Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
ELIZABETH MORSE GENIUS FOUNDATION

A Employer identification number
13-6115217

Number and street (or P O box number if mail is not delivered to street address)
P.O. BOX 40

Room/suite

B Telephone number
407-644-0555

City or town, state, and ZIP code
WINTER PARK, FL 32790

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 ▶☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 132,979,164.

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

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))

			(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			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	30.	30.		STATEMENT 1
	4	Dividends and interest from securities	1,940,054.	1,940,054.		STATEMENT 2
	5a	Gross rents	2,311,621.	2,311,621.		STATEMENT 3
	b	Net rental income or (loss) 1,075,921.				STATEMENT 4
	6a	Net gain or (loss) from sale of assets not on line 10	4,756,420.			
	b	Gross sales price for all assets on line 6a 24,612,616.				
	7	Capital gain net income (from Part IV, line 2)		4,756,420.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	293,561.	293,561.		STATEMENT 5
	12	**Total.** Add lines 1 through 11	9,301,686.	9,301,686.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	225,915.	56,479.		171,207.
	14	Other employee salaries and wages	488,207.	153,575.		337,552.
	15	Pension plans, employee benefits	224,130.	77,128.		147,003.
	16a	Legal fees STMT 6	83,470.	33,413.		53,861.
	b	Accounting fees STMT 7	36,816.	0.		36,816.
	c	Other professional fees STMT 8	380,860.	378,310.		2,550.
	17	Interest	1,817.	1,817.		0.
	18	Taxes STMT 9	423,815.	264,645.		12,687.
	19	Depreciation and depletion	485,710.	388,909.		
	20	Occupancy				
	21	Travel, conferences, and meetings	7,610.	1,903.		5,708.
	22	Printing and publications				
	23	Other expenses STMT 10	882,606.	620,979.		271,376.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,240,956.	1,977,158.		1,038,760.
	25	Contributions, gifts, grants paid	1,374,188.			4,351,188.
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,615,144.	1,977,158.		5,389,948.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	4,686,542.			
	b	**Net investment income** (if negative, enter -0-)		7,324,528.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

				Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing		751,475.	65,750.	65,750.
	2	Savings and temporary cash investments		200,847.	20,012.	20,012.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations	STMT 11	1,354,609.	4,174,213.	4,174,213.
	b	Investments - corporate stock	STMT 12	26,592,495.	29,497,142.	29,497,142.
	c	Investments - corporate bonds	STMT 13	5,851,450.	3,129,110.	3,129,110.
	11	Investments - land, buildings, and equipment basis ▶	22,184,611.			
		Less accumulated depreciation ▶	2,391,236.	20,089,044.	19,793,375.	32,552,000.
	12	Investments - mortgage loans				
	13	Investments - other	STMT 14	43,080,582.	47,286,292.	47,286,292.
	14	Land, buildings, and equipment: basis ▶	16,544,028.			
		Less accumulated depreciation ▶	714,869.	15,881,989.	15,829,159.	15,829,159.
	15	Other assets (describe ▶ STATEMENT 15)		466,188.	425,486.	425,486.
	16	**Total assets** (to be completed by all filers)		114,268,679.	120,220,539.	132,979,164.
Liabilities	17	Accounts payable and accrued expenses		247,021.	126,972.	
	18	Grants payable		3,477,000.	500,000.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ STATEMENT 16)		228,793.	160,651.	
	23	**Total liabilities** (add lines 17 through 22)		3,952,814.	787,623.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**				
	24	Unrestricted		96,181,069.	105,298,120.	
	25	Temporarily restricted				
	26	Permanently restricted		14,134,796.	14,134,796.	
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	**Total net assets or fund balances**		110,315,865.	119,432,916.	
	31	**Total liabilities and net assets/fund balances**		114,268,679.	120,220,539.	

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	110,315,865.
2	Enter amount from Part I, line 27a	2	4,686,542.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	4,500,509.
4	Add lines 1, 2, and 3	4	119,502,916.
5	Decreases not included in line 2 (itemize) ▶ DEFERRED EXCISE TAX	5	70,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	119,432,916.

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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	SALE OF MARKETABLE SECURITIES	P	VARIOUS	VARIOUS
b	WELLINGTON TRUST COMPANY	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
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	22,812,616.		21,173,833.	1,638,783.
b	1,800,000.		1,180,133.	619,867.
c	2,497,770.			2,497,770.
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1,638,783.
b				619,867.
c				2,497,770.
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	4,756,420.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes X No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	5,741,579.	107,387,031.	.053466
2008	6,660,417.	126,072,665.	.052830
2007	7,083,066.	142,619,226.	.049664
2006	6,287,232.	139,057,503.	.045213
2005	5,758,250.	115,800,060.	.049726

2 **Total** of line 1, column (d)	2	.250899
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	.050180
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	110,034,222.
5 Multiply line 4 by line 3	5	5,521,517.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	73,245.
7 Add lines 5 and 6	7	5,594,762.
8 Enter qualifying distributions from Part XII, line 4	8	5,433,918.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	146,491.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	146,491.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	146,491.
6 Credits/Payments:				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	161,868.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	50,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	211,868.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	65,377.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 65,377. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE,FL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.GENIUSFOUNDATION.ORG

14 The books are in care of ▶ RICHARD M. STRAUSS Telephone no.▶407-644-0555

Located at ▶400 N. NEW YORK AVENUE, STE. 200, WINTER PARK, FL ZIP+4 ▶32789-3159

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☒ Yes ☐ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** | | X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** | | X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b** | |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
		225,915.	41,787.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUSAN M. STAVROS P.O. BOX 40, WINTER PARK, FL 32790	CONTROLLER 40.00	87,872.	15,240.	0.
ROBERT T. JONES P.O. BOX 40, WINTER PARK, FL 32790	BLDG MANAGER 40.00	78,289.	20,939.	0.
COLLEEN D. O'BRIEN P.O. BOX 40, WINTER PARK, FL 32790	ACCOUNTANT 40.00	75,255.	14,772.	0.
JASON A. LIMPUS P.O. BOX 40, WINTER PARK, FL 32790	MAINTENANCE 40.00	50,135.	27,950.	0.
BONNIE C. HUBBARD P.O. BOX 40, WINTER PARK, FL 32790	GRANTS MANAGER 40.00	62,758.	13,054.	0.

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
U.S. TRUST - 390 N. ORANGE AVENUE, SUITE 700, ORLANDO, FL 32801	INVESTMENT MANAGER	162,978.
SANFORD BERNSTEIN & CO, LLC - 1345 AVENUE OF THE AMERICAS, NEW YORK, NY 10105	INVESTMENT MANAGER	162,109.
DSM CAPITAL PARTNERS LLC 320 MAIN STREET, MOUNT KISCO, NY 10549	INVESTMENT MANAGER	104,375.
EVALUATION ASSOCIATES LLC 200 CONNECTICUT AVE #700, NORWALK, CT 06854	CONSULTANTS	86,999.
WELLINGTON TRUST COMPANY 75 STATE STREET, BOSTON, MA 02109	INVESTMENT MANAGER	78,250.
Total number of others receiving over $50,000 for professional services ▶		1

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 ROLLINS COLLEGE ENVIRONMENTAL STUDIES: USE OF LAND AND BUILDINGS TO PRESERVE UNDEVELOPED LAND FOR LOCAL WILDLIFE AND PLANTS.	80,904.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	78,151,697.
b	Average of monthly cash balances	1b	544,634.
c	Fair market value of all other assets	1c	33,013,539.
d	**Total** (add lines 1a, b, and c)	1d	111,709,870.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	111,709,870.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,675,648.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	110,034,222.
6	**Minimum investment return**. Enter 5% of line 5	6	5,501,711.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	5,501,711.
2a	Tax on investment income for 2010 from Part VI, line 5 2a 146,491.		
b	Income tax for 2010. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	146,491.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,355,220.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,355,220.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,355,220.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,389,948.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	43,970.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions**. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,433,918.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	5,433,918.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				5,355,220.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			4,781,452.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 ______				
b From 2006 ______				
c From 2007 ______				
d From 2008 ______				
e From 2009 ______				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 5,433,918.				
a Applied to 2009, but not more than line 2a			4,781,452.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				652,466.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				4,702,754.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006 ______				
b Excess from 2007 ______				
c Excess from 2008 ______				
d Excess from 2009 ______				
e Excess from 2010 ______				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT B	N/A	PUBLIC CHARITY		4351188.
Total			▶ 3a	4351188.
b Approved for future payment				
CITY OF WINTER PARK 401 PARK AVENUE SOUTH WINTER PARK, FL 32789-4386	N/A	PUBLIC CHARITY	PURCHASE AND CONVERSION OF LAND FOR USE AS A PUBLIC PARK	500,000.
Total			▶ 3b	500,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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			14	30.	
4 Dividends and interest from securities			14	1,940,054.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	1,075,921.	
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	4,756,420.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a MISCELLANEOUS INCOME			01	154,569.	
b REIMBURSED COSTS: 329					
c GARAGE			03	54,992.	
d ACCOUNTING INCOME			02	84,000.	
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		8,065,986.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 8,065,986.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Strauss | 6/20/11 ▶ EXEC. VP + TREASURER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
THOMAS F. BLANEY		6/16/11		P00234022

Firm's name ▶ O'CONNOR DAVIES MUNNS & DOBBINS, LLP

Firm's EIN ▶ 13-3385019

Firm's address ▶ 60 EAST 42ND STREET
NEW YORK, NY 10165-3698

Phone no. (212) 286-2600

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST	30.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	30.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CAPITAL GAIN DISTRIBUTIONS	2,497,770.	2,497,770.	0.
DIVIDEND INCOME	1,615,721.	0.	1,615,721.
INTEREST INCOME	324,333.	0.	324,333.
TOTAL TO FM 990-PF, PART I, LN 4	4,437,824.	2,497,770.	1,940,054.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
REAL ESTATE RENT	1	2,311,621.
TOTAL TO FORM 990-PF, PART I, LINE 5A		2,311,621.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
REAL ESTATE EXPENSES		1,235,700.	
- SUBTOTAL -	1		1,235,700.
TOTAL RENTAL EXPENSES			1,235,700.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			1,075,921.

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	154,569.	154,569.	
REIMBURSED COSTS: 329 GARAGE	54,992.	54,992.	
ACCOUNTING INCOME	84,000.	84,000.	
TOTAL TO FORM 990-PF, PART I, LINE 11	293,561.	293,561.	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WINDERWEEDLE, HAINES, WARD & WOODMAN, P.A.	82,618.	33,200.		53,222.
OTHER LEGAL FEES	852.	213.		639.
TO FM 990-PF, PG 1, LN 16A	83,470.	33,413.		53,861.

FORM 990-PF ACCOUNTING FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
O'CONNOR DAVIES MUNNS & DOBBINS, LLP	36,816.	0.		36,816.
TO FORM 990-PF, PG 1, LN 16B	36,816.	0.		36,816.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	3,400.	850.		2,550.
U.S. TRUST	40,014.	40,014.		0.
SANFORD BERNSTEIN & CO, LLC	67,674.	67,674.		0.
DSM CAPITAL PARTNERS LLC	104,538.	104,538.		0.
WELLINGTON TRUST	78,250.	78,250.		0.
EVALUATION ASSOCIATES	86,984.	86,984.		0.
TO FORM 990-PF, PG 1, LN 16C	380,860.	378,310.		2,550.

FORM 990-PF TAXES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	146,483.	0.		0.
REAL ESTATE TAXES	274,805.	262,118.		12,687.
FOREIGN TAX	2,527.	2,527.		0.
TO FORM 990-PF, PG 1, LN 18	423,815.	264,645.		12,687.

FORM 990-PF OTHER EXPENSES STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	108,411.	65,949.		42,642.
REPAIRS AND MAINTENANCE	321,242.	190,052.		135,786.
OFFICE EXPENSES	49,018.	15,636.		38,355.
GOVERNANCE	2,341.	0.		2,341.
MISCELLANEOUS	15,061.	11,443.		3,618.
SECURITY EXPENSES	18,090.	11,633.		6,457.
TELEPHONE EXPENSES	14,330.	4,841.		9,489.
DUES & SUBSCRIPTIONS	1,944.	486.		1,458.
UTILITIES	237,402.	206,172.		31,230.
ADVERTISING	1,347.	1,347.		0.
LEASE AMORTIZATION	102,996.	102,996.		0.
OTHER LIMITED PARTNERSHIP EXPENSE	10,424.	10,424.		0.
	882,606.	620,979.		271,376.

TO FORM 990-PF, PG 1, LN 23

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT BONDS - SEE ATTACHMENT A	X		4,174,213.	4,174,213.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,174,213.	4,174,213.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,174,213.	4,174,213.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHMENT A	29,497,142.	29,497,142.
TOTAL TO FORM 990-PF, PART II, LINE 10B	29,497,142.	29,497,142.

FORM 990-PF CORPORATE BONDS STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHMENT A	3,129,110.	3,129,110.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,129,110.	3,129,110.

FORM 990-PF OTHER INVESTMENTS STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CASH HELD FOR INVESTMENT	FMV	839,838.	839,838.
MUTUAL FUNDS - SEE ATTACHMENT A	FMV	31,963,750.	31,963,750.
LIMITED PARTNERSHIP - SEE ATTACHMENT A	FMV	14,482,704.	14,482,704.
TOTAL TO FORM 990-PF, PART II, LINE 13		47,286,292.	47,286,292.

FORM 990-PF OTHER ASSETS STATEMENT 15

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
RENT & MAINTENANCE COSTS RECEIVABLE	25,236.	84,886.	84,886.
ACCRUED INTEREST & DIVIDENDS	122,536.	145,442.	145,442.
DEFERRED LEASE COSTS, NET	254,767.	190,939.	190,939.
PREPAID EXCISE TAX	56,868.	0.	0.
DEPOSITS AND OTHER ASSETS	6,781.	4,219.	4,219.
TO FORM 990-PF, PART II, LINE 15	466,188.	425,486.	425,486.

FORM 990-PF OTHER LIABILITIES STATEMENT 16

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
RENTAL SECURITY DEPOSITS	228,793.	51,036.
FEDERAL EXCISE TAX PAYABLE	0.	39,615.
DEFERRED FEDERAL EXCISE TAX PAYABLE	0.	70,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	228,793.	160,651.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD L. BAKER PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
SUZANNE H. BOICE PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
MARY W. CHRISTIAN PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
HERBERT W. HOLM PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
KATHLEEN H. KRAFT PO BOX 40 WINTER PARK, FL 32790	SECRETARY 0.50	0.	0.	0.
RICHARD M. STRAUSS PO BOX 40 WINTER PARK, FL 32790	EXECUTIVE VICE PRESIDENT & TREASURER 35.00	225,915.	41,787.	0.
R. MICHAEL STRICKLAND PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
HAROLD A. WARD, III PO BOX 40 WINTER PARK, FL 32790	PRESIDENT & CHAIRMAN 0.50	0.	0.	0.
DOUGLAS A. WOODMAN PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
VICTOR E. WOODMAN PO BOX 40 WINTER PARK, FL 32790	VICE PRESIDENT & ASSISTANT SECRETARY 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		225,915.	41,787.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 18
PART VII-B, LINE 5C

GRANTEE'S NAME

SEE STATEMENT # 19

GRANTEE'S ADDRESS

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED

PURPOSE OF GRANT

ELIZABETH MORSE GENIUS FOUNDATION

ID#: 13-6115217

FORM 990-PF
2010 TAX YEAR

STATEMENT #19

PART VII-B - SUPPLEMENTARY INFORMATION
Line 5C – Grants & Contributions

1. Grantee's name & address:

   Charles Hosmer Morse Foundation, Inc
   445 Park Avenue North
   Winter, Park, FL 32789

2. Date and amount of the grant:

   Grants totaling $3,500,000 were paid to the Charles Hosmer Morse Foundation, Inc. during the current tax year for operations.

3. Purpose of the grant:

   The purpose of the grants paid was to provide for the general support of the Charles Hosmer Morse Foundation, Inc to enable it to carry out its charitable purposes. The grant that was accrued at the 2008 year end is to help with the physical expansion of the Museum for 2009 and 2010.

4. As of December 31, 2010, the entire grant had been expended by the Charles Hosmer Morse Foundation, Inc

5. To the knowledge of the taxpayer, no portion of the funds contributed by Charles Hosmer Morse Foundation, Inc has been diverted from the purposes of the grant.

6. Charles Hosmer Morse Foundation, Inc provided the Elizabeth Morse Genius Foundation with an Annual Report in April 2010.

The purpose of this statement is to satisfy the report-making requirements of Section 4945(h)(3) of the Internal Revenue Code of 1986, as amended, regarding taxpayer expenditure responsibility.

Elizabeth Morse Genius Foundation
EIN #13-6115217
Schedule of Investments
December 31, 2010

Common Stocks		
Attachment A-1	$ 13,451,287	
Attachment A-2	3,699,187	
Attachment A-3	12,346,668	
		$ 29,497,142

U.S Government Bonds		
Attachment A-4	$ 4,174,213	
		$ 4,174,213

Corporate Bonds		
Attachment A-4	$ 3,129,110	
		$ 3,129,110

Mutual Funds		
AllianceBernstein International	$ 9,917,717	
Columbia International Value Fund Class Z Shares	14,364,699	
PIMCO Total Return Inst	7,681,334	
		$ 31,963,750

Limited Partnerships		
Wellington Trust Company CTF Small Cap 2000	$ 14,482,704	
		$ 14,482,704

ATTACHMENT A

Portfolio Appraisal
December 31, 2010
Elizabeth Morse Genius Foundation

		Cost/ Share	Total Cost	Price/ Share	Market Value	% Port	Gain/Loss	% GL	Income	% Yield
Total Cash/Cash Equivalents			**$85,276**		**$85,276**	**0.6**			**$26**	**0.0**
Equities										
4,400	3M Company	83.02	365,306	86.30	379,720	2.8	14,414	3.9	9,240	2.4
12,400	Adobe	33 19	411,600	30.78	381,672	2.8	(29,928)	(7.3)	0	0.0
4,700	Allergan	63 81	299,909	68 67	322,749	2.4	22,840	7 6	940	0.3
7,350	Altera Corp	22 06	162,148	35 58	261,513	1.9	99,365	61 3	1,764	0.7
2,625	Apple Computer	113.21	297,166	322.56	846,720	6.3	549,554	184 9	0	0.0
5,350	Baker Hughes	50.19	268,512	57.17	305,860	2.3	37,347	13.9	3,210	1.0
7,800	C H. Robinson Worldwide	64 02	499,322	80.19	625,482	4 6	126,160	25 3	9,048	1.4
15,000	Celgene	64.85	972,714	59.14	887,100	6 6	(85,614)	(8.8)	0	0.0
7,950	Cognizant Technology Solutions	28.39	225,704	73.29	582,656	4.3	356,951	158 1	0	0.0
11,050	Danone S.A.	12.67	140,012	12 62	139,406	1.0	(606)	(0 4)	2,232	1.6
4,750	Discovery Communications	43.06	204,548	41.70	198,075	1.5	(6,473)	(3.2)	0	0.0
1,050	Dolby Laboratories	67 44	70,811	66.70	70,035	0.5	(776)	(1.1)	0	0 0
8,450	Expeditors International	38.08	321,782	54.60	461,370	3.4	139,588	43.4	3,380	0.7
2,350	F5 Networks	70 77	166,316	130.16	305,876	2.3	139,560	83.9	0	0 0
1,177	Google	468 26	551,141	593.97	699,103	5.2	147,962	26.8	0	0.0
1,600	Intuitive Surgical	304.81	487,703	257.75	412,400	3.0	(75,303)	(15.4)	0	0.0
14,150	Invesco Ltd	22.23	314,623	24 06	340,449	2.5	25,826	8.2	6,226	1.8
11,900	Juniper Networks	32.89	391,404	36.92	439,348	3.2	47,944	12.2	0	0.0
4,720	McDonald's	69 03	325,841	76.76	362,307	2.7	36,466	11.2	11,517	3.2
6,450	Nestle SA	50 65	326,683	58.74	378,862	2.8	52,179	16.0	5,786	1.5
9,350	NetApp	29.66	277,282	54.96	513,876	3 8	236,594	85.3	0	0.0
2,140	Novo Nordisk A/S	47.37	101,371	112.57	240,900	1.8	139,528	137.6	2,095	0 9
7,050	Omnicom Group	46.11	325,064	45.80	322,890	2.4	(2,174)	(0.7)	5,640	1.7
5,550	PepsiCo	59.57	330,590	65.33	362,582	2 7	31,991	9.7	10,656	2.9
3,800	Praxair	76.68	291,366	95 47	362,786	2.7	71,420	24.5	6,840	1.9
1,300	Priceline.com	225 28	292,869	399.55	519,415	3 8	226,546	77.4	0	0.0
2,350	Rovi Corp	57.58	135,303	62.01	145,724	1 1	10,421	7.7	0	0.0

ATTACHMENT A-1

Portfolio Appraisal
December 31, 2010
Elizabeth Morse Genius Foundation

		Cost/ Share	Total Cost	Price/ Share	Market Value	% Port	Gain/Loss	% GL	Income	% Yield
Equities										
6,850	SABMiller	28.88	197,848	35 33	242,004	1.8	44,155	22.3	4,617	1.9
8,200	Schlumberger	65.59	537,837	83.50	684,700	5 1	146,863	27.3	6,888	1.0
4,600	Shire PLC	72 03	331,331	72.38	332,948	2.5	1,617	0.5	1,587	0.5
7,750	State Street	44.15	342,170	46.34	359,135	2.7	16,965	5.0	310	0.1
6,900	Target	51.41	354,713	60.13	414,897	3.1	60,184	17.0	6,900	1.7
9,950	Tencent Holdings	23.10	229,880	21.73	216,186	1.6	(13,694)	(6.0)	408	0.2
4,800	Varian Medical Systems	39.37	188,984	69.28	332,544	2.5	143,560	76.0	0	0.0
Total Equities			**$10,739,854**		**$13,451,287**	**99.4**	**$2,711,432**	**25.2**	**$99,283**	**0.7**

ATTACHMENT A-1

DSM Capital Partners LLC

100A 000000063122532 L

Vanguard®

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December 31, 2010, year-to-date statement

▶ ELIZABETH MORSE GENIUS FOUNDATION

Vanguard funds

	Fund & Account	Ticker Symbol	Average Cost	Total Cost	Value on 12/31/2009	Value on 12/31/2010
Infla-Protected Sec Inst	1190-88036292299	VIPIX	$9.84	$3,500,000 00	$3,571,138 21	$3,699,186 99
					$3,571,138.21	**$3,699,186.99**

Vanguard funds activity detail

Infla-Protected Sec Inst 1190-88036292299

Purchases	Withdrawals	Dividends
$0.00	$0.00	$96,036.59

4151.03A

30-day SEC yield as of 12/31/2010* 0.53%

*Based on holdings' yield to maturity for last 30 days; distribution may differ. For updated information, visit vanguard.com.

Date	Transaction	Amount	Share Price	Shares Transacted	Total Shares Owned	Value
	Beginning balance on 12/31/2009		$10.04		355,691.057	$3,571,138.21
03/29	Income div wire 057	$20,274.39			355,691 057	
06/28	Income div wire 043	15,294 72			355,691.057	
09/27	Income div wire 03	10,670 73			355,691.057	
12/28	Income div wire 14	49,796.75			355,691.057	
	Ending balance on 12/31/2010		**$10.40**		**355,691.057**	**$3,699,186.99**

ATTACHMENT A-2

Quantity		Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
PORTFOLIO TOTALS								
TOTAL EQUITIES				**$10,795,587.93**	**$12,346,668.00**	**$224,269**	**1.82%**	**95.9%**
NET CASH				**$533,254.05**	**$533,254.05**	**$907**	**0.17%**	**4.1%**
PORTFOLIO VALUE				**$11,328,841.98**	**$12,879,922.05**	**$225,175**	**1.75%**	**100.0%**
TOTAL ACCRUED DIVIDENDS					**$12,877.82**			
TOTAL PORTFOLIO WITH ACCRUED DIVIDENDS					**$12,892,799.87**			
EQUITIES								
TOTAL EQUITIES				**$10,795,587.93**	**$12,346,668.00**	**$224,269**	**1.82%**	**95.9%**
CASH								
533,254	CASH - US	$1.00	$1.00	$533,254.05	$533,254.05	$907	0.17%	4.1%
FINANCIAL								
PROPERTY - CASUALTY INSURANCE								
950	ACE LTD	$48.40	$62.25	$45,983.84	$59,137.50	$1,254	2.12%	0.5%
3,500	TRAVELERS COS INC/THE	$44.84	$55.71	$156,925.49	$194,985.00	$5,040	2.58%	1.5%
2,900	XL GROUP PLC	$14.95	$21.82	$43,367.65	$63,278.00	$1,160	1.83%	0.5%
	Total			$246,276.98	$317,400.50	$7,454	2.35%	2.5%
MISC. FINANCIAL								
750	GOLDMAN SACHS GROUP INC	$160.90	$168.16	$120,676.20	$126,120.00	$1,050	0.83%	1.0%
4,700	MORGAN STANLEY	$25.05	$27.21	$117,719.65	$127,887.00	$940	0.74%	1.0%
	Total			$238,395.85	$254,007.00	$1,990	0.78%	2.0%
FINANCE - PERSONAL LOANS								
3,100	CAPITAL ONE FINANCIAL CORP	$42.19	$42.56	$130,790.14	$131,936.00	$620	0.47%	1.0%
MULTI-LINE INSURANCE								
4,300	HEALTH NET INC	$28.86	$27.29	$124,091.98	$117,347.00	—	—	0.9%
BANKS - NYC								
12,700	JPMORGAN CHASE & CO	$39.87	$42.42	$506,299.52	$538,734.00	$2,540	0.47%	4.2%
MAJOR REGIONAL BANKS								
4,600	BB&T CORP	$27.06	$26.29	$124,473.42	$120,934.00	$2,760	2.28%	0.9%

ELIZABETH MORSE GENIUS FOUNDATION (037-23769)

Portfolio Valuation

As of December 31, 2010
Reporting Currency: US dollars

Quantity	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
2,100 COMERICA INC	$43 86	$42 24	$92,099 91	$88,704 00	$840	0 95%	0 7%
8,500 FIFTH THIRD BANCORP	$13 35	$14 68	$113,495.90	$124,780.00	$340	0 27%	1 0%
18,000 WELLS FARGO & COMPANY	$27 41	$30.99	$493,443 46	$557,820.00	$3,600	0.65%	4 3%
Total			$823,512 69	$892,238 00	$7,540	0 85%	6 9%
TOTAL FINANCIAL			**$2,069,367.16**	**$2,251,662.50**	**$20,144**	**0.89%**	**17.5%**
UTILITIES							
TELEPHONE							
4,400 AT&T INC	$26 64	$29.38	$117,203 32	$129,272 00	$7,568	5.85%	1.0%
2,700 CENTURYLINK INC	$37 51	$46.17	$101,278.62	$124,659 00	$7,830	6 28%	1 0%
6,900 VODAFONE GROUP PLC-SP ADR	$20 06	$26 43	$138,427.19	$182,367 00	$6,400	3 51%	1.4%
Total			$356,909 13	$436,298 00	$21,798	5 00%	3 4%
ELECTRIC COMPANIES							
3,200 CONSTELLATION ENERGY GROUP	$28 83	$30 63	$92,266 56	$98,016 00	$3,072	3.13%	0 8%
2,400 EDISON INTERNATIONAL	$37 49	$38.60	$89,981 04	$92,640 00	$3,072	3 32%	0.7%
3,700 NISOURCE INC	$11 75	$17 62	$43,475 10	$65,194 00	$3,404	5 22%	0.5%
Total			$225,722 70	$255,850 00	$9,548	3 73%	2.0%
TOTAL UTILITIES			**$582,631.83**	**$692,148.00**	**$31,346**	**4.53%**	**5.4%**
CONSUMER GROWTH							
ENTERTAINMENT							
2,200 ROYAL CARIBBEAN CRUISES LTD	$26 89	$47 00	$59,163 28	$103,400 00	—	—	0 8%
3,700 TIME WARNER INC	$25 33	$32.17	$93,732 30	$119,029.00	$3,145	2.64%	0 9%
2,000 VIACOM INC-CLASS B	$38 01	$39 61	$76,025.00	$79,220 00	$1,200	1.51%	0.6%
Total			$228,920 58	$301,649 00	$4,345	1 44%	2 3%
RADIO - TV BROADCASTING							
1,800 CABLEVISION SYS CORP	$24 93	$33 84	$44,872 02	$60,912 00	$900	1.48%	0 5%
9,100 COMCAST CORP-CL A	$18 79	$21 97	$171,033 77	$199,927 00	$3,440	1 72%	1.6%
2,800 DIRECTV-CLASS A	$41 96	$39.93	$117,481.00	$111,804 00	—	—	0.9%
4,700 TIME WARNER CABLE	$30 89	$66.03	$145,182.67	$310,341 00	—	—	2 4%
Total			$478,569 46	$682,984 00	$4,340	0 64%	5 3%
PUBLISHING - NEWSPAPERS							
4,500 GANNETT CO	$12 22	$15 09	$54,971 55	$67,905 00	$720	1.06%	0.5%
14,600 NEWS CORP	$7 39	$14.56	$107,829 94	$212,576 00	$2,190	1 03%	1 7%
Total			$162,801 49	$280,481 00	$2,910	1 04%	2 2%

ATTACHMENT A-3

Quantity	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
DRUGS							
7,400 ASTRAZENECA PLC-SPONS ADR	$44 44	$46.19	$328,838 52	$341,806 00	$10,360	3 03%	2.7%
29,100 PFIZER INC	$19 91	$17.51	$579,465.97	$509,541 00	$23,280	4 57%	4.0%
Total			$908,304 49	$851,347 00	$33,640	3 95%	6 6%
HOSPITAL SUPPLIES							
9,000 JOHNSON & JOHNSON	$59.50	$61 85	$535,470.74	$556,650 00	$19,440	3 49%	4 3%
TOTAL CONSUMER GROWTH			**$2,314,066.76**	**$2,673,111.00**	**$64,675**	**2.42%**	**20.8%**
CONSUMER STAPLES							
TOBACCO							
7,400 ALTRIA GROUP INC	$21 83	$24.62	$161,570 44	$182,188 00	$11,248	6 17%	1.4%
FOODS							
3,400 BUNGE LTD	$53 79	$65.52	$182,879 27	$222,768 00	$3,128	1.40%	1 7%
1,700 KIMBERLY-CLARK CORP	$65 08	$63 04	$110,634 30	$107,168 00	$4,488	4 19%	0 8%
8,200 SARA LEE CORP	$14 75	$17 51	$120,962.55	$143,582 00	$3,772	2 63%	1 1%
6,600 SMITHFIELD FOODS INC	$15 68	$20.63	$103,479.42	$136,158.00	—	—	1 1%
Total			$517,955 54	$609,676 00	$11,388	1 87%	4.7%
SUGAR REFINERS							
2,000 ARCHER-DANIELS-MIDLAND CO	$30 62	$30 08	$61,233.60	$60,160 00	$1,200	1 99%	0 5%
BEVERAGES - SOFT, LITE & HARD							
7,700 CONSTELLATION BRANDS INC-A	$15 39	$22.15	$118,504 60	$170,555.00	—	—	1 3%
TOTAL CONSUMER STAPLES			**$859,264.18**	**$1,022,579.00**	**$23,836**	**2.33%**	**7.9%**
CONSUMER CYCLICALS							
AUTOS & AUTO PARTS OEMS							
9,400 FORD MOTOR CO	$11 89	$16 79	$111,735 60	$157,826 00	—	—	1.2%
1,800 GENERAL MOTORS CO	$33 62	$36 86	$60,522 84	$66,348.00	—	—	0.5%
Total			$172,258 44	$224,174 00	—	—	1 7%
RETAILERS							
9,600 GAP INC/THE	$20 26	$22.14	$194,456.52	$212,544 00	$3,840	1.81%	1.7%
1,900 KOHLS CORP	$51 46	$54 34	$97,778 75	$103,246 00	—	—	0.8%
10,500 KROGER CO	$23 22	$22.36	$243,856 95	$234,780 00	$4,410	1 88%	1.8%
3,300 LOWE'S COS INC	$25 34	$25 08	$83,628 60	$82,764 00	$1,452	1.75%	0 6%
17,400 OFFICE DEPOT INC	$6 98	$5 40	$121,491 00	$93,960 00	—	—	0.7%
10,300 SAFEWAY INC	$24 57	$22 49	$253,108 10	$231,647 00	$4,944	2 13%	1 8%

Quantity	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
Total			$994,319 92	$958,941 00	$14,646	1 53%	7 4%
TOTAL CONSUMER CYCLICALS			**$1,166,578.36**	**$1,183,115.00**	**$14,646**	**1.24%**	**9.2%**
INDUSTRIAL COMMODITIES							
ALUMINUM							
8,900 ALCOA INC	$13 93	$15 39	$123,996 99	$136,971 00	$1,068	0.78%	1 1%
MISC METALS							
3,900 COMMERCIAL METALS CO	$14.39	$16 59	$56,109.69	$64,701 00	$1,872	2 89%	0.5%
CHEMICALS							
1,400 AGRIUM INC	$71 55	$91 75	$100,165 62	$128,450 00	$154	0 12%	1 0%
MISC INDUSTRIAL COMMODITIES							
1,800 CLIFFS NATURAL RESOURCES INC	$64 13	$78 01	$115,440 48	$140,418 00	$1,008	0 72%	1 1%
TOTAL INDUSTRIAL COMMODITIES			**$395,712.78**	**$470,540.00**	**$4,102**	**0.87%**	**3.7%**
CAPITAL EQUIPMENT							
ELECTRICAL EQUIPMENT							
9,200 GENERAL ELECTRIC CO	$15 84	$18.29	$145,756.22	$168,268 00	$5,152	3 06%	1.3%
MACHINERY							
1,900 EATON CORP	$94 61	$101 51	$179,757 00	$192,869 00	$4,408	2 29%	1.5%
MISC CAPITAL GOODS							
6,800 INGERSOLL-RAND PLC	$35 55	$47 09	$241,752 65	$320,212 00	$1,904	0 59%	2 5%
2,700 PARKER HANNIFIN CORP	$70 14	$86 30	$189,380 00	$233,010 00	$3,132	1 34%	1 8%
Total			$431,132 65	$553,222 00	$5,036	0 91%	4 3%
DEFENSE							
5,800 NORTHROP GRUMMAN CORP	$55 19	$64.78	$320,107.49	$375,724 00	$10,904	2 90%	2 9%
1,300 RAYTHEON COMPANY	$53 44	$46.34	$69,466.54	$60,242 00	$1,950	3 24%	0.5%
Total			$389,574.03	$435,966 00	$12,854	2 95%	3.4%
AUTO TRUCKS - PARTS							
1,600 LEAR CORP	$69 91	$98.71	$111,861 74	$157,936 00	—	—	1 2%
TOTAL CAPITAL EQUIPMENT			**$1,258,081.64**	**$1,508,261.00**	**$27,450**	**1.82%**	**11.7%**
TECHNOLOGY							
COMMUNICATION - EQUIP MFRS.							
8,700 CORNING INC	$14 77	$19 32	$128,512 56	$168,084 00	$1,740	1 04%	1.3%
COMPUTERS							
7,300 DELL INC	$13 91	$13.55	$101,518 91	$98,915 00	—	—	0 8%

Quantity	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
4,300 HEWLETT-PACKARD CO	$43 43	$42 10	$186,737 80	$181,030 00	$1,376	0.76%	1.4%
Total			$288,256 71	$279,945 00	$1,376	0 49%	2 2%
COMPUTER SERVICES/SOFTWARE							
5,900 MICROSOFT CORP	$25 46	$27.92	$150,226.58	$164,728 00	$3,776	2.29%	1.3%
COMPUTER/INSTRUMENTATION							
3,900 GARMIN LTD	$31 90	$30 99	$124,399 60	$120,861 00	$5,850	4.84%	0.9%
4,550 TYCO ELECTRONICS LTD	$23 59	$35 40	$107,347.13	$161,070 00	$2,912	1.81%	1.3%
Total			$231,746 73	$281,931 00	$8,762	3 11%	2 2%
TOTAL TECHNOLOGY			**$798,742.58**	**$894,688.00**	**$15,654**	**1.75%**	**6.9%**
SERVICES							
AIR TRANSPORT							
13,700 DELTA AIR LINES INC	$13 49	$12 60	$184,837 31	$172,620.00	—	—	1.3%
ENERGY							
OFFSHORE DRILLING							
2,700 ENSCO PLC- SPON ADR	$43 59	$53 38	$117,682.47	$144,126 00	$3,780	2 62%	1 1%
OILS - INTEGRATED INTERNATIONAL							
2,200 NEWFIELD EXPLORATION CO	$52 56	$72 11	$115,640 36	$158,642 00	—	—	1 2%
OILS - INTEGRATED DOMESTIC							
2,900 CONOCOPHILLIPS	$52 12	$68 10	$151,152.30	$197,490 00	$6,380	3.23%	1.5%
4,650 DEVON ENERGY CORPORATION	$57 51	$78 51	$267,437 60	$365,071 50	$2,976	0.82%	2 8%
2,500 HESS CORP	$56 92	$76 54	$142,301 20	$191,350.00	$1,000	0.52%	1 5%
6,800 MARATHON OIL CORP	$32.33	$37 03	$219,862 76	$251,804 00	$6,800	2 70%	2 0%
7,400 NEXEN INC	$20.57	$22 90	$152,228.64	$169,460 00	$1,480	0 87%	1 3%
Total			$932,982 50	$1,175,175 50	$18,636	1.59%	9.1%
TOTAL ENERGY			**$1,166,305.33**	**$1,477,943.50**	**$22,416**	**1.52%**	**11.5%**

ATTACHMENT A-3

Settlement Date

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									
Cash Equivalents									
24,919.080	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	994458719	$24,919.08	0.3%	$24,919.08 1.000	$0.00	$1.79	$32.39	0.1%
48,392.390	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	48,392.39	0.7	48,392.39 1.000	0.00	7.82	62.91	0.1
	Total Cash Equivalents		**$73,311.47**	**1.0%**	**$73,311.47**	**$0.00**	**$9.61**	**$95.30**	**0.1%**
Total Cash/Currency			**$73,311.47**	**1.0%**	**$73,311.47**	**$0.00**	**$9.61**	**$95.30**	**0.1%**
Fixed Income									
Investment Grade Taxable									
	2011								
50,000.000	NORTHROP GRUMMAN CORP NT DTD 02/27/01 7.125% DUE 02/15/11 Moody's: BAA1 S&P: BBB+	666807AT9	$50,350.50 100.701	0.7%	$58,357.00 116.714	-$8,006.50	$1,345.83	$3,562.50	7.1% 1.4
110,000.000	COCA-COLA CO NT DTD 03/26/01 5.750% DUE 03/15/11 Moody's: AA3 S&P: A+	191216AH3	111,149.50 101.045	1.5	119,453.40 108.594	-8,303.90	1,862.36	6,325.00	5.7 0.7
60,000.000	CONAGRA FOODS INC BD DTD 09/10/01 6.750% DUE 09/15/11 Moody's: BAA2 S&P: BBB	205887BA9	62,440.20 104.067	0.8	62,311.20 103.852	129.00	1,192.50	4,050.00	6.5 0.9
	2012								
75,000.000	JPMORGAN CHASE & CO GLOBAL SR HLDG CO NT DTD 12/14/04 4.500% DUE 01/15/12 Moody's: AA3 S&P: A+	46625HCA6	77,763.75 103.685	1.1	72,079.50 96.106	5,684.25	1,556.25	3,375.00	4.3 0.8
350,000.000	UNITED STATES TREAS NT DTD 03/16/09 1.375% DUE 03/15/12 Moody's: AAA S&P: AAA	912828KG4	354,347.00 101.242	4.8	352,396.28 100.685	1,950.72	1,435.77	4,812.50	1.4 0.4

ATTACHMENT A-4

Settlement Date

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP Sector (2)		Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)										
Investment Grade Taxable (cont)										
60,000.000	KROGER CO NT DTD 04/03/02 6.750% DUE 04/15/12 Moody's: BAA2 S&P: BBB	501044CC3	☒	64,051.80 106.753	0.9	63,267.00 105.445	784.80	855.00	4,050.00	6.3 1.5
60,000.000	VALERO ENERGY CORP NEW NT DTD 04/15/02 6.875% DUE 04/15/12 Moody's: BAA2 S&P: BBB	91913YAD2	☒	63,850.80 106.418	0.9	62,869.20 104.782	981.60	870.83	4,125.00	6.5 1.9
275,000.000	FEDERAL FARM CR BKS CONS BD DTD 09/19/02 4.750% DUE 09/19/12 Moody's: AAA S&P: AAA	31331QBX4	☒	294,365.50 107.042	4.0	275,701.25 100.255	18,664.25	3,701.04	13,062.50	4.4 0.7
110,000.000	DEERE JOHN CAP CORP MTN SER D DTD 12/17/07 4.950% DUE 12/17/12 Moody's: A2 S&P: A	24422EQM4	☒	118,648.20 107.862	1.6	113,351.70 103.047	5,296.50	211.75	5,445.00	4.6 1.0
	2013									
100,000.000	UNITED STATES TREAS NT DTD 01/15/10 1.375% DUE 01/15/13 Moody's: AAA S&P: AAA	912828MG2	☒	101,523.00 101.523	1.4	101,617.52 101.618	-94.52	635.19	1,375.00	1.4 0.8
35,000.000	DOMINION RES INC VA NEW SR NT DTD 03/06/03 5.000% DUE 03/15/13 Moody's: BAA2 S&P: A-	25746UAM1	☒	37,598.40 107.424	0.5	34,218.10 97.766	3,380.30	515.27	1,750.00	4.7 1.7
80,000.000	BANK NEW YORK INC UNSECD MEDIUM TERM SR NT SER G DTD 03/27/08 4.500% DUE 04/01/13 Moody's: AA2 S&P: AA-	06406HBJ7	☒	85,622.40 107.028	1.2	79,856.00 99.820	5,766.40	900.00	3,600.00	4.2 1.4
50,000.000	ERP OPER LTD PARTNERSHIP NT DTD 03/19/03 5.200% DUE 04/01/13 Moody's: BAA1 S&P: BBB+	26884AAQ6	☒	53,793.50 107.587	0.7	51,510.50 103.021	2,283.00	650.00	2,600.00	4.8 1.9

ATTACHMENT A-4

Settlement Date

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
100,000.000	GENERAL DYNAMICS CORP NT DTD 05/15/03 4.250% DUE 05/15/13 Moody's: A2 S&P: A	369550AK4	✓ 107,479.00 107.479	1.5	95,744.00 95.744	11,735.00	543.05	4,250.00	4.0 1.2
80,000.000	UNITED STATES TREAS NT DTD 05/17/10 1.375% DUE 05/15/13 Moody's: AAA S&P: AAA	912828NC0	✓ 81,150.40 101.438	1.1	81,031.52 101.289	118.88	142.81	1,100.00	1.4 0.9
60,000.000	CAROLINA PWR & LT DTD 9/11/2003 5.125% DUE 9/15/2013 Moody's: A1 S&P: A	144141CT3	65,813.40 109.689	0.9	59,736.00 99.560	6,077.40	905.42	3,075.00	4.7 1.6
250,000.000	FEDERAL NATL MTG ASSN NT CALL 3/17/11 @100 DTD 09/17/10 1.125% DUE 09/17/13 Moody's: AAA S&P: AAA	31398A3L4	✓ 249,422.50 99.769	3.4	250,000.00 100.000	-577.50	812.50	2,812.50	1.1 1.3
65,000.000	*2014* HEWLETT PACKARD CO NT DTD 12/05/08 6.125% DUE 03/01/14 Moody's: A2 S&P: A	428236AT0	✓ 73,607.30 113.242	1.0	66,177.15 101.811	7,430.15	1,327.08	3,981.25	5.4 2.0
60,000.000	PACIFIC GAS & ELEC CO 1ST MTG BD DTD 03/23/04 4.800% DUE 03/01/14 Moody's: A3 S&P: BBB+	694308GD3	✓ 64,480.20 107.467	0.9	58,319.40 97.199	6,160.80	959.99	2,880.00	4.5 2.2
60,000.000	BOTTLING GROUP LLC SR NT DTD 10/24/08 6.950% DUE 03/15/14 Moody's: AA3 S&P: A	10138MAH8	✓ 69,528.60 115.881	0.9	63,597.60 105.996	5,931.00	1,227.83	4,170.00	6.0 2.0
285,000.000	FEDERAL HOME LN BK GLOBAL BD DTD 05/27/04 5.250% DUE 06/18/14 Moody's: AAA S&P: AAA	3133X7FK5	✓ 323,492.10 113.506	4.4	287,891.90 101.015	35,600.20	540.31	14,962.50	4.6 1.4
125,000.000	CITIGROUP INC SR UNSECD NT DTD 09/24/09 5.500% DUE 10/15/14 Moody's: A3 S&P: A	172967EZ0	✓ 134,681.25 107.745	1.8	125,440.00 100.352	9,241.25	1,451.39	6,875.00	5.1 3.3

Settlement Date

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
	2015								
180,000.000	FEDERAL HOME LN MTG CORP MTN DTD 01/21/05 4.500% DUE 01/15/15 Moody's: AAA S&P: AAA	3134A4UX0	198,826.20 110.459	2.7	176,304.37 97.947	22,521.83	3,735.00	8,100.00	4.1 1.9
55,000.000	UNITED STATES TREAS NT DTD 02/15/05 4.000% DUE 02/15/15 Moody's: AAA S&P: AAA	912828DM9	60,255.25 109.555	0.8	53,672.27 97.586	6,582.98	830.97	2,200.00	3.7 1.7
250,000.000	FEDERAL HOME LN MTG CORP NT DTD 07/14/05 4.375% DUE 07/17/15 Moody's: AAA S&P: AAA	3134A4VC5	275,755.00 110.302	3.7	239,943.25 95.977	35,811.75	4,982.64	10,937.50	4.0 2.1
240,000.000	UNITED STATES TREAS NT DTD 08/15/05 4.250% DUE 08/15/15 Moody's: AAA S&P: AAA	912828EE6	265,744.80 110.727	3.6	225,159.37 93.816	40,585.43	3,852.72	10,200.00	3.8 2.0
40,000.000	PRUDENTIAL FINL INC MTN SR NT DTD 09/15/09 4.750% DUE 09/17/15 Moody's: BAA2 S&P: A	74432QBJ3	42,319.20 105.798	0.6	40,010.00 100.025	2,309.20	548.89	1,900.00	4.5 3.6
240,000.000	FEDERAL NATL MTG ASSN BENCHMARK NT DTD 09/12/05 4.375% DUE 10/15/15 Moody's: AAA S&P: AAA	31359MZC0	264,177.60 110.074	3.6	229,278.50 95.533	34,899.10	2,216.66	10,500.00	4.0 2.3
165,000.000	FEDERAL HOME LN MTG CORP NT DTD 10/21/05 4.750% DUE 11/17/15 Moody's: AAA S&P: AAA	3134A4VG6	184,836.30 112.022	2.5	157,702.22 95.577	27,134.08	957.92	7,837.50	4.2 2.3
	2016								
40,000.000	DOW CHEM CO SR UNSECD NT DTD 11/09/10 2.500% DUE 02/15/16 Moody's: BAA3 S&P: BBB-	260543CD3	38,418.00 96.045	0.5	40,083.20 100.208	-1,665.20	144.44	1,000.00	2.6 3.5

ATTACHMENT A-4

Settlement Date

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
75,000.000	CISCO SYS INC NT DTD 02/22/06 5.500% DUE 02/22/16 Moody's: A1 S&P: A+	17275RAC6	85,583.25 114.111	1.2	74,706.00 99.608	10,877.25	1,478.12	4,125.00	4.8 2.7
200,000.000	UNITED STATES TREAS NT DTD 05/15/06 5.125% DUE 05/15/16 Moody's: AAA S&P: AAA	912828FF2	230,422.00 115.211	3.1	204,343.75 102.172	26,078.25	1,330.80	10,250.00	4.4 2.3
70,000.000	METLIFE INC SR UNSECD NT DTD 05/29/09 6.750% DUE 06/01/16 Moody's: A3 S&P: A-	59156RAU2	81,197.20 115.996	1.1	79,648.10 113.783	1,549.10	393.75	4,725.00	5.8 3.7
50,000.000	SEMPRA ENERGY SR UNSECD NT DTD 05/15/09 6.500% DUE 06/01/16 Moody's: BAA1 S&P: BBB+	816851AN9	58,045.50 116.091	0.8	50,555.00 101.110	7,490.50	270.83	3,250.00	5.6 3.4
150,000.000	2017 MORGAN STANLEY NT DTD 01/09/07 5.450% DUE 01/09/17 Moody's: A2 S&P: A	617446C23	155,553.00 103.702	2.1	148,497.00 98.998	7,056.00	3,905.83	8,175.00	5.3 4.9
75,000.000	WYETH NT DTD 03/27/07 5.450% DUE 04/01/17 Moody's: A1 S&P: AA	983024AM2	84,738.00 112.984	1.1	76,181.25 101.575	8,556.75	1,021.87	4,087.50	4.8 3.3
60,000.000	CVS CAREMARK CORP SR UNSECD NT DTD 05/25/07 5.750% DUE 06/01/17 Moody's: BAA2 S&P: BBB+	126650BH2	66,759.00 111.265	0.9	58,635.60 97.726	8,123.40	287.49	3,450.00	5.2 3.8
275,000.000	UNITED STATES TREAS NT DTD 11/15/07 4.250% DUE 11/15/17 Moody's: AAA S&P: AAA	912828HH6	303,165.50 110.242	4.1	275,311.53 100.113	27,853.97	1,517.44	11,687.50	3.9 2.8
100,000.000	UNITED TECHNOLOGIES CORP NT DTD 12/07/07 5.375% DUE 12/15/17 Moody's: A2 S&P: A	913017BM0	113,087.00 113.087	1.5	102,816.00 102.816	10,271.00	238.89	5,375.00	4.8 3.4

ATTACHMENT A-4

Settlement Date

U.S. TRUST
Bank of America Private Wealth Management

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2010 through Dec. 31, 2010

Units	*Description*	*CUSIP Sector (2)*	*Market Value/ Market Price*	*% of Total*	*Tax Cost/ Average Unit Cost*	*Unrealized Gain/Loss*	*Accrued Income*	*Estimated Annual Income*	*Cur Yld/ YTM*
Fixed Income (cont)									
Investment Grade Taxable (cont)									
	2018								
100,000.000	AT&T INC SR UNSECD BD DTD 05/13/08 5.600% DUE 05/15/18 Moody's: A2 S&P: A-	00206RAM4	111,574.00 111.574	1.5	113,825.00 113.825	-2,251.00	715.55	5,600.00	5.0 4.0
100,000.000	BERKSHIRE HATHAWAY FIN CORP SR NT DTD 11/15/08 5.400% DUE 05/15/18 Moody's: AA2 S&P: AA+	084664BE0	109,706.00 109.706	1.5	111,380.00 111.380	-1,674.00	690.00	5,400.00	4.9 4.0
100,000.000	DU PONT E I DE NEMOURS & CO SR NT DTD 07/28/08 6.000% DUE 07/15/18 Moody's: A2 S&P: A	263534BT5	114,980.00 114.980	1.6	101,391.00 101.391	13,589.00	2,766.67	6,000.00	5.2 3.9
	2019								
105,000.000	CONOCOPHILLIPS GTD NT DTD 02/03/09 5.750% DUE 02/01/19 Moody's: A1 S&P: A	20825CAR5	119,659.05 113.961	1.6	104,602.05 99.621	15,057.00	2,515.62	6,037.50	5.0 3.9
105,000.000	PNC FDG CORP CO GTD SR NT DTD 06/09/09 6.700% DUE 06/10/19 Moody's: A3 S&P: A	693476BF9	120,890.70 115.134	1.6	104,734.70 99.747	16,156.00	410.37	7,035.00	5.8 4.6
40,000.000	LINCOLN NATL CORP IND UNSECD SR NT DTD 06/22/09 8.750% DUE 07/01/19 Moody's: BAA2 S&P: A-	534187AX7	50,034.00 125.085	0.7	46,578.80 116.447	3,455.20	1,749.99	3,500.00	7.0 5.2
285,000.000	UNITED STATES TREAS NT DTD 11/16/09 3.375% DUE 11/15/19 Moody's: AAA S&P: AAA	912828LY4	290,945.10 102.086	3.9	286,816.96 100.638	4,128.14	1,248.84	9,618.75	3.3 3.3
	2020								
75,000.000	GENERAL ELEC CAP CORP UNSECD SR MTN DTD 01/08/10 5.500% DUE 01/08/20 Moody's: AA2 S&P: AA+	36962G4J0	80,211.75 106.949	1.1	74,788.50 99.718	5,423.25	1,982.29	4,125.00	5.1 4.7

ATTACHMENT A-4

Settlement Date

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
55,000.000	KRAFT FOODS INC SR UNSECD NT DTD 02/08/10 5.375% DUE 02/10/20 Moody's: BAA2 S&P: BBB-	50075NBA1	✱ 59,194.85 107.627	0.8	55,256.85 100.467	3,938.00	1,157.86	2,956.25	5.0 4.5
215,000.000	UNITED STATES TREAS NT DTD 08/16/10 2.625% DUE 08/15/20 Moody's: AAA S&P: AAA	912828NT3	✱ 203,830.75 94.805	2.8	214,077.03 99.571	-10,246.28	2,131.74	5,643.75	2.8 3.4
	2022								
95,513.914	FEDERAL NATL MTG ASSN POOL #256557 DTD 12/01/06 5.500% DUE 01/01/22 Moody's: AAA S&P: AAA	31371M5S2	102,812.13 107.641	1.4	95,304.98 99.781	7,507.15	437.77	5,253.27	5.1
148,357.097	FEDERAL HOME LN MTG CORP POOL #J05593 DTD 09/01/07 6.000% DUE 09/01/22 Moody's: AAA S&P: AAA	3128PHGA3	162,752.19 109.703	2.2	151,695.13 102.250	11,057.06	741.79	8,901.43	5.5
	2023								
172,489.080	FEDERAL NATL MTG ASSN POOL #929812 DTD 08/01/08 5.000% DUE 08/01/23 Moody's: AAA S&P: AAA	31412NAM8	183,081.63 106.141	2.5	169,308.81 98.156	13,772.82	718.70	8,624.45	4.7
30,896.734	FEDERAL NATL MTG ASSN POOL #970632 DTD 10/01/08 5.000% DUE 10/01/23 Moody's: AAA S&P: AAA	31414MY59	32,794.10 106.141	0.4	31,442.25 101.766	1,351.85	128.74	1,544.84	4.7
	2025								
8,840.910	GOVERNMENT NATL MTG ASSN POOL #396504 DTD 02/01/95 9.000% DUE 02/15/25 Moody's: AAA S&P: AAA	36205PNV9	10,513.52 118.919	0.1	8,918.25 100.875	1,595.27	66.31	795.68	7.6
	Total Investment Grade Taxable		**$6,907,021.87**	**93.6%**	**$6,437,893.94**	**$469,127.93**	**$68,818.67**	**$291,074.67**	**4.2%**

Σ ✱ Sum of Government Obligations = $4,174,212.57

ATTACHMENT A-4

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2010 through Dec. 31, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
International Developed Bonds									
	2013								
60,000.000	TELEFONICA EMISIONES S A U SR NT SPAIN DTD 07/02/07 5.855% DUE 02/04/13 Moody's: BAA1 S&P: A-	87938WAF0	x̄ $64,061.40 106.769	0.9%	$61,182.60 101.971	$2,878.80	$1,434.47	$3,513.00	5.5% 2.6
	2014								
45,000.000	AMERICA MOVIL S A DE C V GTD SR NT MEXICO DTD 09/01/04 5.500% DUE 03/01/14 Moody's: A2 S&P: A-	02364WAF2	48,769.65 108.377	0.7	47,277.40 105.061	1,492.25	825.00	2,475.00	5.1 2.6
110,000.000	CREDIT SUISSE MEDIUM TERM SR SUB NT SWITZERLAND DTD 05/04/09 5.500% 05/01/14 Moody's: AA1 S&P: A+	22546QAA5	120,631.50 109.665	1.6	111,496.00 101.360	9,135.50	1,008.33	6,050.00	5.0 2.4
	2017								
60,000.000	CANADIAN NAT RES LTD NT CANADA DTD 03/19/07 5.700% DUE 05/15/17 Moody's: BAA1 S&P: BBB	136385AK7	68,409.60 114.016	0.9	59,917.20 99.862	8,492.40	436.99	3,420.00	5.0 3.4
	2018								
80,000.000	TRANSCANADA PIPELINES LTD SR NT CANADA DTD 08/11/08 6.500% DUE 08/15/18 Moody's: A3 S&P: A-	89352HAF6	94,428.80 118.036	1.3	80,296.00 100.370	14,132.80	1,964.44	5,200.00	5.5 3.9
	Total International Developed Bonds		**$396,300.95**	**5.4%**	**$360,169.20**	**$36,131.75**	**$5,669.23**	**$20,658.00**	**5.2%**
Total Fixed Income			**$7,303,322.82**	**99.0%**	**$6,798,063.14**	**$505,259.68**	**$74,487.90**	**$311,732.67**	**4.3%**
Total Portfolio			**$7,376,634.29**	**100.0%**	**$6,871,374.61**	**$505,259.68**	**$74,497.51**	**$311,827.97**	**4.2%**

Σ x̄ Sum of Corporate Bonds = $3,129,110

ATTACHMENT A-4

Elizabeth Morse Genius Foundation

Grants Awarded in 2010

December 31, 2010

EIN # 13-6115217

Recipient Name	Street Address	City/State	Grant Amount	501(c)3	Purpose
American Red Cross	5 Bumby Lane	Orlando FL	2,000	X	Haiti Relief
Association of Small Foundations			495	X	Membership
The ARC/Pikes Peak Region	12 N. Meade Ave.	Colorado Springs CO	3,000	X	General Support
Bach Festival Society - Young Artist Compeition	1000 Holt Ave, Box 2763	Winter Park, FL	10,300	X	Awards and administration support
Big Brothers Big Sisters of Central Florida	807 S. Orlando Ave. Ste L	Winter Park, FL	2,500	X	General Support
Campbell Memorial Presbyterian Church	3712 Weems Rd	Weems, VA	5,000	X	General Support
Canine Companions for Independence	8150 Clarcona Ocoee Rd.	Orlando FL	3,000	X	General Support
Central Florida Haven of Hope Ministries	1902 W. Colonial Dr.	Orlando FL	1,500	X	General Support
Charles Hosmer Morse Foundation	445 Park Ave. North	Winter Park, FL	3,500,000	X	Operating Support and capital expansion
Chordoma Foundation	PO Box 2127	Durham NC	1,000	X	General Support
Christian Service Center of Central Florida Inc.	808 W. Central Blvd	Orlando FL	15,000	X	General Support
Coalition for the Homeless of Central Florida	639 W. Central Blvd	Orlando FL	32,000	X	General Support
Dana Hall School	45 Dana Rd	Wellesley, MA	10,000	X	Scholarship Fund
Engenderhealth	440 Ninth Ave	New York, NY	5,000	X	General Support
First Congretational Church of Winter Park	225 Interlachen Ave South	Winter Park, FL	10,000	X	General Support
First Presyterian Church of Orlando	106 E. Church St.	Orlando FL	4,000	X	Child Care Center
First United Methodist Church of Winter Park	125 N Interlachen Ave.	Winter Park, FL	1,000	X	Bicycle Blessing support
Florida Artist Group, Inc.	PO Box 10561	Tampa, FL	1,000	X	Award for artist
Florida Southern College Annual Fund	111 Lake Hollingsworth Dr.	Lakeland, FL	2,500	X	General Support
Foundation Financial Officers Group			1,200	X	Dues
Foundation for Historic Christ Church, Inc.	PO Box 24	Irvington, VA	2,500	X	General Support
Foundation for Orange County Public Schools, Inc.	445 W. Amelia St, Ste. 901	Orlando FL	8,000	X	Athletic Programs
Gathering USA, Inc.	1220 E Concord St.	Orlando FL	1,500	X	General Support
Gift for Teaching	6501 Magic Way, Bldg. 400C	Orlando FL	1,000	X	PUSH Campaign
Heart of Florida United Way	1940 Traylor Blvd.	Orlando FL	100,000	X	General Support
Heart of the City Foundation - Second Mile Fund	106 E Church Street	Orlando FL	2,000	X	Second Mile Fund
Hospice of the Comforter	595 Montgomery Rd	Altamonte Springs, FL	3,000	X	Music Therapy /CARE Program
National Association of Women Artists	80 Fifth Ave., Ste 1405	New York, NY	1,000	X	Award for artist
Nettle Creek Church of the Brethren	5342 N. Brick Rd.	Hagerstown, IN	5,000	X	General Support
New Hampshire Art Association	136 State Street	Portsmouth, NH	1,000	X	General Support
Orlando Union Rescue Mission	1521 W. Washington St.	Orlando FL	15,000	X	General Support
Pen and Brush, Inc.	16 E. Tenth Street	New York, NY	1,000	X	Award for artist
Pet Rescue by Judy NOHO	2620 Iroquois Ave	Sanford, FL	1,000	X	General Support

ATTACHMENT B

Elizabeth Morse Genius Foundation
Grants Awarded in 2010
December 31, 2010
EIN # 13-6115217

Recipient Name	Street Address	City/State	Grant Amount	501(c)3	Purpose
Planned Parenthood of Greater Orlando	726 S. Tampa Ave.	Orlando FL	30,000	X	Education Program & General Support
Princeton University	PO Box 5357	Princeton, NJ	5,000	X	General Support
Rehabilitation Center for Children and Adults	300 Royal Palm Way	Palm Beach, FL	2,500	X	General Support
Rollins College	1000 Holt Avenue	Winter Park, FL	3,500	X	Annual Fund
Rollins College Strickland Tennis Scholarship	1000 Holt Avenue	Winter Park, FL	2,500	X	Scholarship Fund
Rollins College - 125th Anniversary Fund	1000 Holt Avenue	Winter Park, FL	125,000	X	Anniversary Fund
Rollins College - Environmental Studies Scholarships	1000 Holt Avenue	Winter Park, FL	3,000	X	Scholarships
Rollins College - McKean Award	1000 Holt Avenue	Winter Park, FL	15,000	X	Teaching Award
Rollins College Philanthropy Center - Donor Forum			750	X	Membership
Russell Home for Atypical Children	510 Holden Avenue	Orlando FL	103,500	X	Building Grant and general support
Salvation Army	416 W Colonial Dr.	Orlando FL	15,000	X	General Support
Second Harvest Food Bank	2008 Brengle Avenue	Orlando FL	35,000	X	General Support
United Arts of Central Florida, Inc.	2450 Maitland Cntr Pkwy , Ste. 201	Maitland, FL	200,000	X	General Support
Wildlife Rehabilitation Center of Central Florida	21117 Reindeer Road	Christmas, FL	2,000	X	General Support
Winter Park Day Nursery	741 S. Pennsylvania Ave	Winter Park, FL	7,500	X	Arts Program and General Support
Winter Park Historical Association	PO Box 51	Winter Park, FL	5,000	X	General Support
Winter Park Presbyterian Church	400 S. Lakemont Avenue	Winter Park, FL	4,000	X	General Support
Winter Park Public Library	460 E. New England Ave	Winter Park, FL	1,000	X	General Support
Winter Park Public Library	460 E. New England Ave	Winter Park, FL	27,443	X	Computer equipment
WMFE-TV - McKean Society	11510 E. Colonial Drive	Orlando FL	10,000	X	General Support
Woman's Club of Winter Park	419 S> Interlachen Ave.	Winter Park, FL	1,000	X	General Support
			4,351,188		
		Total Grants per above:	**$4,351,188**	- Line 25, Column D	

ATTACHMENT B

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

Type or print

File by the due date for filing your return See instructions

Name of exempt organization: ELIZABETH MORSE GENIUS FOUNDATION

Employer identification number: 13-6115217

Number, street, and room or suite no. If a P.O. box, see instructions.: P.O. BOX 40

City, town or post office, state, and ZIP code. For a foreign address, see instructions.: WINTER PARK, FL 32790

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

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

- The books are in the care of ▶ RICHARD M. STRAUSS - 400 N. NEW YORK AVENUE, STE. 200 - WINTER PARK, FL 32789-3159

Telephone No.▶ 407-644-0555 FAX No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2011 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ ☒ calendar year 2010 or

▶ ☐ tax year beginning ______, and ending ______ .

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 161,868.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 111,868.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 50,000.

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

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2011)

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01-03-11