY NOTES 4.250% 8/15/13	02/19/2010	03/15/2010	4,345.00	4,340.00	5.00
7000. U S TREASURY NOTES 4.875% 5/31/11	10/09/2009	03/15/2010	7,367.00	7,546.00	-179.00

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

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

Schedule D-1 (Form 1041) 2010

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SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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

OMB No 1545-0092

2010

Name of estate or trust 31-15C055786565 AGT PENSON FOUNDATION TRUST	Employer identification number 13-4226290
---	---

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

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 4000. U S TREASURY NOTES					
4.875% 8/15/16	02/19/2010	03/15/2010	4,463.00	4,435.00	28.00
14000. U.S.TREAS NTS					
4.500% 3/31/12	05/05/2009	03/15/2010	14,997.00	15,255.00	-258.00
8000. U S TREAS NTS					
3.875% 10/31/12	02/19/2010	03/15/2010	8,539.00	8,539.00	
4000. U S TREAS NTS					
2.500% 3/31/13	02/19/2010	03/15/2010	4,122.00	4,121.00	1.00
9000. U S TREAS NTS					
1.750% 11/15/11	02/19/2010	03/15/2010	9,143.00	9,143.00	
5000. U S TREASURY NOTES					
3.375% 11/15/19	12/10/2009	03/15/2010	4,876.00	4,963.00	-87.00
1000. WYETH					
5.500% 2/01/14	10/14/2009	03/15/2010	1,109.00	1,096.00	13.00
18000. U S TREASURY NOTES					
4.875% 5/31/11	02/19/2010	03/24/2010	18,923.00	19,255.00	-332.00
2000. WYETH					
5.500% 2/01/14	03/23/2010	04/27/2010	2,219.00	2,206.00	13.00
13000. U.S.TREAS NTS					
4.500% 3/31/12	10/09/2009	05/05/2010	13,910.00	14,106.00	-196.00
286.944 LEGG MASON PART GL					
HIGH Y-A	03/23/2010	05/07/2010	1,977.00	2,003.00	-26.00
8000. PEPSICO INC					
3.100% 1/15/15	05/07/2010	05/13/2010	8,163.00	8,100.00	63.00
2000. AMERICAN EXPRESS CO					
7.250% 5/20/14	05/07/2010	06/03/2010	2,261.00	2,302.00	-41.00
2000. BB&T CORPORATION					
3.950% 4/29/16	04/27/2010	06/03/2010	2,003.00	2,013.00	-10.00
2000. BANK OF AMERICA CORP					
3.125% 6/15/12	05/07/2010	06/03/2010	2,080.00	2,082.00	-2.00
3000. CISCO SYSTEMS INC					
4.950% 2/15/19	03/23/2010	06/03/2010	3,212.00	3,106.00	106.00
1000. CONOCO FUNDING					
6.350% 10/15/11	03/24/2010	06/03/2010	1,066.00	1,079.00	-13.00
3000. FED HOME LN MTG CORP					
5.000% 1/30/14	05/11/2010	06/03/2010	3,323.00	3,312.00	11.00
4000. FEDERAL HOME LN MTG					
CORP DTD 01/14/02	02/19/2010	06/03/2010	4,315.00	4,356.00	-41.00
2000. FED NATL MTG ASSN					
5.250% 9/15/16	03/30/2010	06/03/2010	2,267.00	2,210.00	57.00
9000. FED HOME LOAN MTG					
2.125% 3/23/12	01/27/2010	06/03/2010	9,194.00	9,214.00	-20.00
4000. FEDL NATL MTG ASSN					
2.125% 1/25/13	02/02/2010	06/03/2010	4,022.00	4,026.00	-4.00
8000. FEDL NATL MTG ASSN					
2.050% 1/28/13	01/27/2010	06/03/2010	8,036.00	8,032.00	4.00
4000. FEDL NATL MTG ASSN					
3.625% 8/15/11	09/17/2009	06/03/2010	4,141.00	4,195.00	-54.00

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

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

Schedule D-1 (Form 1041) 2010

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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

OMB No 1545-0092

2010

Name of estate or trust
31-15C055786565 AGT PENSON FOUNDATION TRUST

Employer identification number
13-4226290

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

(a) Description of property (Example - 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 2000. GEN ELEC CAP CORP 5.500% 1/08/20	03/29/2010	06/03/2010	2,047.00	2,041.00	6.00
2000. GLAXOSMITHKLINE CAP 4.850% 5/15/13	03/23/2010	06/03/2010	2,172.00	2,174.00	-2.00
2000. GOLDMAN SACHS 6.150% 4/01/18	02/19/2010	06/03/2010	2,049.00	2,049.00	
2000. JPMORGAN CHASE & CO 4.650% 6/01/14	05/07/2010	06/03/2010	2,112.00	2,127.00	-15.00
1000. MERRILL LYNCH & CO 5.450% 2/05/13	02/19/2010	06/03/2010	1,042.00	1,057.00	-15.00
8000. U S TREASURY NOTES 4.000% 11/15/12	03/29/2010	06/03/2010	8,583.00	8,554.00	29.00
7000. U S TREASURY NOTES 4.250% 8/15/13	05/11/2010	06/03/2010	7,628.00	7,583.00	45.00
6000. U S TREASURY NOTES 4.875% 8/15/16	05/13/2010	06/03/2010	6,802.00	6,745.00	57.00
9000. U.S. TREAS NTS 4.500% 3/31/12	10/09/2009	06/03/2010	9,622.00	9,746.00	-124.00
19000. U S TREAS NTS 3.875% 10/31/12	01/06/2010	06/03/2010	20,322.00	20,263.00	59.00
4000. U S TREAS NTS 2.500% 3/31/13	02/19/2010	06/03/2010	4,147.00	4,109.00	38.00
7000. U S TREAS NTS 1.750% 11/15/11	10/27/2009	06/03/2010	7,112.00	7,098.00	14.00
5000. U S TREASURY NOTES 3.375% 11/15/19	12/10/2009	06/03/2010	5,006.00	4,963.00	43.00
2000. VERIZON WIRELESS CAP 5.550% 2/01/14	05/07/2010	06/03/2010	2,208.00	2,213.00	-5.00
5000. FEDERAL NATL MTG AS 2.750% 4/11/11	08/04/2009	06/24/2010	5,092.00	5,131.00	-39.00
2000. COMCAST CORP NEW 5.150% 3/01/20	03/11/2010	07/30/2010	2,147.00	2,011.00	136.00
2000. FEDERAL HOME LN MTG CORP DTD 01/14/02	02/19/2010	07/30/2010	2,152.00	2,178.00	-26.00
4000. FED HOME LOAN MTG 2.125% 3/23/12	01/27/2010	07/30/2010	4,099.00	4,091.00	8.00
4000. FEDL NATL MTG ASSN 2.050% 1/28/13	01/27/2010	07/30/2010	4,027.00	4,016.00	11.00
2000. FEDERAL NATL MTG AS 2.750% 4/11/11	02/19/2010	07/30/2010	2,033.00	2,052.00	-19.00
2000. FEDL NATL MTG ASSN 3.625% 8/15/11	10/09/2009	07/30/2010	2,068.00	2,097.00	-29.00
2000. GOLDMAN SACHS 6.150% 4/01/18	02/19/2010	07/30/2010	2,158.00	2,095.00	63.00
429.388 LEGG MASON PART GL HIGH Y-A	03/23/2010	07/30/2010	3,001.00	2,997.00	4.00
2000. U.S. TREAS NTS 4.500% 3/31/12	02/19/2010	07/30/2010	2,135.00	2,154.00	-19.00

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

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

Schedule D-1 (Form 1041) 2010

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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

OMB No. 1545-0092

2010

Name of estate or trust 31-15C055786565 AGT PENSON FOUNDATION TRUST	Employer identification number 13-4226290
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Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 6000. U S TREAS NTS					
3.875% 10/31/12	03/24/2010	07/30/2010	6,447.00	6,394.00	53.00
4000. U S TREAS NTS					
1.750% 11/15/11	10/27/2009	07/30/2010	4,072.00	4,056.00	16.00
10000. FEDL NATL MTG ASSN					
2.050% 1/28/13	01/27/2010	08/10/2010	10,074.00	10,040.00	34.00
12000. FEDL NATL MTG ASSN					
2.125% 1/25/13	03/24/2010	08/11/2010	12,096.00	12,077.00	19.00
2000. AT & T INC					
5.500% 2/01/18	08/17/2010	08/26/2010	2,284.00	2,299.00	-15.00
2000. BB&T CORPORATION					
3.950% 4/29/16	04/27/2010	08/26/2010	2,081.00	2,013.00	68.00
2000. COMCAST CORP NEW					
5.150% 3/01/20	08/17/2010	08/26/2010	2,169.00	2,183.00	-14.00
3000. CONOCOPHILLIPS					
4.600% 1/15/15	08/17/2010	08/26/2010	3,355.00	3,342.00	13.00
2000. CREDIT SUISSE FIRST					
5.500% 8/15/13	08/17/2010	08/26/2010	2,205.00	2,209.00	-4.00
2000. FED HOME LN MTG CORP					
5.000% 1/30/14	08/17/2010	08/26/2010	2,257.00	2,260.00	-3.00
2000. FEDERAL HOME LN MTG					
CORP DTD 01/14/02	02/19/2010	08/26/2010	2,146.00	2,178.00	-32.00
6000. FED NATL MTG ASSN					
4.375% 9/15/12	08/11/2010	08/26/2010	6,451.00	6,460.00	-9.00
2000. FED NATL MTG ASSN					
4.625% 10/15/13	07/30/2010	08/26/2010	2,224.00	2,221.00	3.00
2000. FED NATL MTG ASSN					
5.250% 9/15/16	08/17/2010	08/26/2010	2,369.00	2,367.00	2.00
5000. FED HOME LOAN MTG					
2.125% 3/23/12	01/27/2010	08/26/2010	5,126.00	5,114.00	12.00
6000. FEDERAL NATL MTG AS					
3.625% 2/12/13	08/17/2010	08/26/2010	6,408.00	6,414.00	-6.00
4000. FEDERAL NATL MTG AS					
2.750% 4/11/11	02/19/2010	08/26/2010	4,059.00	4,104.00	-45.00
7000. FEDL NATL MTG ASSN					
3.625% 8/15/11	02/19/2010	08/26/2010	7,221.00	7,316.00	-95.00
2000. GEN ELEC CAP CORP					
5.500% 1/08/20	03/29/2010	08/26/2010	2,181.00	2,041.00	140.00
2000. GOLDMAN SACHS					
6.150% 4/01/18	08/17/2010	08/26/2010	2,180.00	2,209.00	-29.00
1000. GOLDMAN SACHS					
3.250% 6/15/12	05/07/2010	08/26/2010	1,046.00	1,043.00	3.00
2000. KRAFT FOODS INC					
4.125% 2/09/16	07/30/2010	08/26/2010	2,136.00	2,146.00	-10.00
2000. TIME WARNER CABLE					
5.850% 5/01/17	08/17/2010	08/26/2010	2,256.00	2,270.00	-14.00
2000. TRANSOCEAN INC					
6.000% 3/15/18	01/06/2010	08/26/2010	1,979.00	2,164.00	-185.00

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

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

Schedule D-1 (Form 1041) 2010

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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

OMB No 1545-0092

2010

Name of estate or trust

31-15C055786565 AGT PENSON FOUNDATION TRUST

Employer identification number

13-4226290

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 5000. U S TREASURY NOTES 4.000% 11/15/12	08/17/2010	08/26/2010	5,386.00	5,360.00	26.00
3000. U S TREASURY NOTES 4.250% 8/15/13	08/17/2010	08/26/2010	3,313.00	3,289.00	24.00
4000. U S TREASURY NOTES 4.875% 8/15/16	08/17/2010	08/26/2010	4,738.00	4,574.00	164.00
5000. U.S.TREAS NTS 4.500% 3/31/12	02/19/2010	08/26/2010	5,325.00	5,363.00	-38.00
10000. U S TREAS NTS 3.875% 10/31/12	08/17/2010	08/26/2010	10,733.00	10,681.00	52.00
5000. U S TREAS NTS 2.500% 3/31/13	08/17/2010	08/26/2010	5,245.00	5,244.00	1.00
5000. U S TREAS NTS 1.750% 11/15/11	08/17/2010	08/26/2010	5,086.00	5,077.00	9.00
5000. U S TREASURY NOTES 3.375% 11/15/19	08/17/2010	08/26/2010	5,396.00	5,035.00	361.00
2000. VERIZON WIRELESS CAP 5.550% 2/01/14	03/19/2010	08/26/2010	2,261.00	2,201.00	60.00
2000. WACHOVIA CORP NEW 5.250% 8/01/14	08/17/2010	08/26/2010	2,149.00	2,163.00	-14.00
7000. FEDERAL NATL MTG AS 2.750% 4/11/11	02/19/2010	09/08/2010	7,102.00	7,182.00	-80.00
5000. U S TREAS NTS 3.875% 10/31/12	03/24/2010	09/21/2010	5,363.00	5,327.00	36.00
3000. CONOCOPHILLIPS 4.600% 1/15/15	07/15/2010	10/14/2010	3,371.00	3,296.00	75.00
3000. TRANSOCEAN INC 6.000% 3/15/18	02/19/2010	10/19/2010	3,249.00	3,208.00	41.00
704.225 LEGG MASON PART GL HIGH Y-A	08/16/2010	12/02/2010	5,000.00	4,901.00	99.00
5000. FEDL HOME LN MTG DISC 9/08/11	09/22/2010	12/10/2010	4,987.00	4,986.00	1.00
1000. FEDL HOME LN MTG DISC 9/08/11	09/22/2010	12/10/2010	997.00	997.00	
14.166 LEGG MASON PART GL HIGH Y-A	08/16/2010	12/10/2010	101.00	99.00	2.00
3000. BB&T CORPORATION 3.950% 4/29/16	04/27/2010	12/30/2010	3,083.00	3,020.00	63.00
3000. COMCAST CORP NEW 5.150% 3/01/20	03/11/2010	12/30/2010	3,126.00	3,016.00	110.00
2000. ENTERPRISE PRODS OPE 5.200% 9/01/20	10/20/2010	12/30/2010	2,053.00	2,202.00	-149.00
6000. FED NATL MTG ASSN 4.375% 9/15/12	08/17/2010	12/30/2010	6,372.00	6,460.00	-88.00
6000. FED NATL MTG ASSN 4.625% 10/15/13	09/08/2010	12/30/2010	6,568.00	6,648.00	-80.00
9000. FED HOME LOAN MTG 2.125% 3/23/12	02/19/2010	12/30/2010	9,176.00	9,182.00	-6.00

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

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

Schedule D-1 (Form 1041) 2010

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

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

OMB No 1545-0092

2010

Name of estate or trust

31-15C055786565 AGT PENSON FOUNDATION TRUST

Employer identification number

13-4226290

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

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1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-639.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

JSA
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31-15C055786565

58

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

31-15C055786565 AGT PENSON FOUNDATION TRUST

13-4226290

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2000. U S TREASURY NOTES 4.875% 8/15/16	06/19/2008	01/05/2010	2,213.00	2,112.00	101.00
4000. XTO ENERGY INC 6.250% 8/01/17	07/08/2008	01/06/2010	4,566.00	4,084.00	482.00
7000. BP CAPITAL MARKETS 5.250% 11/07/13	11/19/2008	01/14/2010	7,711.00	7,078.00	633.00
25000. FED NATL MTG ASSN 5.000% 10/15/11	12/02/2008	01/27/2010	26,767.00	26,722.00	45.00
13000. FED NATL MTG ASSN 6.000% 5/15/11	06/13/2007	02/02/2010	13,900.00	13,254.00	646.00
5000. COMCAST CORP NEW 5.900% 3/15/16	05/05/2008	03/11/2010	5,473.00	5,106.00	367.00
1000. BANK OF AMERICA CORP 3.125% 6/15/12	12/05/2008	03/15/2010	1,041.00	1,008.00	33.00
1000. CONOCO FUNDING 6.350% 10/15/11	02/07/2007	03/15/2010	1,078.00	1,047.00	31.00
1000. CREDIT SUISSE FIRST 5.500% 8/15/13	08/14/2008	03/15/2010	1,086.00	1,001.00	85.00
1000. DISNEY WALT CO NEW 6.375% 3/01/12	06/26/2007	03/15/2010	1,097.00	1,048.00	49.00
1000. FED HOME LN MTG CORP 5.000% 1/30/14	05/30/2006	03/15/2010	1,102.00	982.00	120.00
8000. FEDERAL HOME LN MTG CORP DTD 01/14/02	12/02/2008	03/15/2010	8,696.00	8,747.00	-51.00
1000. FED NATL MTG ASSN 5.250% 9/15/16	06/26/2007	03/15/2010	1,114.00	1,001.00	113.00
377.168 LEGG MASON PART GL HIGH Y-A	02/26/2009	03/15/2010	2,625.00	1,833.00	792.00
1000. U S TREASURY NOTES 4.875% 8/15/16	06/19/2008	03/15/2010	1,116.00	1,056.00	60.00
1000. VERIZON GLOBAL FDG 7.250% 12/01/10	02/07/2007	03/15/2010	1,041.00	1,067.00	-26.00
1000. WACHOVIA CORP NEW 5.250% 8/01/14	08/21/2006	03/15/2010	1,045.00	988.00	57.00
6000. VERIZON GLOBAL FDG 7.250% 12/01/10	02/07/2007	03/19/2010	6,277.00	6,343.00	-66.00
6000. DISNEY WALT CO NEW 6.375% 3/01/12	06/26/2007	03/29/2010	6,570.00	6,288.00	282.00
7000. GEN ELEC CAP CORP 4.875% 3/04/15	03/08/2006	03/29/2010	7,337.00	6,849.00	488.00
5000. WYETH 5.500% 2/01/14	07/20/2007	04/27/2010	5,547.00	4,932.00	615.00
1000. BANK OF AMERICA CORP 3.125% 6/15/12	12/05/2008	06/03/2010	1,040.00	1,008.00	32.00
1000. CONOCO FUNDING 6.350% 10/15/11	02/07/2007	06/03/2010	1,066.00	1,047.00	19.00
2000. CREDIT SUISSE FIRST 5.500% 8/15/13	08/14/2008	06/03/2010	2,165.00	2,001.00	164.00
2000. FED HOME LN MTG CORP 5.000% 1/30/14	05/30/2006	06/03/2010	2,215.00	1,966.00	249.00

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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31-15C055786565

59 -

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

31-15C055786565 AGT PENSON FOUNDATION TRUST

13-4226290

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 3000. FEDERAL HOME LN MTG CORP DTD 01/14/02	12/02/2008	06/03/2010	3,236.00	3,280.00	-44.00
1000. FED NATL MTG ASSN 5.250% 9/15/16	06/26/2007	06/03/2010	1,134.00	1,001.00	133.00
13000. FEDERAL NATL MTG AS 2.750% 4/11/11	05/05/2009	06/03/2010	13,258.00	13,376.00	-118.00
3000. GOLDMAN SACHS 3.250% 6/15/12	05/05/2009	06/03/2010	3,128.00	3,130.00	-2.00
1000. JPMORGAN CHASE & CO 4.650% 6/01/14	05/18/2009	06/03/2010	1,056.00	997.00	59.00
1000. MERRILL LYNCH & CO 5.450% 2/05/13	05/05/2009	06/03/2010	1,042.00	922.00	120.00
2000. RIO TINTO FINANCE PL 8.950% 5/01/14	05/07/2009	06/03/2010	2,398.00	2,173.00	225.00
2000. TIME WARNER CABLE 5.850% 5/01/17	05/06/2009	06/03/2010	2,145.00	1,985.00	160.00
4000. FEDERAL NATL MTG AS 2.750% 4/11/11	05/05/2009	06/24/2010	4,074.00	4,116.00	-42.00
4000. GLAXOSMITHKLINE CAP 4.850% 5/15/13	06/20/2008	06/24/2010	4,354.00	3,961.00	393.00
5000. CONOCO FUNDING 6.350% 10/15/11	02/07/2007	07/15/2010	5,335.00	5,230.00	105.00
2000. AT & T INC 5.500% 2/01/18	05/05/2009	07/30/2010	2,252.00	2,043.00	209.00
2000. FED HOME LN MTG CORP 5.000% 1/30/14	05/30/2006	07/30/2010	2,250.00	1,966.00	284.00
2000. FED NATL MTG ASSN 5.250% 9/15/16	06/26/2007	07/30/2010	2,339.00	2,002.00	337.00
1144.288 LEGG MASON PART GL HIGH Y-A	02/26/2009	07/30/2010	7,999.00	5,561.00	2,438.00
2000. WACHOVIA CORP NEW 5.250% 8/01/14	08/21/2006	07/30/2010	2,151.00	1,976.00	175.00
2000. AMERICAN EXPRESS CO 7.250% 5/20/14	05/28/2009	08/26/2010	2,302.00	2,055.00	247.00
2000. BANK OF AMERICA CORP 3.125% 6/15/12	12/05/2008	08/26/2010	2,088.00	2,016.00	72.00
2000. CISCO SYSTEMS INC 4.950% 2/15/19	06/09/2009	08/26/2010	2,286.00	2,005.00	281.00
1000. CREDIT SUISSE FIRST 5.500% 8/15/13	08/14/2008	08/26/2010	1,103.00	1,001.00	102.00
5000. FED HOME LN MTG CORP 5.000% 1/30/14	05/30/2006	08/26/2010	5,642.00	4,914.00	728.00
2000. FEDERAL HOME LN MTG CORP DTD 01/14/02	10/16/2008	08/26/2010	2,146.00	2,121.00	25.00
3000. FED NATL MTG ASSN 5.250% 9/15/16	06/26/2007	08/26/2010	3,554.00	3,002.00	552.00
1000. GOLDMAN SACHS 3.250% 6/15/12	05/05/2009	08/26/2010	1,046.00	1,044.00	2.00
2000. JPMORGAN CHASE & CO 4.650% 6/01/14	05/18/2009	08/26/2010	2,174.00	1,994.00	180.00

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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31-15C055786565

60 -

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

31-15C055786565 AGT PENSON FOUNDATION TRUST

13-4226290

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2000. MERRILL LYNCH & CO 5.450% 2/05/13	05/05/2009	08/26/2010	2,123.00	1,853.00	270.00
2000. RIO TINTO FINANCE PL 8.950% 5/01/14	05/07/2009	08/26/2010	2,452.00	2,173.00	279.00
1000. TIME WARNER CABLE 5.850% 5/01/17	05/06/2009	08/26/2010	1,128.00	993.00	135.00
5000. U S TREASURY NOTES 4.000% 11/15/12	06/26/2007	08/26/2010	5,386.00	4,904.00	482.00
5000. U S TREASURY NOTES 4.250% 8/15/13	06/22/2007	08/26/2010	5,522.00	4,880.00	642.00
3000. U S TREASURY NOTES 4.875% 8/15/16	06/19/2008	08/26/2010	3,554.00	3,168.00	386.00
3000. FED HOME LN MTG CORP 5.000% 1/30/14	05/30/2006	09/15/2010	3,378.00	2,949.00	429.00
12000. U S TREASURY NOTES 4.000% 11/15/12	06/26/2007	09/22/2010	12,920.00	11,717.00	1,203.00
3000. CREDIT SUISSE FIRST 5.500% 8/15/13	08/14/2008	09/24/2010	3,329.00	3,002.00	327.00
2000. RIO TINTO FINANCE PL 8.950% 5/01/14	05/07/2009	10/25/2010	2,486.00	2,173.00	313.00
7000. FEDERAL HOME LN MTG CORP DTD 01/14/02	10/16/2008	11/15/2010	7,437.00	7,424.00	13.00
184.772 LEGG MASON PART GL HIGH Y-A	02/26/2009	12/10/2010	1,319.00	898.00	421.00
4228.255 LEGG MASON PART GL HIGH Y-A	02/26/2009	12/28/2010	30,274.00	20,401.00	9,873.00
3000. AT & T INC 5.500% 2/01/18	05/05/2009	12/30/2010	3,307.00	3,065.00	242.00
2000. AMERICAN EXPRESS CO 7.250% 5/20/14	05/28/2009	12/30/2010	2,277.00	2,055.00	222.00
3000. BANK OF AMERICA CORP 3.125% 6/15/12	12/05/2008	12/30/2010	3,108.00	3,024.00	84.00
3000. CISCO SYSTEMS INC 4.950% 2/15/19	06/09/2009	12/30/2010	3,241.00	3,008.00	233.00
5000. FED HOME LN MTG CORP 5.000% 1/30/14	05/30/2006	12/30/2010	5,547.00	4,914.00	633.00
6000. FED NATL MTG ASSN 5.250% 9/15/16	06/26/2007	12/30/2010	6,812.00	6,005.00	807.00
3000. JPMORGAN CHASE & CO 4.650% 6/01/14	05/18/2009	12/30/2010	3,199.00	2,991.00	208.00
3000. MERRILL LYNCH & CO 5.450% 2/05/13	05/05/2009	12/30/2010	3,150.00	2,811.00	339.00
3000. TIME WARNER CABLE 5.850% 5/01/17	05/06/2009	12/30/2010	3,328.00	2,978.00	350.00
10000. U S TREASURY NOTES 4.250% 8/15/13	06/22/2007	12/30/2010	10,878.00	9,788.00	1,090.00
8000. U S TREASURY NOTES 4.875% 8/15/16	06/19/2008	12/30/2010	9,094.00	8,448.00	646.00
7000. U S TREAS NTS 1.750% 11/15/11	10/27/2009	12/30/2010	7,088.00	7,098.00	-10.00

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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ADY168 5880 05/03/2011 12:42:51

31-15C055786565

61 -

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

31-15C055786565 AGT PENSON FOUNDATION TRUST

13-4226290

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

[illegible]

Schedule D-1 (Form 1041) 2010

FEDERAL CAPITAL GAIN DIVIDENDS
=====LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

CLASS ACTION PROCEEDS

976.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

976.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

976.00
=====

01/04/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 12/31/09 BY ANDREW & SHANNON PENSON FOR: PAID TO: PROJECT YES TR TRAN#-ES000019000003 TR CD=051 REG=0 PORT=PRIN	-500.00	-500.00 1001000001 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
01/04/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 12/31/09 BY ANDREW & SHANNON PENSON FOR: PAID TO: NATIONAL JEWISH OUTREACH PROGRAM TR TRAN#-ES000019000005 TR CD=051 REG=0 PORT=PRIN	-10000.00	-10000.00 1001000003 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
01/04/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 12/31/09 BY ANDREW & SHANNON PENSON FOR: PAID TO: CONGREGATION HACHEL MOSHE TR TRAN#-ES000019000006 TR CD=051 REG=0 PORT=PRIN	-1000.00	-1000.00 1001000004 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
01/04/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 12/31/09 BY ANDREW & SHANNON PENSON FOR: PAID TO: WEST SIDE KOLLEL TR TRAN#-ES000019000004 TR CD=051 REG=0 PORT=PRIN	-5000.00	-5000.00 1001000002 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
01/04/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 12/31/09 BY ANDREW & SHANNON PENSON FOR: PAID TO: AMERICAN FRIENDS OF AHAVAT SHALOM TR TRAN#-ES000019000008 TR CD=051 REG=0 PORT=PRIN	-60000.00	-60000.00 1001000006 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
01/04/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 12/31/09 BY ANDREW & SHANNON PENSON FOR: PAID TO: CHABAD JEWISH CENTER - VAIL TR TRAN#-ES000019000007 TR CD=051 REG=0 PORT=PRIN	-1000.00	-1000.00 1001000005 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
02/05/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 2/2/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: TIFERES ACHIM TR TRAN#-ES000137000001 TR CD=051 REG=0 PORT=PRIN	-10000.00	-10000.00 1002000017 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
02/05/10	CASH DISBURSEMENT	-5000.00	-5000.00 1002000018

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED)				
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/2/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
SIMCHAS TZION				
TR TRAN#-ES000139000007 TR CD=051 REG=0 PORT=PRIN				
02/05/10 CASH DISBURSEMENT	-5000.00		-5000.00	1002000019
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/2/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
YESHIVA DARCHI TORAH				
TR TRAN#-ES000139000008 TR CD=051 REG=0 PORT=PRIN				
02/05/10 CASH DISBURSEMENT	-2500.00		-2500.00	1002000020
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/2/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
YESHIVA SHOR YOSHUV				
TR TRAN#-ES000139000009 TR CD=051 REG=0 PORT=PRIN				
02/05/10 CASH DISBURSEMENT	-500.00		-500.00	1002000022
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/2/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
C.S.T.T.J.C-GO KOSHER PROJECT				
TR TRAN#-ES000139000011 TR CD=051 REG=0 PORT=PRIN				
02/05/10 CASH DISBURSEMENT	-7200.00		-7200.00	1002000023
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/2/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
AMERICAN FRIENDS OF AHARVAT SHALOM				
TR TRAN#-ES000139000012 TR CD=051 REG=0 PORT=PRIN				
02/05/10 CASH DISBURSEMENT	-1800.00		-1800.00	1002000021
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/2/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
WEST SIDE MIKVA				
TR TRAN#-ES000139000010 TR CD=051 REG=0 PORT=PRIN				
02/16/10 CASH DISBURSEMENT	-1800.00		-1800.00	1002000041
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
MENACHEL SPECIAL FUND				
TR TRAN#-ES000306000007 TR CD=051 REG=0 PORT=PRIN				
02/16/10 CASH DISBURSEMENT	-10000.00		-10000.00	1002000042
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
MANHATTAN JEWISH EXPERIENCE				
TR TRAN#-ES000306000008 TR CD=051 REG=0 PORT=PRIN				
02/16/10 CASH DISBURSEMENT	-20000.00		-20000.00	1002000043
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
KOLLEL YISROEL V'SHIMSHON OF THE				
WEST SIDE				
TR TRAN#-ES000306000009 TR CD=051 REG=0 PORT=PRIN				
02/16/10 CASH DISBURSEMENT	-1800.00		-1800.00	1002000044
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
CONGREGATION OHAV SHOLOM				
TR TRAN#-ES000306000010 TR CD=051 REG=0 PORT=PRIN				
02/16/10 CASH DISBURSEMENT	-2500.00		-2500.00	1002000045
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
AMERICAN FRIENDS OF SHALVA				
TR TRAN#-ES000306000011 TR CD=051 REG=0 PORT=PRIN				
02/16/10 CASH DISBURSEMENT	-2500.00		-2500.00	1002000046
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/12/10 BY ANDREW & SHANNON PENSON				

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED)				
	FOR:				
	PAID TO:				
	OHHL				
	TR TRAN#-ES000306000012 TR CD=051 REG=0 PORT=PRIN				
02/16/10	CASH DISBURSEMENT	-10000.00	-10000.00	1002000047	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/12/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	YESHIVAS MIR YERUSHALAYIM				
	TR TRAN#-ES000306000013 TR CD=051 REG=0 PORT=PRIN				
02/19/10	CASH DISBURSEMENT	-16000.00	-16000.00	1002000050	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/16/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	KOLLEL YISROEL V'SHIMSHON OF THE				
	WEST SIDE				
	TR TRAN#-ES000395000015 TR CD=051 REG=0 PORT=PRIN				
02/19/10	CASH DISBURSEMENT	-5000.00	-5000.00	1002000051	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/16/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	OHR SIMCHA				
	TR TRAN#-ES000395000016 TR CD=051 REG=0 PORT=PRIN				
02/19/10	CASH DISBURSEMENT	-20000.00	-20000.00	1002000052	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/16/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	KEREN ZICHRON MOISHE				
	TR TRAN#-ES000395000017 TR CD=051 REG=0 PORT=PRIN				
02/19/10	CASH DISBURSEMENT	-7500.00	-7500.00	1002000053	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/16/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	ZICHRON NAFTALI HERZKA				
	TR TRAN#-ES000395000018 TR CD=051 REG=0 PORT=PRIN				
02/19/10	CASH DISBURSEMENT	-1800.00	-1800.00	1002000054	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/18/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	YOUNG ISRAEL OF BAL HARBOUR				
	TR TRAN#-ES000400000001 TR CD=051 REG=0 PORT=PRIN				
02/19/10	CASH DISBURSEMENT	-3600.00	-3600.00	1002000055	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/18/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	THE SHUL				
	TR TRAN#-ES000400000002 TR CD=051 REG=0 PORT=PRIN				
02/22/10	CASH DISBURSEMENT	-1000.00	-1000.00	1002000057	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/19/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	BAIS BINYOMIN ACADEMY				
	TR TRAN#-ES000421000011 TR CD=051 REG=0 PORT=PRIN				
02/22/10	CASH DISBURSEMENT	-2500.00	-2500.00	1002000058	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/19/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	YESHIVA OF FAR ROCKAWAY				
	TR TRAN#-ES000421000012 TR CD=051 REG=0 PORT=PRIN				
02/22/10	CASH DISBURSEMENT	-1800.00	-1800.00	1002000059	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/19/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	TORAH ACADEMY FOR GIRLS				
	TR TRAN#-ES000421000013 TR CD=051 REG=0 PORT=PRIN				
02/22/10	CASH DISBURSEMENT	-1000.00	-1000.00	1002000060	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 2/19/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED)				
GUR ARYEH INSTITUTE				
TR TRAN#-ES000421000014 TR CD=051 REG=0 PORT=PRIN				
02/22/10 CASH DISBURSEMENT	-3600.00		-3600.00	1002000061
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/19/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
CHASDEI YISROEL				
TR TRAN#-ES000421000015 TR CD=051 REG=0 PORT=PRIN				
02/22/10 CASH DISBURSEMENT	-5000.00		-5000.00	1002000062
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/19/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
HINENI				
TR TRAN#-ES000421000016 TR CD=051 REG=0 PORT=PRIN				
02/22/10 CASH DISBURSEMENT	-5000.00		-5000.00	1002000064
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/19/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
KOLEL CHAZON ISH				
TR TRAN#-ES000421000018 TR CD=051 REG=0 PORT=PRIN				
02/22/10 CASH DISBURSEMENT	-3000.00		-3000.00	1002000065
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/19/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
MESIVTA OF LONG BEACH				
TR TRAN#-ES000421000019 TR CD=051 REG=0 PORT=PRIN				
02/22/10 CASH DISBURSEMENT	-5000.00		-5000.00	1002000063
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/19/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
AMERICAN FRIENDS OF NER MOSHE				
TR TRAN#-ES000421000017 TR CD=051 REG=0 PORT=PRIN				
02/23/10 CASH DISBURSEMENT	-10000.00		-10000.00	1002000100
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 2/22/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
LECHEM LASOVA INC.				
TR TRAN#-ES000447000015 TR CD=051 REG=0 PORT=PRIN				
03/16/10 CASH DISBURSEMENT	-3000.00		-3000.00	1003000032
PRINCIPAL DISTRIBUTION				
9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
FRIENDS OF LEHAVA				
TR TRAN#-ES000324000006 TR CD=051 REG=0 PORT=PRIN				
03/16/10 CASH DISBURSEMENT	-2500.00		-2500.00	1003000033
PRINCIPAL DISTRIBUTION				
9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
NEFESH ACADEMY				
TR TRAN#-ES000324000007 TR CD=051 REG=0 PORT=PRIN				
03/16/10 CASH DISBURSEMENT	-3600.00		-3600.00	1003000034
PRINCIPAL DISTRIBUTION				
9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
MINYAN MIR				
TR TRAN#-ES000324000008 TR CD=051 REG=0 PORT=PRIN				
03/16/10 CASH DISBURSEMENT	-5000.00		-5000.00	1003000035
PRINCIPAL DISTRIBUTION				
9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
CONGREGATION GUR ARYEH INSTITUTE				
TR TRAN#-ES000324000009 TR CD=051 REG=0 PORT=PRIN				
03/16/10 CASH DISBURSEMENT	-5000.00		-5000.00	1003000037
PRINCIPAL DISTRIBUTION				
9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
YAD ELIEZER				
TR TRAN#-ES000324000011 TR CD=051 REG=0 PORT=PRIN				

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED)				
03/16/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YAD AVRAHAM TR TRAN#-ES000324000012 TR CD=051 REG=0 PORT=PRIN	-25000.00		-25000.00	1003000038 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/16/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA MOLOZIN BNEI BRAK ISREAL, INC TR TRAN#-ES000324000013 TR CD=051 REG=0 PORT=PRIN	-2500.00		-2500.00	1003000039 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/16/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: CONGREGATION TIFERES TZVI, TR TRAN#-ES000324000014 TR CD=051 REG=0 PORT=PRIN	-5000.00		-5000.00	1003000040 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/16/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: CHASDEI YISROEL TR TRAN#-ES000324000010 TR CD=051 REG=0 PORT=PRIN	-10000.00		-10000.00	1003000036 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/16/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA GEDOLA OF WOODLAKE VILLAGE, INC TR TRAN#-ES000324000016 TR CD=051 REG=0 PORT=PRIN	-500.00		-500.00	1003000042 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/16/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA OF GREATER WASHINGTON INC TR TRAN#-ES000324000015 TR CD=051 REG=0 PORT=PRIN	-1800.00		-1800.00	1003000041 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/18/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: AISH NY TR TRAN#-ES000378000001 TR CD=051 REG=0 PORT=PRIN	-38000.00		-38000.00	1003000084 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/18/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/12/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: OAE PINSK KARLIN TR TRAN#-ES000378000002 TR CD=051 REG=0 PORT=PRIN	-36000.00		-36000.00	1003000085 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/19/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/18/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: THE RABBI LEIB & MINNIE POTASHNIK MEMORIAL FUND TR TRAN#-ES000415000001 TR CD=051 REG=0 PORT=PRIN	-1000.00		-1000.00	1003000087 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/19/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/18/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: WEST SIDE KOLLEL TR TRAN#-ES000415000002 TR CD=051 REG=0 PORT=PRIN	-360.00		-360.00	1003000088 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/19/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/18/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: ISRALIGHT TR TRAN#-ES000415000003 TR CD=051 REG=0 PORT=PRIN	-20000.00		-20000.00	1003000089 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM

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149 BENEFICIARY DISTRIBUTIONS (CONTINUED)				
03/19/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/18/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: L'CHAIM CENTER TR TRAN#-ES000415000004 TR CD=051 REG=0 PORT=PRIN	-5000.00		-5000.00	1003000090 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/23/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: THE SHUL TR TRAN#-ES000468000012 TR CD=051 REG=0 PORT=PRIN	-1800.00		-1800.00	1003000096 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/23/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: AGUDATH ISRAEL OF LONG ISLAND TR TRAN#-ES000468000008 TR CD=051 REG=0 PORT=PRIN	-1800.00		-1800.00	1003000092 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/23/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: SIMCHAS TZION TR TRAN#-ES000468000009 TR CD=051 REG=0 PORT=PRIN	-1800.00		-1800.00	1003000093 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/23/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: TIFERET MOSHE TR TRAN#-ES000468000010 TR CD=051 REG=0 PORT=PRIN	-5000.00		-5000.00	1003000094 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
03/23/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 REQUEST DTD 3/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA BAIS BINYOMIN TR TRAN#-ES000468000011 TR CD=051 REG=0 PORT=PRIN	-5000.00		-5000.00	1003000095 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
04/09/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 PER LOA FROM ANDREW & SHANNON PENSON DTD 4/8/10 FOR: PAID TO: THE SHUL TR TRAN#-ES000182000061 TR CD=051 REG=0 PORT=PRIN	-18000.00		-18000.00	1004000018 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
04/09/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 9 PER LOA FROM ANDREW & SHANNON PENSON DTD 4/8/10 FOR: PAID TO: THE SHUL TR TRAN#-ES000182000062 TR CD=051 REG=0 PORT=PRIN	-1125.00		-1125.00	1004000019 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
04/23/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 4/21/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: CONGREGATION KOLLEL KNESSES YISROEL TR TRAN#-ES000483000004 TR CD=051 REG=0 PORT=PRIN	-5000.00		-5000.00	1004000029 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
04/23/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 4/21/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: MEOR-HERITAGE RETREATS TR TRAN#-ES000483000005 TR CD=051 REG=0 PORT=PRIN	-1800.00		-1800.00	1004000030 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
04/23/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 4/21/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: ICHUD MOSDOS HACHINUCH TR TRAN#-ES000483000007 TR CD=051 REG=0 PORT=PRIN	-3600.00		-3600.00	1004000032 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
04/23/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 4/21/10 BY ANDREW & SHANNON PENSON	-3000.00		-3000.00	1004000033 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM

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149	BENEFICIARY DISTRIBUTIONS (CONTINUED)				
	FOR:				
	PAID TO:				
	JEWISH INTERNATIONAL CONNECTION				
	TR TRAN#-ES000483000008 TR CD=051 REG=0 PORT=PRIN				
04/23/10	CASH DISBURSEMENT	-1800.00	-1800.00	1004000031	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 4/21/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	YESHIVA GEDOLAH OF WATERBURY				
	TR TRAN#-ES000483000006 TR CD=051 REG=0 PORT=PRIN				
05/05/10	CASH DISBURSEMENT	-1000.00	-1000.00	1005000009	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 5/4/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	CHOFETZ CHAIM HERITAGE FOUNDATION				
	TR TRAN#-ES000068000011 TR CD=051 REG=0 PORT=PRIN				
05/05/10	CASH DISBURSEMENT	-1000.00	-1000.00	1005000010	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 5/4/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	KIMPATORIN AID				
	TR TRAN#-ES000068000012 TR CD=051 REG=0 PORT=PRIN				
05/18/10	CASH DISBURSEMENT	-5000.00	-5000.00	1005000045	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 5/18/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	THE BEACH MINYAN AT THE SUMMER SHULL				
	TR TRAN#-ES000336000007 TR CD=051 REG=0 PORT=PRIN				
06/02/10	CASH DISBURSEMENT	-3000.00	-3000.00	1006000008	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 6/2/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	BAIS YAAKOV OF BOROUGH PARK				
	TR TRAN#-ES000048000001 TR CD=051 REG=0 PORT=PRIN				
06/02/10	CASH DISBURSEMENT	-200.00	-200.00	1006000009	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 6/2/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	CONGREGATION OHAV SHOLOM				
	TR TRAN#-ES000048000002 TR CD=051 REG=0 PORT=PRIN				
06/02/10	CASH DISBURSEMENT	-2700.00	-2700.00	1006000010	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 6/2/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	FIFTH AVENUE SYNAGOGUE				
	TR TRAN#-ES000048000003 TR CD=051 REG=0 PORT=PRIN				
06/03/10	CASH DISBURSEMENT	-1800.00	-1800.00	1006000013	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 6/2/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	WEST SIDE HATZOLOH				
	TR TRAN#-ES000074000003 TR CD=051 REG=0 PORT=PRIN				
06/03/10	CASH DISBURSEMENT	-5400.00	-5400.00	1006000014	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 6/2/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	CHABAD JEWISH CENTER OF MID SUFFOLK				
	TR TRAN#-ES000074000004 TR CD=051 REG=0 PORT=PRIN				
06/03/10	CASH DISBURSEMENT	-10000.00	-10000.00	1006000011	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 6/2/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	AMERICAN FRIENDS OF MIGDAL OHR				
	TR TRAN#-ES000074000001 TR CD=051 REG=0 PORT=PRIN				
06/09/10	CASH DISBURSEMENT	-180000.00	-180000.00	1006000052	
	PRINCIPAL DISTRIBUTION				
	4 REQUEST DTD 6/2/10 BY ANDREW & SHANNON PENSON				
	FOR:				
	PAID TO:				
	HINENI				

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED)				
	TR TRAN#-ES000202000001 TR CD=051 REG=0 PORT=PRIN				
06/10/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA MEON HATORAH TR TRAN#-ES000230000006 TR CD=051 REG=0 PORT=PRIN	-3600.00		-3600.00	1006000057 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/10/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: OORAH TR TRAN#-ES000230000007 TR CD=051 REG=0 PORT=PRIN	-500.00		-500.00	1006000058 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/10/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: AMERICAN FRIENDS OF RABBINICAL COLLEGE OF TELZSTONE TR TRAN#-ES000230000008 TR CD=051 REG=0 PORT=PRIN	-3600.00		-3600.00	1006000059 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/10/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: AMERICAN FRIENDS OF THORAT CHAIM TR TRAN#-ES000230000004 TR CD=051 REG=0 PORT=PRIN	-2500.00		-2500.00	1006000055 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/10/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: BETH OLOTH TR TRAN#-ES000230000009 TR CD=051 REG=0 PORT=PRIN	-5000.00		-5000.00	1006000060 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/10/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: THE WARM HOUSE PROJECT TR TRAN#-ES000230000002 TR CD=051 REG=0 PORT=PRIN	-1800.00		-1800.00	1006000053 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/10/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: HINENI TR TRAN#-ES000230000003 TR CD=051 REG=0 PORT=PRIN	-20000.00		-20000.00	1006000054 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/10/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA GEDOLA OF CATHERET TR TRAN#-ES000230000005 TR CD=051 REG=0 PORT=PRIN	-1000.00		-1000.00	1006000056 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/17/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/16/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: CHASDEI YISROEL TR TRAN#-ES000376000002 TR CD=051 REG=0 PORT=PRIN	-2000.00		-2000.00	1006000064 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/17/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/16/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YAD MENACHEM LITINOK TR TRAN#-ES000376000004 TR CD=051 REG=0 PORT=PRIN	-1800.00		-1800.00	1006000066 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
06/17/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 6/16/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: SIMCHAS TZION TR TRAN#-ES000376000003 TR CD=051 REG=0 PORT=PRIN	-2500.00		-2500.00	1006000065 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM

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149 BENEFICIARY DISTRIBUTIONS (CONTINUED)				
08/13/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 7/16/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: LECHEM LASOVA TR TRAN#-ES000266000002 TR CD=051 REG=0 PORT=PRIN	-18000.00		-18000.00	1008000052 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/13/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 7/16/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: RAMOT TORAH SCHOOLS TR TRAN#-ES000271000001 TR CD=051 REG=0 PORT=PRIN	-100000.00		-100000.00	1008000053 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/16/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 7/16/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: CONGREGATION ANSHEI HASHORAN TR TRAN#-ES000291000001 TR CD=051 REG=0 PORT=PRIN	-5000.00		-5000.00	1008000060 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/16/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 7/16/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: EMERGENCY PARNOSSA INITIATIVE TR TRAN#-ES000291000002 TR CD=051 REG=0 PORT=PRIN	-18000.00		-18000.00	1008000061 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: BEIS MEDRASH GEVOHA TR TRAN#-ES000590000001 TR CD=051 REG=0 PORT=PRIN	-18000.00		-18000.00	1008000126 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA MAYAN HATORAH TR TRAN#-ES000590000002 TR CD=051 REG=0 PORT=PRIN	-5000.00		-5000.00	1008000127 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: CHICAGO COMMUNITY KOLLEL TR TRAN#-ES000590000003 TR CD=051 REG=0 PORT=PRIN	-1800.00		-1800.00	1008000128 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: ICHUD MOSDOS HACHINUCH TR TRAN#-ES000590000004 TR CD=051 REG=0 PORT=PRIN	-5000.00		-5000.00	1008000129 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: KOLLEL TIFERES TZVI TR TRAN#-ES000590000005 TR CD=051 REG=0 PORT=PRIN	-7500.00		-7500.00	1008000130 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: CHASDEI YISROEL TR TRAN#-ES000590000006 TR CD=051 REG=0 PORT=PRIN	-3600.00		-3600.00	1008000131 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: KUPAS HAIR TR TRAN#-ES000590000008 TR CD=051 REG=0 PORT=PRIN	-2000.00		-2000.00	1008000133 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10 CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON	-3000.00		-3000.00	1008000134 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED)				
	FOR: PAID TO: YAD ELIEZER TR TRAN#-ES000590000009 TR CD=051 REG=0 PORT=PRIN				
08/30/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: THE BEACH MINYAN AT THE SUMMER SHUL TR TRAN#-ES000590000011 TR CD=051 REG=0 PORT=PRIN	-1000.00	-1000.00	1008000136	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: MANHATTAN JEWISH EXPERIENCE TR TRAN#-ES000590000012 TR CD=051 REG=0 PORT=PRIN	-18000.00	-18000.00	1008000137	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: AISH TR TRAN#-ES000590000013 TR CD=051 REG=0 PORT=PRIN	-36000.00	-36000.00	1008000138	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: UNIVERSITY HERITAGE SOCIETY TR TRAN#-ES000590000014 TR CD=051 REG=0 PORT=PRIN	-2600.00	-2600.00	1008000139	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: NEW YORK LAW SCHOOL TR TRAN#-ES000590000010 TR CD=051 REG=0 PORT=PRIN	-5000.00	-5000.00	1008000135	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: AMERICAN FRIENDS OF AHAVAT SHALOM TR TRAN#-ES000590000016 TR CD=051 REG=0 PORT=PRIN	-60000.00	-60000.00	1008000141	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: OHAV SHOLOM TR TRAN#-ES000590000017 TR CD=051 REG=0 PORT=PRIN	-9000.00	-9000.00	1008000142	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
08/30/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 8/19/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: OAE PINSK KARLIN TR TRAN#-ES000590000015 TR CD=051 REG=0 PORT=PRIN	-36000.00	-36000.00	1008000140	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
09/09/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 9/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: KEREN ZICHRON MOSHE TR TRAN#-ES000158000002 TR CD=051 REG=0 PORT=PRIN	-10000.00	-10000.00	1009000009	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
09/09/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 9/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: FRIENDS OF LEHAVA TR TRAN#-ES000158000003 TR CD=051 REG=0 PORT=PRIN	-5000.00	-5000.00	1009000010	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
09/09/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 9/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA DARCHI TORAH	-5000.00	-5000.00	1009000012	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM

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149	BENEFICIARY DISTRIBUTIONS (CONTINUED)				
	TR TRAN#-ES000158000006 TR CD=051 REG=0 PORT=PRIN				
09/09/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 9/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA TORAH VODAAS TR TRAN#-ES000158000008 TR CD=051 REG=0 PORT=PRIN	-5000.00	-5000.00	1009000013	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
09/09/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 9/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YAD ELIEZER TR TRAN#-ES000158000009 TR CD=051 REG=0 PORT=PRIN	-2000.00	-2000.00	1009000014	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
09/09/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 9/8/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: BAIS MEDRASH TORAS CHESED TR TRAN#-ES000158000004 TR CD=051 REG=0 PORT=PRIN	-8000.00	-8000.00	1009000011	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
09/28/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 9/21/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: C.S.T.T.J.C-GO KOSHER PROJECT TR TRAN#-ES000530000001 TR CD=051 REG=0 PORT=PRIN	-1800.00	-1800.00	1009000046	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
09/28/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 9/21/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: OHAV SHOLOM TR TRAN#-ES000530000002 TR CD=051 REG=0 PORT=PRIN	-1800.00	-1800.00	1009000047	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
09/28/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 9/21/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: WEST SIDE KOLLELL TR TRAN#-ES000530000003 TR CD=051 REG=0 PORT=PRIN	-2500.00	-2500.00	1009000048	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
10/13/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 10/7/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: THE JEWISH CENTER TR TRAN#-ES000216000002 TR CD=051 REG=0 PORT=PRIN	-5000.00	-5000.00	1010000010	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
10/13/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 10/7/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: CONGREGATION OHAV SHOLOM TR TRAN#-ES000216000003 TR CD=051 REG=0 PORT=PRIN	-3700.00	-3700.00	1010000011	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
10/13/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 10/7/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: AISH TR TRAN#-ES000216000004 TR CD=051 REG=0 PORT=PRIN	-18000.00	-18000.00	1010000012	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
10/29/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 10/28/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: YESHIVA TORAS EMES TR TRAN#-ES000542000003 TR CD=051 REG=0 PORT=PRIN	-5000.00	-5000.00	1010000036	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
10/29/10	CASH DISBURSEMENT PRINCIPAL DISTRIBUTION 4 REQUEST DTD 10/28/10 BY ANDREW & SHANNON PENSON FOR: PAID TO: AISH TR TRAN#-ES000542000004 TR CD=051 REG=0 PORT=PRIN	-10000.00	-10000.00	1010000037	BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/22/11 HLM
11/05/10	CASH DISBURSEMENT	-10000.00	-10000.00	1011000012	

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED)				
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 11/3/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
LIMUDEI DAAS INC.				
TR TRAN#-ES000127000002 TR CD=051 REG=0 PORT=PRIN				
				BENE DISTRIBUTION WITH NO SSN
				CHANGED 04/22/11 HLM
11/05/10 CASH DISBURSEMENT	-5000.00	-5000.00	1011000013	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 11/3/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
NEFESH ACADEMY				
TR TRAN#-ES000127000003 TR CD=051 REG=0 PORT=PRIN				
				BENE DISTRIBUTION WITH NO SSN
				CHANGED 04/22/11 HLM
11/12/10 CASH DISBURSEMENT	-5000.00	-5000.00	1011000014	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 11/5/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
CHASDEI YISROEL				
TR TRAN#-ES000240000001 TR CD=051 REG=0 PORT=PRIN				
				BENE DISTRIBUTION WITH NO SSN
				CHANGED 04/22/11 HLM
11/12/10 CASH DISBURSEMENT	-400.00	-400.00	1011000015	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 11/5/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
OHAV SHALOM				
TR TRAN#-ES000240000002 TR CD=051 REG=0 PORT=PRIN				
				BENE DISTRIBUTION WITH NO SSN
				CHANGED 04/22/11 HLM
11/23/10 CASH DISBURSEMENT	-1800.00	-1800.00	1011000029	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 11/16/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
THE SHUL				
TR TRAN#-ES000441000004 TR CD=051 REG=0 PORT=PRIN				
				BENE DISTRIBUTION WITH NO SSN
				CHANGED 04/22/11 HLM
11/23/10 CASH DISBURSEMENT	-1000.00	-1000.00	1011000030	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 11/16/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
BIKUR CHOLIM				
TR TRAN#-ES000441000005 TR CD=051 REG=0 PORT=PRIN				
				BENE DISTRIBUTION WITH NO SSN
				CHANGED 04/22/11 HLM
12/02/10 CASH DISBURSEMENT	-2500.00	-2500.00	1012000010	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 11/30/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
CONGREGATION GUR ARYEH INSTITUTE				
TR TRAN#-ES000036000011 TR CD=051 REG=0 PORT=PRIN				
				BENE DISTRIBUTION WITH NO SSN
				CHANGED 04/22/11 HLM
12/02/10 CASH DISBURSEMENT	-500.00	-500.00	1012000011	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 11/30/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
CONGREGATION HEICHAL MOSHER				
TR TRAN#-ES000036000012 TR CD=051 REG=0 PORT=PRIN				
				BENE DISTRIBUTION WITH NO SSN
				CHANGED 04/22/11 HLM
12/17/10 CASH DISBURSEMENT	-15000.00	-15000.00	1012000030	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 11/19/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
OHR YAAKOV OF AMERICA				
TR TRAN#-ES000352000010 TR CD=051 REG=0 PORT=PRIN				
				BENE DISTRIBUTION WITH NO SSN
				CHANGED 04/22/11 HLM
12/29/10 CASH DISBURSEMENT	-10000.00	-10000.00	1012000039	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 12/21/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
YESHIVA KETANA OF MANHATTAN				
TR TRAN#-ES000580000003 TR CD=051 REG=0 PORT=PRIN				
				UNMATCHED BENE DISTRIBUTION
				CHANGED 04/22/11 HLM
12/29/10 CASH DISBURSEMENT	-5000.00	-5000.00	1012000038	
PRINCIPAL DISTRIBUTION				
4 REQUEST DTD 12/21/10 BY ANDREW & SHANNON PENSON				
FOR:				
PAID TO:				
NATIONAL JEWISH OUTREACH PROGRAM				
TR TRAN#-ES000580000002 TR CD=051 REG=0 PORT=PRIN				
				UNMATCHED BENE DISTRIBUTION
				CHANGED 04/22/11 HLM

ACCT 5880 15C055786565
PREP 31 ADMN 35 INV 52

CITIBANK, N A
TAX TRANSACTION DETAIL

PAGE 51
RUN 04/22/2011
11 35 39 AM

TAX
CODE/DATE TRANSACTIONS

TAXABLE

INCOME

PRINCIPAL

EDIT
NUMBER

149 BENEFICIARY DISTRIBUTIONS (CONTINUED)

TOTAL CODE 149 - BENEFICIARY DISTRIBUTIONS

-1211785.00
=====

0 00
=====

-1211785 00
=====

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

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

Citi Trust



Citibank, N.A.
399 Park Avenue
New York, NY 10022

Account Summary Section

Statement of Value and Activity

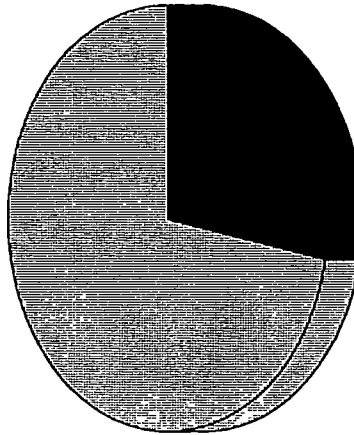
December 1, 2010 - December 31, 2010

Market Value Reconciliation

	This Period	1/1/10 to 12/31/10
Beginning Market Value	\$218,651.89	\$757,568.09
Additions and Contributions	\$0.00	\$610,000.00
Other Receipts	\$6,456.14	\$38,888.72
Interest and Dividends	\$1,612.52	\$23,441.57
Distributions To and For Beneficiaries	-\$33,000.00	-\$1,198,985.00
Trust Taxes	\$0.00	-\$700.00
Fees	-\$1,325.88	-\$15,894.76
Other Expenses/Disbursements	-\$6,400.00	-\$37,912.80
Corporate Actions/Non-Cash Transactions	\$0.00	\$0.00
Change in Market Value	-\$1,816.06	\$7,772.79
Ending Market Value	\$184,178.61	\$184,178.61
Net Realized Gains/Losses (Included in Total Above)	\$13,141.04	\$28,927.24

Asset Allocation Summary

Asset Class	Balance
72% Cash Equivalents	\$131,951.56
28% Corporate and Foreign Bonds	\$52,227.05
100% Total Assets Value	\$184,178.61

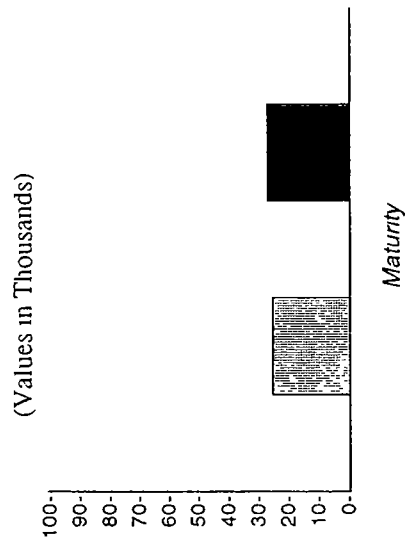


Analysis Section

Statement of Value and Activity

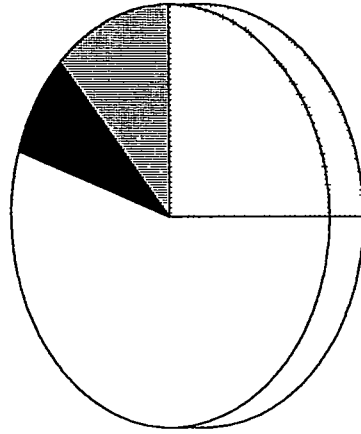
December 1, 2010 - December 31, 2010

Bond Maturity Schedule



Bond Maturity	Market Value
0%	\$0.00
49%	\$25,352.41
51%	\$26,874.64
0%	\$0.00
0%	\$0.00
0%	\$0.00
100%	Total
	\$52,227.05

Bond Quality Ratings



Quality Rating	Market Value
AAA	\$6,221.43
AA	\$4,235.42
A	\$28,827.48
BBB	\$12,942.72
BB	\$0.00
Other	\$0.00
Non Rated	\$0.00
100%	Total
	\$52,227.05

Bond Quality Ratings are based on S&P index

Asset Detail Section

Statement of Value and Activity

December 1, 2010 - December 31, 2010

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Corporate and Foreign Bonds						
U.S. Corporate Bonds & Notes						
Goldman Sachs 3.250% 6/15/12 CUSIP 38146FAA9	3,000.00	\$3,114.27	\$3,128.35	-\$14.08	\$97.50	1.69%
Bank of America Corp 3.125% 6/15/12 CUSIP 06050BAA9	3,000.00	\$3,107.16	\$3,024.45	\$82.71	\$93.75	1.69%
Merrill Lynch & Co 5.450% 2/05/13 CUSIP 59018YM40	3,000.00	\$3,164.37	\$2,683.74	\$480.63	\$163.50	1.72%
Verizon Wireless Cap 5.550% 2/01/14 CUSIP 92344SAP5	3,000.00	\$3,310.47	\$3,330.66	-\$20.19	\$166.50	1.80%
American Express Co 7.250% 5/20/14 CUSIP 025816BA6	2,000.00	\$2,278.46	\$2,054.54	\$223.92	\$145.00	1.24%
JPMorgan Chase & Co 4.650% 6/01/14 CUSIP 46625HHN3	3,000.00	\$3,202.17	\$2,990.88	\$211.29	\$139.50	1.74%
Wachovia Corp New 5.250% 8/01/14 CUSIP 929903AJ1	3,000.00	\$3,199.47	\$2,932.95	\$266.52	\$157.50	1.74%
Kraft Foods Inc 4.125% 2/09/16 CUSIP 50075NBB9	2,000.00	\$2,093.80	\$2,091.04	\$2.76	\$82.50	1.14%
BB&T Corporation 3.950% 4/29/16 CUSIP 05531FAF0	3,000.00	\$3,096.42	\$3,019.92	\$76.50	\$118.50	1.68%
Time Warner Cable 5.850% 5/01/17 CUSIP 88732JAH1	3,000.00	\$3,347.40	\$2,977.92	\$369.48	\$175.50	1.82%
At & T Inc 5.500% 2/01/18 CUSIP 00206RAJ1	3,000.00	\$3,332.64	\$3,064.51	\$268.13	\$165.00	1.81%
Goldman Sachs 6.150% 4/01/18 CUSIP 38141GFM1	3,000.00	\$3,303.57	\$3,062.90	\$240.67	\$184.50	1.79%

Asset Detail Section (continued)

Statement of Value and Activity

December 1, 2010 - December 31, 2010

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
CISCO Systems Inc 4.950% 2/15/19 CUSIP: 17275RAE2	3,000.00	\$3,269.28	\$3,007.59	\$261.69	\$148.50	1.78%
Gen Elec Cap Corp 5.500% 1/08/20 CUSIP: 36962G4J0	3,000.00	\$3,208.47	\$3,061.77	\$146.70	\$165.00	1.74%
Comcast Corp New 5.150% 3/01/20 CUSIP: 20030NBA8	3,000.00	\$3,151.02	\$3,016.41	\$134.61	\$154.50	1.71%
Enterprise Prods Ope 5 200% 9/01/20 CUSIP: 29379VAP8	2,000.00	\$2,072.04	\$2,202.26	-\$130.22	\$104.00	1.13%
		\$48,251.01	\$45,649.89	\$2,601.12	\$2,261.25	26.22%
<i>Foreign Corporate Bonds</i>						
Shell International 3 100% 6/28/15 CUSIP: 822582AQ5	1,000.00	\$1,026.95	\$1,060.58	-\$33.63	\$31.00	0.56%
Royal Bk of Scotland 3.950% 9/21/15 CUSIP: 78010XAG6	3,000.00	\$2,949.09	\$3,009.93	-\$60.84	\$118.50	1.60%
		\$3,976.04	\$4,070.51	-\$94.47	\$149.50	2.16%
Total Corporate and Foreign Bonds		\$52,227.05	\$49,720.40	\$2,506.65	\$2,410.75	28.38%
<i>Cash Equivalents</i>						
Tax Exempt Money Market Funds						
Western Asset Inst Muni Money Market CUSIP: 52470G775	1,378.36	\$1,378.36	\$1,378.36	\$0.00	\$3.70	0.75%(

Asset Detail Section (continued)**Statement of Value and Activity**

December 1, 2010 - December 31, 2010

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Western Asset Inst Muni Money Market CUSIP: 52470G775	130,573.20	\$130,573.20	\$130,573.20	\$0.00	\$350.04	70.87%
Total Cash Equivalents		\$131,951.56	\$131,951.56	\$0.00	\$353.74	71.62%
Total All Assets		\$184,178.61	\$181,671.96	\$2,506.65	\$2,764.49	100.00%

Citibank, N.A. 292 / 00530
Sort 2224
New York, N.Y. 10043

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CITIBANK, N. A.
Account
20596972

SHANNON & ANDREW S PENSON FDN
ANDREW S PENSON, TTEE
551 FIFTH AVENUE FLOOR 34TH
NEW YORK, NY 10176-0001

Statement Period
Dec. 1 - Jan. 2, 2011

Page 1 of 2

CITIBANK ACCOUNT AS OF JANUARY 1, 2011**Relationship Summary:**

Checking	\$11.54
Savings	-----
Investments (not FDIC Insured)	-----
Loans	-----
Credit Cards	-----

CITIBANK ACCOUNT RATES AND CHARGES

For information on products, rates and charges, please contact your Citigroup Private Bank Team.

CHECKING ACTIVITY

Interest Checking
20596972

Beginning Balance:	\$11.54
Ending Balance:	\$11.54

CUSTOMER SERVICE INFORMATION

IF YOU HAVE QUESTIONS ON:

YOU CAN CALL:

YOU CAN WRITE:

Checking

800-870-1073

Citi Private Bank
Client Services 5th Floor
666 Fifth Avenue
New York, NY 10103

Please read the paragraphs below for important information on your accounts with us. Note that some of these products may not be available in all states or in all packages

The products reported on this statement have been combined onto one monthly statement at your request. The ownership and title of individual products reported here may be different from the addressee(s) on the first page