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Form **990-PF**

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

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

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

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

Name of foundation THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295		A Employer identification number 13-6840999
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N A - P O Box 185		B Telephone number (see page 10 of the instructions) (212) 922-8185
City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐
Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 11,177,086		2. Foreign organizations meeting the 85% test, check here and attach computation ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	291,807	288,264		
	5 a Gross rents				
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-308,838			
	b Gross sales price for all assets on line 6a	4,147,699			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	657,918	637,221	0		
12 Total. Add lines 1 through 11	640,887	925,485	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	94,657	42,595		52,062
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	105,016	73,510	0	31,506
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	30,000	30,000	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	5,181	5,181	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	75,175	52,563	0	22,612
	24 Total operating and administrative expenses. Add lines 13 through 23	310,029	203,849	0	106,180
	25 Contributions, gifts, grants paid	592,000			592,000
26 Total expenses and disbursements. Add lines 24 and 25	902,029	203,849	0	698,180	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-261,142				
b Net investment income (if negative, enter -0-)		721,636			
c Adjusted net income (if negative, enter -0-)			0		

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

Form 990-PF (2010)

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		0	
	2 Savings and temporary cash investments	777,896	358,088	358,088
	3 Accounts receivable ☐ 0			
	Less allowance for doubtful accounts ☐ 0	0	0	0
	4 Pledges receivable ☐ 0			
	Less allowance for doubtful accounts ☐ 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ☐ 0			
	Less allowance for doubtful accounts ☐ 0	0	0	0
	8 Inventories for sale or use		0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	6,174,601	6,912,350	8,080,545
	c Investments—corporate bonds (attach schedule)	1,638,267	1,105,580	1,138,454
Liabilities	11 Investments—land, buildings, and equipment basis ☐ 0			
	Less accumulated depreciation (attach schedule) ☐ 0	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	0	0	0
	14 Land, buildings, and equipment basis ☐ 0			
	Less accumulated depreciation (attach schedule) ☐ 0	0	0	0
	15 Other assets (describe ☐ COPYRIGHTS)	0	0	1,599,999
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,590,764	8,376,018	11,177,086
	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue		0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ☐)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	8,590,764	8,376,018	
	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)	8,590,764	8,376,018	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,590,764	8,376,018	

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	8,590,764
2	Enter amount from Part I, line 27a	2	-261,142
3	Other increases not included in line 2 (itemize) ☐ See Attached Statement	3	46,396
4	Add lines 1, 2, and 3	4	8,376,018
5	Decreases not included in line 2 (itemize) ☐	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,376,018

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-308,838
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

(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	1,079,336	8,246,317	0.130887
2008	579,601	9,363,141	0.061902
2007	597,901	10,569,030	0.056571
2006	1,428,193	11,097,760	0.128692
2005	1,133,614	9,799,771	0.115678

2 Total of line 1, column (d)	2	0.493730
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.098746
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	9,559,614
5 Multiply line 4 by line 3	5	943,974
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,216
7 Add lines 5 and 6	7	951,190
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	698,180

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	14,433
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)			
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	14,433
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	14,433
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	8,037	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	9,963	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	18,000	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,567	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation (2) On foundation managers		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY AG REG # 03-93-21		
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

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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ BNY MELLON, N A	Telephone no ▶	(212) 922-8185	
Located at ▶ P O BOX 185, PITTSBURGH, PA		ZIP+4 ▶	15230-0185	
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?	16	Yes	No
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 ▶				X

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No	
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No	
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No	
If "Yes," list the years ▶ 20 _____, 20 _____, 20 _____, 20 _____				
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)		2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 _____, 20 _____, 20 _____, 20 _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No	
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)		3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No **5b** N/A

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

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

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 **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? ☐ Yes ☒ No **7b** N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BNY MELLON, N A P O BOX 185 PITTSBURGH PA 15230	TRUSTEE SEE ATTACHED	88,381	NONE	NONE
BNY MELLON, N A P O BOX 185 PITTSBURGH PA 15230	FEE REIMBURSEMENT	-42,187	N/A	N/A
ALBERT J CARDINALI 80 TURNBERRY DRIVE MONROE TOWNSHIP	CO-TRUSTEE 5-10	48,463	NONE	NONE
	00	0	0	0

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

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

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

☒ NONE

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0

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	0
Total. Add lines 1 through 3	NONE

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	8,900,911
b	Average of monthly cash balances	1b	804,281
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	9,705,192
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	9,705,192
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	145,578
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,559,614
6	Minimum investment return. Enter 5% of line 5	6	477,981

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	477,981
2a	Tax on investment income for 2010 from Part VI, line 5	2a	14,433
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	14,433
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	463,548
4	Recoveries of amounts treated as qualifying distributions	4	10,000
5	Add lines 3 and 4	5	473,548
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	473,548

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	698,180
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	698,180
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	698,180

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				473,548
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	686,361			
b From 2006	890,673			
c From 2007	86,953			
d From 2008	138,286			
e From 2009	683,094			
f Total of lines 3a through e	2,485,367			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 698,180				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				473,548
e Remaining amount distributed out of corpus	224,632			
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	2,709,999			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	686,361			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,023,638			
10 Analysis of line 9				
a Excess from 2006	890,673			
b Excess from 2007	86,953			
c Excess from 2008	138,286			
d Excess from 2009	683,094			
e Excess from 2010	224,632			

N/A

- ▶

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- | Tax year | Prior 3 years | | | (e) Total |
|----------|---------------|----------|----------|-----------|
| (a) 2010 | (b) 2009 | (c) 2008 | (d) 2007 | |
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| | | | | 0 |
|--|--|--|--|---|

1 Information Regarding Foundation Managers:

- NONE

- NONE

- Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- EDWIN LAYING C/O BNY MELLON 1290 AVE OF THE AMERICAS NEW YORK NY 10024

- ### LETTER FORM

- NONE

- ## THEATRE, MUSIC PROGRAMS

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	592,000
b Approved for future payment NONE				
Total			▶ 3b	NONE

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)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue						
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	291,807	
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	-308,838	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a ROYALTY			0	15	637,221	0
b FEDERAL EXCISE REFUND			0	42	20,697	0
c			0		0	0
d			0		0	0
e			0		0	0
12 Subtotal. Add columns (b), (d), and (e)			0		640,887	0
13 Total. Add line 12, columns (b), (d), and (e)					13	640,887

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

[illegible]

THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295

13-6840999 Page 1 of 9

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

GEORGE STREET PLAYHOUSE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5,000

Name

GLIMMERGLASS OPERA THEATER INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

50,000

Name

LINCOLN CENTER THEATER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

20,000

Name

THE MACDOWELL COLONY, INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

80,000

Name

MCCARTER THEATRE CENTRE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

10,000

Name

THE METROPOLITAN OPERA ASSOCIATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

20,000

THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295

13-6840999 Page 2 of 9

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

Recipient(s) paid during the year

Name

NATIONAL DANCE INSTITUTE OF NEW MEXICO

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

6,000

Name

THE PEARL THEATRE COMPANY, INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

20,000

Name

POETRY SOCIETY OF SOUTH CAROLINA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

3 000

Name

THE PUBLIC THEATER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

20,000

Name

SPANISH THEATER REPERTORY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

10,000

Name

TEATRO GRATTACIELO

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

20 000

THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295

13-6840999 Page 3 of 9

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

Recipient(s) paid during the year

Name

THEATER FOR NEW ADUIENCE BUILDING FUND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 60 000

Name

LINCOLN CENTER FOR THE PERFORMING ARTS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 20 000

Name

NEW YORK CITY CENTER, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 20,000

Name

AMERICAN SYMPHONY ORCHESTRA INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 10,000

Name

ARTS CONNECTION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5 000

Name

CHARLESTON BALLET THEATER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5 000

THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295

13-6840999 Page 4 of 9

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

Recipient(s) paid during the year

Name

CHARLESTON STAGE COMPANY, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 10,000

Name

CONCERT ARTISTS GUILD

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

DANCE THEATER OF HARLEM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

FOOTLIGHT PLAYERS, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 6,000

Name

GOTHAM CHAMBER OPERA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 10,000

Name

JAZZ AT LINCOLN CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295

13-6840999 Page 5 of 9

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

LYRIC THEATER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

NEW YORK CITY BALLET

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

PALM BEACH OPERA, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5 000

Name

SPOLETO FESTIVAL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 10,000

Name

THIRTEEN WNET NEW YORK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

BROOKLYN MUSIC SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 10 000

THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295

13-6840999 Page 6 of 9

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

THE BONE MARROW FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

HOPE LODGE NEW YORK CITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 10,000

Name

THE SCHOOL OF AMERICAN BALLET BOYS PROGRAM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

ABINGDON THEATRE COMPANY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 3,000

Name

BREAST CANCER ACTION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

NATIONAL WOMEN'S HEALTH NETWORK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295

13-6840999 Page 7 of 9

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

CARAMOOR

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5.000

Name

NATIONAL ALLICANCE FOR MUSICAL THEATRE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5.000

Name

NOCHE FLAMENCA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5.000

Name

THE JACKSON LABORATORY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

10.000

Name

THE OPERA ORCHESTRA OF NEW YORK

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

3.000

Name

THE IRISH ARTS CENTER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

3.000

THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295

13-6840999 Page 8 of 9

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

NY JAZZ INITIATIVE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

8 500

Name

GRIFFIN HOSPITAL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5 000

Name

ALLIANCE FOR YOUNG ARTISTS AND WRITERS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5 000

Name

THALIA SPANISH THEATER, INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5,000

Name

MARTINA ARROYO FOUNDATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5 000

Name

A R T ARTISTIC REALIZATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5,000

THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295

13-6840999 Page 9 of 9

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

Recipient(s) paid during the year

Name

ORATORIO SOCIETY OF NEW YORK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 2,000

Name

UNITING AGAINST LUNG CANCER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 20,000

Name

CBD MUSIC, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 7,500

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

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

		Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss				
		Long Term CG Distributions		Securities		4,147,699		4,456,516		-308,817				
		Short Term CG Distributions		Other sales		0		21		-21				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	AT & T INC	00206R102			5/29/2008		7/2/2010	18,901	30,685				-11,784
2	X	AT & T INC	00206R102			5/29/2008		10/29/2010	9,700	13,376				-3,676
3	X	AT & T INC	00206R102			5/29/2008		11/11/2010	10,086	13,769				-3,683
4	X	ABBOTT LABORATORIES	002824100			7/2/2010		12/8/2010	39,994	39,986				8
5	X	ABBOTT LABORATORIES	002824100			7/2/2010		12/8/2010	8,371	8,814				-443
6	X	AIR PRODS & CHEMS INC	009158106			5/29/2008		7/2/2010	5,200	8,116				-2,916
7	X	ALLERGAN INC	018490102			7/2/2010		7/7/2010	7,505	7,561				-56
8	X	ALLERGAN INC	018490102			7/2/2010		10/13/2010	16,386	15,122				1,264
9	X	ALLERGAN INC	018490102			7/2/2010		10/18/2010	40,273	35,286				4,987
10	X	ALLSTATE CORP	020002101			2/7/2006		7/2/2010	40,022	73,167				-33,145
11	X	AVON PRODUCTS INC	054303102			2/7/2006		7/2/2010	5,090	5,151				-61
12	X	BNY MELLON SMALL CAP ST	05569M806			6/22/1999		6/30/2010	189,583	250,000				-60,417
13	X	BNY MELLON SMALL CAP ST	05569M806			7/21/2005		6/30/2010	1,303	1,967				-664
14	X	BNY MELLON SMALL CAP ST	05569M806			12/21/2005		6/30/2010	3,838	5,410				-1,572
15	X	BNY MELLON SMALL CAP ST	05569M806			7/21/2005		6/30/2010	5,736	7,363				-1,627
16	X	BNY MELLON SMALL CAP ST	05569M806			12/14/2006		6/30/2010	20,973	28,830				-7,857
17	X	BNY MELLON SMALL CAP ST	05569M806			7/20/2007		6/30/2010	2,557	3,845				-1,288
18	X	BNY MELLON SMALL CAP ST	05569M806			12/21/2007		6/30/2010	12,990	18,842				-5,852
19	X	BNY MELLON SMALL CAP ST	05569M806			12/21/2007		6/30/2010	6,237	9,047				-2,810
20	X	BNY MELLON SMALL CAP ST	05569M806			12/21/2006		6/30/2010	1,690	2,379				-689
21	X	BNY MELLON SMALL CAP ST	05569M806			7/20/2007		6/30/2010	2,046	3,040				-994
22	X	BNY MELLON SMALL CAP ST	05569M806			7/20/2007		6/30/2010	2,806	4,170				-1,364
23	X	BNY MELLON SMALL CAP ST	05569M806			12/21/2007		6/30/2010	17,084	23,790				-6,706
24	X	BNY MELLON SMALL CAP ST	05569M806			6/21/2005		6/30/2010	33,158	40,387				-7,229
25	X	BANK OF AMERICA CORP	060505104			5/24/2004		7/2/2010	22,178	65,206				-43,028
26	X	BANK OF AMERICA CORP	060505104			6/21/2005		7/2/2010	2,772	9,462				-6,690
27	X	BANK OF AMERICA CORP	060505104			5/29/2008		7/2/2010	6,931	16,925				-9,994
28	X	CVS CAREMARK CORP	126650100			5/29/2008		7/2/2010	46,801	68,539				-21,738
29	X	CATERPILLAR INC	149123101			4/5/2005		7/2/2010	42,130	31,380				10,750
30	X	CELGENE CORP	151020104			10/27/2004		7/2/2010	76,509	22,632				53,877
31	X	CISCO SYSTEMS INC	17275R102			5/24/2004		7/2/2010	79,124	81,188				-2,064
32	X	CISCO SYSTEMS INC	17275R102			11/30/2006		7/2/2010	5,275	5,412				-137
33	X	COLGATE-PALMOLIVE CO	194162103			8/16/2001		7/2/2010	23,709	16,560				7,149
34	X	COLGATE-PALMOLIVE CO	194162103			11/5/2003		7/2/2010	60,062	40,723				19,339
35	X	COLGATE-PALMOLIVE CO	194162103			11/5/2003		9/30/2010	33,935	23,577				10,358
36	X	COMCAST CORP SPL CL A	20030N200			3/21/2002		7/2/2010	2,480	3,203				-723
37	X	COMCAST CORP SPL CL A	20030N200			1/9/2003		7/2/2010	66,947	69,961				-3,014
38	X	CONOCOPHILLIPS	20825C104			10/17/2006		7/2/2010	97,914	121,251				-23,337
39	X	CORNING INC	219350105			7/2/2010		8/6/2010	46,618	40,784				5,834
40	X	COSTCO WHSL CORP NEW	22160K105			7/9/2010		8/27/2010	8,434	8,416				18
41	X	COSTCO WHSL CORP NEW	22160K105			7/2/2010		8/27/2010	8,996	8,745				251
42	X	DREYFUS PR LRG CAP VAL F	261986459			11/8/2004		7/7/2010	137,405	187,227				-49,822
43	X	DREYFUS PR LRG CAP VAL F	261986459			11/29/2004		7/7/2010	67,669	93,709				-26,040
44	X	DREYFUS PR LRG CAP VAL F	261986459			12/21/2005		7/7/2010	6,121	9,046				-2,925
45	X	DREYFUS PR LRG CAP VAL F	261986459			7/21/2006		7/7/2010	287	433				-146
46	X	DREYFUS PR LRG CAP VAL F	261986459			7/21/2006		7/7/2010	602	907				-305
47	X	DREYFUS PR LRG CAP VAL F	261986459			12/21/2006		7/7/2010	13,079	20,237				-7,158
48	X	DREYFUS PR LRG CAP VAL F	261986459			12/21/2006		7/7/2010	2,642	4,089				-1,447
49	X	DREYFUS PR LRG CAP VAL F	261986459			7/20/2007		7/7/2010	216	364				-148
50	X	DREYFUS PR LRG CAP VAL F	261986459			7/20/2007		7/7/2010	174	294				-120

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

		Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss				
		Long Term CG Distributions		Short Term CG Distributions		Securities		Other sales						
		1,731		0		4,147,699		4,456,516		-308,817				
						0		21		-21				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
51	X	DREYFUS PR LRG CAP VAL F	261988459			12/21/2007		7/7/2010	14,546	22,022				-7,476
52	X	DREYFUS PR LRG CAP VAL F	261988459			12/21/2007		7/7/2010	1,747	2,644				-897
53	X	DREYFUS PR LRG CAP VAL F	261988459			9/11/2008		7/7/2010	30,483	34,466				-3,983
54	X	DU PONT (E I) DE NEMOURS	263534109			3/1/2002		7/2/2010	60,083	83,102				-23,019
55	X	DUKE ENERGY CORP	26441C105			12/28/2004		7/2/2010	27,200	24,950				2,250
56	X	EATON CORP	278058102			1/25/2005		7/2/2010	11,021	11,228				-207
57	X	EATON CORP	278058102			1/25/2005		10/26/2010	11,342	8,586				2,756
58	X	EMERSON ELECTRIC CO	278058102			10/27/2004		10/26/2010	16,577	12,163				4,414
59	X	EMERSON ELECTRIC CO	291011104			5/29/2008		7/2/2010	12,226	16,343				-4,117
60	X	MERCK & CO INC	58933Y105			5/29/2008		7/2/2010	4,801	2,803				1,998
61	X	MERCK & CO INC	58933Y105			5/29/2008		10/22/2010	19,259	10,410				8,849
62	X	MICROSOFT CORPORATION	594918104			6/28/2001		7/2/2010	20,800	32,940				-12,140
63	X	MICROSOFT CORPORATION	594918104			4/14/2003		7/2/2010	22,880	24,394				-1,514
64	X	EXXON MOBIL CORP	30231G102			9/14/1995		7/2/2010	3,394	1,156				2,238
65	X	F5 NETWORKS INC	315616102			7/2/2010		10/19/2010	43,761	32,962				10,799
66	X	MICROSOFT CORPORATION	594918104			4/14/2003		10/20/2010	12,877	12,566				311
67	X	MONSANTO CO NEW	61166W101			7/1/2009		7/2/2010	23,284	37,232				-13,948
68	X	FREEMONT MCMORAN COPP	35671D857			11/20/2008		7/2/2010	92,841	28,244				64,597
69	X	NOKIA CORP-SPON ADR	654902204			12/30/2005		7/2/2010	17,162	36,660				-19,498
70	X	FRONTIER COMMUNICATION	35906A108			5/29/2008		7/7/2010	3,260	0				3,260
71	X	NOVARTIS AG-ADR	66987V109			3/20/2007		7/2/2010	33,754	39,832				-6,078
72	X	FRONTIER COMMUNICATION	35906A108			5/29/2008		8/24/2010	1	0				1
73	X	PNC FINANCIAL SERVICES G	693475105			7/2/2010		8/5/2010	19,234	18,109				1,125
74	X	GENERAL ELECTRIC COMPAN	369604103			6/21/2005		7/2/2010	18,829	48,629				-29,800
75	X	GENERAL ELECTRIC COMPAN	369604103			6/21/2005		11/11/2010	2,611	5,806				-3,195
76	X	PEPSICO INC	713448108			11/29/2004		7/2/2010	61,112	49,936				11,176
77	X	PEPSICO INC	713448108			7/27/2010		10/26/2010	9,064	9,167				-103
78	X	GENERAL ELECTRIC COMPAN	369604103			11/20/2008		11/11/2010	7,507	6,095				1,412
79	X	PEPSICO INC	713448108			11/29/2004		10/26/2010	2,590	2,018				572
80	X	GOLDMAN SACHS GROUP INC	38141G104			5/24/2004		4/30/2010	58,159	36,784				21,375
81	X	Pfizer Inc	717081103			1/31/2001		7/2/2010	11,369	35,004				-23,635
82	X	GOLDMAN SACHS GROUP INC	38141G104			6/21/2005		4/30/2010	29,080	20,622				8,458
83	X	GOOGLE INC - CL A	38259P508			4/13/2007		7/2/2010	10,080	10,742				-662
84	X	Pfizer Inc	717081103			8/16/2001		7/2/2010	9,522	27,504				-17,982
85	X	PHILIP MORRIS INTERNAT-W	718172109			5/29/2008		7/2/2010	42,049	45,918				-3,869
86	X	HALLIBURTON CO	408216101			7/2/2010		9/22/2010	14,511	11,647				2,864
87	X	PHILIP MORRIS INTERNAT-W	718172109			11/20/2008		7/2/2010	3,270	2,712				558
88	X	HONEYWELL INTL INC	438516106			3/2/2005		7/2/2010	36,784	36,082				702
89	X	PROCTER & GAMBLE CO	742718109			7/11/2003		7/2/2010	32,163	23,809				8,354
90	X	INTEL CORP	458140100			9/2/2004		7/15/2010	29,714	30,002				-288
91	X	INTERNATIONAL BUSINESS M	459200101			5/8/2002		7/2/2010	61,233	40,868				20,365
92	X	PROCTER & GAMBLE CO	742718109			11/29/2004		7/2/2010	38,978	28,778				10,200
93	X	INTERNATIONAL BUSINESS M	459200101			4/14/2003		7/2/2010	10,042	6,526				3,516
94	X	PROCTER & GAMBLE CO	742718109			11/29/2004		10/26/2010	11,971	8,386				3,585
95	X	ISHARES COHEN & STEERS F	464287564			6/21/2005		7/2/2010	109,021	142,740				-33,719
96	X	QUALCOMM INC	747525103			5/29/2008		7/2/2010	41,487	62,946				-21,459
97	X	JOHNSON & JOHNSON	478160104			5/11/2001		7/2/2010	27,283	22,436				4,847
98	X	SPDR S&P MIDCAP 400 ETF T	78467Y107			3/27/2006		5/20/2010	135,436	143,539				-8,103
99	X	JOHNSON & JOHNSON	478160104			5/11/2001		7/21/2010	43,015	36,094				6,921
100	X	KRAFT FOODS INC CL A	50075N104			11/20/2008		7/2/2010	2,789	2,557				232
101	X	SCHLUMBERGER LTD	806857108			5/24/2004		7/2/2010	65,147	34,076				31,071

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

Amount										Totals		Net Gain or Loss					
Long Term CG Distributions										Securities		Cost Other Basis and Expenses		Net Gain or Loss			
Short Term CG Distributions										Other sales		4,147,699		4,456,516		-308,817	
0										0		21		-21			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss			
102	X	SCHLUMBERGER LTD	806857108			5/24/2004		12/21/2010	16,427	5,825				10,602			
103	X	SOUTHWESTERN ENERGY CO	845467109			7/2/2010		7/2/2010	21,728	22,239				-511			
104	X	MASTERCARD INC-CLASS A	57636Q104			7/2/2010		9/10/2010	31,137	31,899				-762			
105	X	SPECTRA ENERGY CORP-WH	847560109			12/28/2004		7/2/2010	17,299	18,600				-1,301			
106	X	MEDTRONIC INC	585055106			5/29/2008		7/2/2010	44,392	61,243				-16,851			
107	X	TERADATA CORPORATION	88076W103			7/15/2010		9/20/2010	15,911	13,680				2,231			
108	X	MEDTRONIC INC	585055106			5/29/2008		7/7/2010	2,553	3,485				-932			
109	X	TEVA PHARMACEUTICAL IND	881624209			11/20/2008		7/2/2010	7,411	5,989				1,422			
110	X	TEVA PHARMACEUTICAL IND	881624209			11/20/2008		7/23/2010	42,105	36,791				5,314			
111	X	MEDTRONIC INC	585055106			11/20/2008		7/7/2010	25,535	21,357				4,178			
112	X	TEXAS INSTRUMENTS INC	882508104			7/2/2010		10/13/2010	41,397	34,130				7,267			
113	X	THERMO FISHER SCIENTIFIC	883556102			5/29/2008		7/2/2010	23,936	29,352				-5,416			
114	X	THERMO FISHER SCIENTIFIC	883556102			5/29/2008		8/12/2010	35,687	46,963				-11,276			
115	X	INTEL CORP	458140100			7/2/2010		7/15/2010	11,674	10,570				1,104			
116	X	INTERNATIONAL BUSINESS M	459200101			1/25/2002		7/2/2010	12,247	11,021				1,226			
117	X	3M CO	88579Y101			8/16/2001		7/2/2010	62,811	43,332				19,479			
118	X	UNITED TECHNOLOGIES COR	913017109			3/15/2004		7/2/2010	24,575	16,726				7,849			
119	X	VANGUARD EMERGING MARK	922042858			5/23/2008		5/20/2010	328,597	463,665				-135,068			
120	X	VANGUARD EMERGING MARK	922042858			6/26/2009		5/20/2010	171,600	150,777				20,823			
121	X	VERIZON COMMUNICATIONS	92343V104			5/29/2008		7/2/2010	31,542	44,392				-12,850			
122	X	VERIZON COMMUNICATIONS	92343V104			5/29/2008		10/29/2010	9,402	10,910				-1,508			
123	X	VERIZON COMMUNICATIONS	92343V104			5/29/2008		11/11/2010	10,102	11,662				-1,560			
124	X	WAL MART STORES INC	931142103			5/29/2008		7/9/2010	8,868	10,284				-1,416			
125	X	WAL MART STORES INC	931142103			5/29/2008		7/27/2010	9,203	10,284				-1,081			
126	X	WILLIAMS COS INC	969457100			5/27/2005		7/2/2010	50,038	51,747				-1,709			
127	X	WILLIAMS COS INC	969457100			11/20/2008		7/2/2010	21,445	15,057				6,388			
128	X	ZIMMER HOLDINGS INC	98956P102			2/18/2005		7/2/2010	21,445	33,558				-12,528			
129	X	ZIMMER HOLDINGS INC	98956P102			2/22/2005		7/2/2010	22,108	35,007				-12,899			
130	X	ACCENTURE PLC-CL A	G1151C101			6/17/2005		7/2/2010	45,781	28,463				17,318			
131	X	ACCENTURE PLC-CL A	G1151C101			5/27/2005		7/2/2010	52,648	32,084				20,564			
132	X	MARVELL TECH GROUP LTD	G5876H105			7/2/2010		8/11/2010	29,724	33,330				-3,606			
133	X	NABORS INDUSTRIES LTD	G6359F103			11/20/2008		7/2/2010	35,324	21,540				13,784			
134	X	THE TRAVELERS COMPANIES	89417E109			4/16/2004		7/2/2010	63,535	55,426				8,109			
135	X	UNION PAC CORP	907818108			7/2/2010		7/2/2010	10,308	10,520				-212			
136		ISHARES K-1 LONG TERM LO				7/2/2010			21					-21			

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FEDERAL EXCISE TAX REFUND	20,697	0	
2	ROYALTY INCOME	637,221	637,221	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	
		657,918	637,221	0

Line 16a (990-PF) - Legal Fees

		105,016	73,510	0	31,506
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	SUKIN LAW GROUP - LEGAL	103,358	72,350		31,008
2	TRICIA BONNER ESQ - LEGAL	1,658	1,160		498
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

		30,000	30,000	0	0
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	RZO LLC - VALUATION SERVICES	30,000	30,000		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		5,181	5,181	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	5,181	5,181		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	75,175	52,563	0	22,612
				Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1						
2	ADR FEES		2	2		
3	NY REG AG FILING FEE		250			250
4	SUKIN LAW GROUP - ADVISORY		74,539	52,177		22,362
5	ISHARES K-1 PORTFOLIO DEDUCTION		384	384		
6						
7						
8						
9						
10						

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

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

1 FUNDS DEPOSITED TO CORRECT ERROR TRANSFER	1	36,053
2 ISHARES PARTNERSHIP ADJUSTMENT	2	343
3 RECEIPT OF GRANTS PAID IN PRIOR YEAR	3	10,000
4 Total	4	46,396

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

Long Term CG Distributions		Amount		Short Term CG Distributions		Amount																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
		1,731	0			1,731	0																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																	
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	4,145,968	0	4,456,537	-310,569	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0

Long Term CG Distributions		Short Term CG Distributions		Amount						
				1,731						
				0						
Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals					
					Gross Sales Price					
					Depreciation Allowed					
					Cost or Other Basis Plus Expense of Sale					
					Gain or Loss					
					F M V as of 12/31/69					
					Adjusted Basis as of 12/31/69					
					Excess of FMV Over Adj Basis					
					0					
					Gains Minus Excess of FMV Over Adjusted Basis or Losses					
					-310,569					
58	EATON CORP	278058102	10/27/2004	10/26/2010	16,577	0	12,163	4,414	0	4,414
59	EMERSON ELECTRIC CO	291011104	5/29/2008	7/2/2010	12,226	0	16,343	-4,117	0	-4,117
60	MERCK & CO INC	58933Y105	5/29/2008	7/2/2010	4,801	0	2,803	1,998	0	1,998
61	MERCK & CO INC	58933Y105	5/29/2008	10/22/2010	19,259	0	10,410	8,849	0	8,849
62	MICROSOFT CORPORATION	594918104	6/28/2001	7/2/2010	20,800	0	32,940	-12,140	0	-12,140
63	MICROSOFT CORPORATION	594918104	4/14/2003	7/2/2010	22,880	0	24,394	-1,514	0	-1,514
64	EXXON MOBIL CORP	30231G102	9/14/1995	7/2/2010	3,394	0	1,156	2,238	0	2,238
65	F5 NETWORKS INC	315616102	7/2/2010	10/19/2010	43,761	0	32,962	10,799	0	10,799
66	MICROSOFT CORPORATION	594918104	4/14/2003	10/20/2010	12,877	0	12,566	311	0	311
67	MONSANTO CO NEW	61166W101	7/1/2009	7/2/2010	23,284	0	37,232	-13,948	0	-13,948
68	FREEMPT MCMORAN COPPER & GOLD	35671D857	11/20/2008	7/2/2010	92,841	0	28,244	64,597	0	64,597
69	NOKIA CORP SPON ADR	654902204	12/30/2005	7/2/2010	17,182	0	36,660	-19,478	0	-19,478
70	FRONTIER COMMUNICATIONS CORP	35906A108	5/29/2008	7/7/2010	3,260	0	0	3,260	0	3,260
71	NOVARTIS AG-ADR	66987V109	3/20/2007	7/2/2010	33,754	0	39,832	-6,078	0	-6,078
72	FRONTIER COMMUNICATIONS CORP	35906A108	5/29/2008	8/24/2010	1	0	0	1	0	1
73	PNC FINANCIAL SERVICES GROUP	693475105	7/2/2010	8/5/2010	19,234	0	18,109	1,125	0	1,125
74	GENERAL ELECTRIC COMPANY	369604103	6/21/2005	7/2/2010	18,829	0	48,629	-29,800	0	-29,800
75	GENERAL ELECTRIC COMPANY	369604103	6/21/2005	11/1/2010	2,611	0	5,806	-3,195	0	-3,195
76	PEPSICO INC	713448108	11/29/2004	7/2/2010	61,112	0	49,936	11,176	0	11,176
77	PEPSICO INC	713448108	7/27/2010	10/26/2010	9,064	0	9,167	-103	0	-103
78	GENERAL ELECTRIC COMPANY	369604103	11/20/2008	11/1/2010	7,507	0	6,095	1,412	0	1,412
79	PEPSICO INC	713448108	11/29/2004	10/26/2010	2,590	0	2,018	572	0	572
80	GOLDMAN SACHS GROUP INC	38141G104	5/24/2004	4/30/2010	58,159	0	35,784	21,375	0	21,375
81	PFIZER INC	717081103	1/31/2001	7/2/2010	11,369	0	35,004	-23,635	0	-23,635
82	GOLDMAN SACHS GROUP INC	38141G104	6/21/2005	4/30/2010	29,080	0	20,622	8,458	0	8,458
83	GOOGLE INC - CL A	38259P508	4/13/2007	7/2/2010	10,080	0	10,742	-662	0	-662
84	PFIZER INC	717081103	8/16/2001	7/2/2010	9,522	0	27,504	-17,982	0	-17,982
85	PHILIP MORRIS INTERNAT-WI	718172109	5/29/2008	7/2/2010	42,049	0	45,918	-3,869	0	-3,869
86	HALLIBURTON CO	406216101	7/2/2010	9/22/2010	14,511	0	11,647	2,864	0	2,864
87	PHILIP MORRIS INTERNAT-WI	718172109	11/20/2008	7/2/2010	3,270	0	2,712	558	0	558
88	HONEYWELL INTL INC	438516106	3/2/2005	7/2/2010	36,784	0	35,082	702	0	702
89	PROCTER & GAMBLE CO	742718109	7/11/2003	7/2/2010	32,163	0	23,809	8,354	0	8,354
90	INTEL CORP	458140100	9/2/2004	7/15/2010	29,714	0	30,002	-288	0	-288
91	INTERNATIONAL BUSINESS MACHINES	459200101	5/8/2002	7/2/2010	51,233	0	40,868	20,365	0	20,365
92	PROCTER & GAMBLE CO	742718109	11/29/2004	7/2/2010	38,978	0	28,778	10,200	0	10,200
93	INTERNATIONAL BUSINESS MACHINES	459200101	4/14/2003	7/2/2010	10,042	0	6,526	3,516	0	3,516
94	PROCTER & GAMBLE CO	742718109	11/29/2004	10/26/2010	11,971	0	8,386	3,585	0	3,585
95	SHARES COHEN & STEERS RLTY	464287564	6/21/2005	7/2/2010	109,021	0	142,740	-33,719	0	-33,719
96	QUALCOMM INC	747525103	5/29/2008	7/2/2010	41,487	0	62,946	-21,459	0	-21,459
97	JOHNSON & JOHNSON	478160104	5/11/2001	7/2/2010	27,283	0	22,436	4,847	0	4,847
98	SPDR S&P MIDCAP 400 ETF TRUST	78467Y107	3/27/2006	9/20/2010	135,436	0	143,539	-8,103	0	-8,103
99	JOHNSON & JOHNSON	478160104	5/11/2001	7/2/2010	43,015	0	36,094	6,921	0	6,921
100	KRAFT FOODS INC CL A	50075N104	11/20/2008	7/2/2010	2,789	0	2,557	232	0	232
101	SCHLUMBERGER LTD	806857108	5/24/2004	7/2/2010	65,147	0	34,076	31,071	0	31,071
102	SCHLUMBERGER LTD	806857108	5/24/2004	12/21/2010	16,427	0	5,825	10,602	0	10,602
103	SOUTHWESTERN ENERGY CO	845467109	7/2/2010	7/2/2010	21,728	0	22,239	-511	0	-511
104	MASTERCARD INC-CLASS A	57636Q104	7/2/2010	9/10/2010	31,137	0	31,899	-762	0	-762
105	SPECTRA ENERGY CORP-WI	847580109	12/28/2004	7/2/2010	17,299	0	18,600	-1,301	0	-1,301
106	MEDTRONIC INC	585055106	5/29/2008	7/2/2010	44,332	0	61,243	-16,911	0	-16,911
107	TERADATA CORPORATION	88076W103	7/15/2010	9/20/2010	15,911	0	13,680	2,231	0	2,231
108	MEDTRONIC INC	585055106	5/29/2008	7/7/2010	2,553	0	3,485	-932	0	-932
109	TEVA PHARMACEUTICAL INDS ADR	881624209	11/20/2008	7/2/2010	7,411	0	5,989	1,422	0	1,422
110	TEVA PHARMACEUTICAL INDS ADR	881624209	11/20/2008	7/23/2010	42,105	0	36,791	5,314	0	5,314
111	MEDTRONIC INC	585055106	11/20/2008	7/7/2010	25,535	0	21,357	4,178	0	4,178
112	TEXAS INSTRUMENTS INC	882508104	7/2/2010	10/13/2010	41,397	0	34,130	7,267	0	7,267
113	THERMO FISHER SCIENTIFIC INC	883556102	5/29/2008	7/2/2010	23,956	0	29,352	-5,416	0	-5,416
114	THERMO FISHER SCIENTIFIC INC	883556102	5/29/2008	8/12/2010	35,687	0	46,963	-11,276	0	-11,276

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

		Amount		Totals		4,145,968		0		4,456,537		-310,569		0		0		-310,569	
		1,731		0															
	Long Term CG Distributions		Short Term CG Distributions																
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses						
115	INTEL CORP	458140100		7/2/2010	7/15/2010	11,674		10,570	1,104			0	1,104						
116	INTERNATIONAL BUSINESS MACHINES	459200101		1/25/2002	7/2/2010	12,247		11,021	1,226			0	1,226						
117	3M CO	88579Y101		8/16/2001	7/2/2010	62,811		43,332	19,479			0	19,479						
118	UNITED TECHNOLOGIES CORP	913017109		3/15/2004	7/2/2010	24,575		16,726	7,849			0	7,849						
119	VANGUARD EMERGING MARKETS ETF	922042858		5/29/2008	5/20/2010	328,597		463,665	-135,068			0	-135,068						
120	VANGUARD EMERGING MARKETS ETF	922042858		6/26/2009	5/20/2010	171,600		150,777	20,823			0	20,823						
121	VERIZON COMMUNICATIONS INC	92343V104		5/29/2008	7/2/2010	31,542		44,392	-12,850			0	-12,850						
122	VERIZON COMMUNICATIONS INC	92343V104		5/29/2008	10/29/2010	9,402		10,910	-1,508			0	-1,508						
123	VERIZON COMMUNICATIONS INC	92343V104		5/29/2008	11/11/2010	10,102		11,662	-1,560			0	-1,560						
124	WAL MART STORES INC	931142103		5/29/2008	7/9/2010	8,868		10,284	-1,416			0	-1,416						
125	WAL MART STORES INC	931142103		5/29/2008	7/27/2010	9,203		10,284	-1,081			0	-1,081						
126	WILLIAMS COS INC	969457100		5/27/2005	7/2/2010	50,038		51,747	-1,709			0	-1,709						
127	WILLIAMS COS INC	969457100		11/20/2008	7/2/2010	21,445		15,057	6,388			0	6,388						
128	ZIMMER HOLDINGS INC	98956P102		2/18/2005	7/2/2010	21,030		33,558	-12,528			0	-12,528						
129	ZIMMER HOLDINGS INC	98956P102		2/22/2005	7/2/2010	22,108		35,007	-12,899			0	-12,899						
130	ACCENTURE PLC-CL A	G1151C101		6/17/2005	7/2/2010	45,781		28,463	17,318			0	17,318						
131	ACCENTURE PLC-CL A	G1151C101		5/27/2005	7/2/2010	52,648		32,084	20,564			0	20,564						
132	MARVELL TECH GROUP LTD	G5876H105		7/2/2010	8/11/2010	29,724		33,330	-3,606			0	-3,606						
133	NABORS INDUSTRIES LTD	G6359F103		11/20/2008	7/2/2010	35,324		21,540	13,784			0	13,784						
134	THE TRAVELERS COMPANIES INC	89417E109		4/16/2004	7/2/2010	63,535		55,426	8,109			0	8,109						
135	UNION PAC CORP	907818108		7/2/2010	7/2/2010	10,308		10,520	-212			0	-212						
136	ISHARES K-1 LONG TERM LOSS					0		21	-21			0	-21						

[illegible]

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

	Date	Amount
1 Credit from prior year return	1	8,037
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	8,037

Attachment to Form 990-PF
Part V-III, Column (b)
Title and average hours per week devoted to position.

As trustee, BNY MELLON provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the trustee's fees are not based upon hourly basis but are calculated upon factors such as the market value of the account and in accordance with our agreement with the client.

ACCOUNT #	ACCOUNT NAME	INVESTMENT TYPE	CUSIP	ASSET NAME	UNITS	FMV	TAX COST
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	FOREIGN COMMON STOCK	G1151C101	ACCENTURE PLC-CL A	1140	55278.6	30181.99
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	FOREIGN COMMON STOCK	G2554F105	COVIDIEN PLC	1200	54792	47591.66
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	FOREIGN COMMON STOCK	G491BT108	INVESTCO LTD	2590	62315.4	43820.98
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	FOREIGN COMMON STOCK	H0023R105	ACE LTD	720	44820	37112.11
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	1055102	AFLAC INC	1150	64894.5	50150.35
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	00206R102	AT & T INC	1870	54940.6	53834.8
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	00846U101	AGILENT TECHNOLOGIES INC	1290	53444.7	48648.17
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	9158106	AIR PRODS & CHEMS INC	670	60936.5	67971.5
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	25816109	AMERICAN EXPRESS CO	1240	53220.8	49890
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	31162100	AMGEN INC	670	36783	36661.53
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	37833100	APPLE INC	521	168053.76	129931.77
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	54303102	AVON PRODUCTS INC	1610	46786.6	43647.1
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	MELLON FIXED INCOME MUT FUNDS	05569M491	BNY MELLON MUNI OPPORT - M	23682	283238.83	283000
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	MELLON EQUITY/BALANCE MUT FND	05569M509	BNY MELLON MID CAP STK FD CL M	35977.69	440726.71	335000
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	MELLON EQUITY/BALANCE MUT FND	05569M566	BNY MELLON INTL APPR FD CL M	57177.74	695281.34	500000
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	MELLON FIXED INCOME MUT FUNDS	05569M780	BNY MELLON SIT US GVT SECS FD CL M	20177.96	248385.8	250000
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	MELLON EQUITY/BALANCE MUT FND	05569M806	BNY MELLON SMALL CAP STK FD CL M	27361.52	320677.12	295346.19
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	MELLON FIXED INCOME MUT FUNDS	05569M830	BNY MELLON BOND FD CL M	49731.3	651480.08	654776.31
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	MELLON EQUITY/BALANCE MUT FND	05569M855	BNY MELLON EMERGING MKETS FD CL M	71698.8	848913.85	650000
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	CORPORATE BONDS	060505AU8	BANK AMER CORP 5.125% 11/15/14	150000	157276.5	148641
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	71813109	BAXTER INTERNATIONAL INC	1070	54163.4	47194.06
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	14149Y108	CARDINAL HEALTH INC	1250	47887.5	42495.25
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	FOREIGN COMMON STOCK	143658300	CARNIVAL CORP	1470	67781.7	45700.24
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	149123101	CATERPILLAR INC	800	74928	30389.58
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	150870103	CELANESE CORP-SER A	1140	45933.8	28049.13
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	166764100	CHEVRON CORPORATION	590	53837.5	39953.8
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	172967101	CITIGROUP INC	17630	83389.9	88614.9
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	191216100	COCA-COLA CO	960	63139.2	57280.42
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	22160K105	COORCO WHSL CORP NEW	600	43326	32791.92
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	244199105	DEERE & CO	640	53151	35411.01
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	254687106	WALT DISNEY COITHE	1940	72769.4	60888.36
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	FIXED INCOME MUTUAL FUNDS	261987830	DREYFUS INFLATION ADJUSTED SECS FD	19455.25	250000	250000
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	FIXED INCOME MUTUAL FUNDS	2619880759	DREYFUS PREM LT TRM HI YLD-I	52175.75	345403.52	381228.93
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	EQUITY/BALANCED MUTUAL FUNDS	261986582	DREYFUS PR GL RE SEC FD CL I	37070.58	271727.4	399991.62
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	278058102	EATON CORP	510	51770.1	32648.98
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	291011104	EMERSON ELECTRIC CO	1120	64030.4	65370.48
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	35671D657	EXXON MOBIL CORP	2140	156476.8	30324.24
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	359604103	FREEPORT-MCMORAN COPPER & GOLD INC	430	51638.7	7735.7
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	CORPORATE BONDS	38143UAB7	GENERAL ELECTRIC COMPANY	150000	59601.6	14573.75
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	38259P508	GOLDMAN SACHS GROUP 5.15% 1/15/14	157	161559	151996.5
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	406216101	GOOGLE INC-CL A	1250	93253.29	71017.34
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	428236103	HALLIBURTON CO	1280	51037.5	31648.25
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	437076102	HEWLETT PACKARD CO	1660	58199.6	54831.7
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	438516106	HOME DEPOT INC	1090	55818	56518.48
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	458140100	HONEYWELL INTL INC	2910	61197.3	39880.36
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	459200101	INTEL CORP	669	98182.44	70651.35
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	459902102	INTERNATIONAL BUSINESS MACHINES CORP	2320	41040.8	36487.1
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	EQUITY/BALANCED CLOSED END FDS	46428R107	INTERNATIONAL GAME TECHNOLOGY	1700	57970	51289
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	46625H100	SHARES S&P GSCI COMMODITY-IND	1950	70821.27	70821.27
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	478366107	JPMORGAN CHASE & CO	1940	82719	82719
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	48203R104	JOHNSON CTLS INC	1720	74108	52727.65
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	50075N104	JUNIPER NETWORKS INC	1980	63502.4	44172.87
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	58933Y105	KRAFT FOODS INC CL A	1070	62704.9	53353.12
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	594918104	MERCK & CO INC	1400	38562.8	21421.4
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	617446448	MICROSOFT CORPORATION	1970	39074	34496
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	634375105	MORGAN STANLEY	450	53603.7	125820.48
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	6713448108	OCCIDENTAL PETROLEUM CORP	600	44145	34774.07
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	713448108	PNC FINANCIAL SERVICES GROUP	970	36432	33953.46
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	717081103	PEPSICO INC	4345	63370.1	48926.8
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	718172109	PFIZER INC	1030	76080.95	107700.36
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	728505100	PHILIP MORRIS INTERNAT-WI	1370	60285.9	39898.45
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	742718109	PLAINS EXPLORATION & PR-WI	620	44031.8	28556.97
10585992950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK		PROCTER & GAMBLE CO		39884.6	27365.67

ACCOUNT #	ACCOUNT NAME	INVESTMENT TYPE	CUSIP	ASSET NAME	UNITS	FMV	TAX COST
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	74733V100	QEP RESOURCES INC	1120	40667.2	32924.57
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	748356102	QUESTAR CORP	2700	47007	41188.47
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	779376102	ROVI CORP	900	55809	44163.81
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	79466L302	SALESFORCE COM INC	490	64680	43247.69
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	FOREIGN COMMON STOCK	806857108	SCHLUMBERGER LTD	630	52605	18348.75
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	816851109	SEMPRA ENERGY	980	50380.8	46867.9
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	845467109	SOUTHWESTERN ENERGY CO	1360	50904.8	49384.02
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	857477103	STATE STREET CORP	1030	47730.2	33907.6
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	FOREIGN COMMON STOCK	874039100	TAIWAN SEMICONDUCTOR MFG CO ADR	4080	51163.2	42704.95
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	CORPORATE BONDS	87612EAC0	TARGET CORP 6.35% 1/15/11	150000	150228	152361
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	878E-110	TARGET CORP	920	55319.6	45733.2
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	88078W103	TERADATA CORPORATION	1170	48157.2	36771.13
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	902973304	US BANCORP	1940	53231.8	43124.46
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	907818108	UNION PAC CORP	640	59302.4	44883.46
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	913017109	UNITED TECHNOLOGIES CORP	820	64550.4	50893.53
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	91913Y100	VALERO ENERGY CORP NEW	2510	58031.2	46991.37
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	CORPORATE BONDS	92343VAC8	VERIZON COMMUNICATIONS 5.55% 2/15/16	150000	168138	150166.5
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	92343V104	VERIZON COMMUNICATIONS INC	810	28981.8	24641.32
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	942683103	WAL MART STORES INC	590	31818.7	32364.24
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	949746101	WATSON PHARMACEUTICALS INC	1010	52166.5	48384.47
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	988498101	WELLS FARGO & COMPANY	2170	67248.3	56074.38
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	98956P102	YUM! BRANDS INC	1040	49922.4	40649.86
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	COMMON STOCK	991061052	ZIMMER HOLDINGS INC	930	51012	50629.31
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	CASH MANAGEMENT VEHICLES	991061052	CRA (BNY MELLON, N.A., MEMBER FDIC)	51690.14	51690.14	51690.14
1058592950	DUBOSE & DOROTHY HEYWARD MEM FUND	CASH MANAGEMENT VEHICLES	991061052	CRA (BNY MELLON, N.A., MEMBER FDIC)	196913.68	196913.68	196913.68
1058592950	TOTAL					\$ 9,467,602.01	\$ 8,266,533.46
ACCOUNT #	ACCOUNT NAME	INVESTMENT TYPE	CUSIP	ASSET NAME	UNITS	FMV	TAX COST
10570483200	DUBOSE & DOROTHY HEYWARD MEM FND	SUB SUNDRY ASSETS	9D9995617	COPYRIGHT-DUBOSE HEYWARD	204549	466705.75	0
10570483200	DUBOSE & DOROTHY HEYWARD MEM FND	SUB SUNDRY ASSETS	9D9995625	COPYRIGHT-DUBOSE HEYWARD OBER	23580	53800.91	0
10570483200	DUBOSE & DOROTHY HEYWARD MEM FND	SUB SUNDRY ASSETS	9D9995641	COPYRIGHT-DUBOSE HEYWARD	197	449	0
10570483200	DUBOSE & DOROTHY HEYWARD MEM FND	SUB SUNDRY ASSETS	9D9995757	COPYRIGHT-DUBOSE HEYWARD TAMS	168975	385538.94	0
10570483200	DUBOSE & DOROTHY HEYWARD MEM FND	SUB SUNDRY ASSETS	9D9995765	COPYRIGHT-DUBOSE HEYWARD ASCAP	303951	693504.63	0
10570483200	DUBOSE & DOROTHY HEYWARD MEM FND	SUB CASH MANAGEMENT VEHICLES	991061052	CRA (BNY MELLON, N.A., MEMBER FDIC)	109484.64	109484.64	109484.64
10570483200	TOTAL					\$ 1,709,483.87	\$ 109,484.64
TOTAL						\$ 11,177,085.88	\$ 8,376,018.10

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

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

- 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	Employer identification number
	THE DUBOSE & DOROTHY HEYWARD MEM FD # 599295	13-6840999
	Number, street, and room or suite no. If a P O box, see instructions	
	BNY Mellon N A - P O Box 185	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Pittsburgh	PA 15230-0185

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

04

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 ▶ BNY MELLON, N.A., P.O. BOX 185, PITTSBURGH, PA 15230-0185

Telephone No ▶ (212) 922-8185

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

- I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2011, 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 _____

- 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	\$	18,000
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	\$	8,037
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	\$	9,963

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

For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)

(HTA)