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SCAN
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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.	1545-005	

	Inte	rnal R	evenue Service	lote. The foundation may	be able to use a copy of t	his return to sa	itisfy state rep	orting requirements	
	Fo	r cal		or tax year beginning			, and ending		, 20
	G	Che	ck all that apply:	Initial return	Initial return	of a former p	ublic charity	<u> </u>	Final return
				Amended return	Addre	ss change		Name change	
	Na	me o	of foundation	•				A Employerident	ification number
2011			UD CARSO	N FAM CHARITAE	LE TRUST			13	-6957038
7	Νu	mbe	r and street (or PO box	number if mail is not deliver	red to street address)	·	Room/suite		r (see page 10 of the instructions)
4									
0			BANK OF	AMERICA N.A. P	O BOX 1802			+ $ -$) -
>	Cit	y or	town, state, and ZIP co					C If exemption appli	
S S								pending, check he	▶ 1 1
			PROVIDEN	NCE. RI 02901-1	802			1	rations meeting the
POSTMARK DATE	H	Che	ck type of organizat	tion: X Section 50	1(c)(3) exempt private t	oundation			here and attach
20	Γ	_		exempt charitable trust			ion	1	
3	Ť		market value of all		ounting method. X C			1 = '	on status was terminated
₹ 3	Ť		ear (from Part II, col		Other (specify)				
S		-			l, column (d) must be o	n cash basis.		1	s in a 60-month termination (b)(1)(B), check here .
ھے	P	_		ue and Expenses (Th	e	T		•	(d) Disbursements
			total of amounts in a	columns (b), (c), and (d)	(a) Revenue and expenses per	(b) Net inve		(c) Adjusted net	for charitable
				equal the amounts in e 11 of the instructions))	books	incom	ie	income	purposes (cash basis only)
	\exists	1		etc., received (attach schedule)	32,456,203				Today Dudio Offic
	-	2	of the f	oundation is not required to					
	-	3	- attacii	Sch. B					
		4	=	st from securities	2,232	1	2,232.		
		-				1	2/2321		
	-		Net rental income or (lo					_	
				ale of assets not on line 10	1,110,638				
th.		b	Gross sales price for all	1,961,510.		1			
SCANNED	Revenue	7	assets on line 6a	me (from Part IV, line 2)		1.11	0,638.		
≩	اچ	8		Igain					
Ź	İ	9	•						-
$\overline{\Box}$	ı		Gross sales less returns						
ワ		h	and allowances • • • • • Less Cost of goods sold						
.2			-	(attach schedule)					
ΛΟ'n		11		schedule)		88	4,102.		STMT 1
~	-	12		rough 11	24 522 522		6,972.		
	7	13		s, directors, trustees, etc			1,600.		14,400
~	ļ	14		ries and wages	1.0.0.0				110,850
0	S	15		yee benefits					
	Expense			nedule)					
	ĕ			nch schedule)					
i	اس		Other professional fe	es (attach schedule)					
1	8	17	RECEIVEL)					
	strativ	18-	Taxes (attach schedule)	(see page 4 of the instructions)					
		119		schedele) and depletion .					
	F	20	Occupancy ZUII						
	fi	<u>, T</u>		and meetings					
	Ĕ	22						-	
	퉨	23	Other expenses tettal	ions	750	. 2	3,203.	•	750
	Operating-end	24		administrative expenses		-		1	
				23	445 600	. 4	4,803.		126,000
1	히	25	_	grants paid	04 540 556				24,713,576
	-	26		sements Add lines 24 and 25	04 061 176	. 4	4,803.		24,839,576
	7	27	Subtract line 26 from	•		1			
	ļ			penses and disbursements	9,659,614				
	-			me (if negative, enter -0-)		1.95	2,169.		
	-			(if negative, enter -0-).					
	Fo			t Notice, see page 30 of			JSA		Form 990-PF (2010)

For Paperwork Reduction Act Notice, see page 30 of the instructions. OE1410 1 000 CPE915 L775 11/03/2011 09:33:28

Form **990-PF** (2010)

=		11 (2010)	Attached schedules and amounts in the	Beginning of year	End	l of year
Ρ	art II	Balance Sheets	description column should be for end-of-year amounts only. (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-beari	ng	NONE	NON	1B
	2		cash investments	151,141.	972,547	972,586.
	3	Accounts receivable				
		Less: allowance for doub	otful accounts >			
	4			" - "		
		Less allowance for doub	otful accounts >			
	5					<u> </u>
	6		officers, directors, trustees, and other			
		disqualified persons (atta	ch schedule) (see page 15 of the instructions)			<u> </u>
	7	Other notes and loans re	eceivable (attach schedule) > _*		* NON	1 <u>F</u>
		Less allowance for doub	otful accounts >	NONE	NON	<u>non</u> i
ι,	8	Inventories for sale or us	ie			
Assets	9		eferred charges	_		
As	10 a	Investments - U.S and state	government obligations (attach schedule)	NONE	NON	
	ь	Investments - corporate	stock (attach schedule)	544,138.	1,411,976	
	, c	Investments - corporate	bonds (attach schedule)	NONE	NON	NONE NONE
	11	Investments - land, building and equipment basis	TONE			
		Less accumulated deprecia (attach schedule)		NONE	NON	
	12		loans	NONE	NON	
	13 14	Investments - other (atta Land, buildings, and	ch schedule)	928,205.	551,240	524,548
	1-7	equipment basis Less accumulated deprecia	tion b			
		(attach schedule)		207 102	1 534 333	1 524 222
	15		STMT 4)	287,102.	1,534,223	1,534,223
	16	· · · · · · · · · · · · · · · · · · ·	completed by all filers - see the	1 010 506	4 460 004	4 442 222
_			age 1, item l)	1,910,586.	4,469,986	5. 4,443,333
	17		ccrued expenses			-
	18					-
Liabilities	19 20		rs, trustees, and other disqualified persons			1
Ē	21	·	ites payable (attach schedule)			-
<u>:</u>	22		> ►)			
		Calci liabilitico (accorio	´'			7
	23	Total liabilities (add line	es 17 through 22)			
		Foundations that fol	ow SFAS 117, check here			7
			24 through 26 and lines 30 and 31.			
es	24	Unrestricted	<i></i>			
lances	25	Temporarily restricted				
Bal	26	Permanently restricted				
р	26	Foundations that do	not follow SFAS 117,			
Ē		check here and com	plete lines 27 through 31. $\blacktriangleright X$			
ō	27	Capital stock, trust prince	apal, or current funds	1,623,484.	1,523,78	<u>/ .</u>
ets	28	Paid-in or capital surplus, o	r land, bldg , and equipment fund			
Assets	29	•	lated income, endowment, or other funds	287,102.	2,946,199	9. STMT 5
Net /	30	Total net assets or	fund balances (see page 17 of the	1 010 506	4 460 004	-
Ž				1,910,586.	4,469,986	<u>'-</u>
	31		t assets/fund balances (see page 17	1 010 506	4 460 000	-
			ngos in Not Assets or Fund I	1,910,586.	4,469,986).
			anges in Net Assets or Fund I		must agree with	
1			palances at beginning of year - Part			1 010 506
•			on prior year's return)			
2	Cute.	r arnount from Fart I, I	ine 27a ed in line 2 (itemize) ▶ SEE STAT		2	
						40 40 40
5	Dec	lines 1, 2, and 3	line 2 (itemize) ► SEE STAT	PEMENT 7		
6	Tota	I net assets or fund ha	lances at end of year (line 4 minus lin	ne 5) - Part II. column (b)), line 30 6	
<u>-</u>	· Ota	or aggorg or fully Do	or your time + minds in	,, oolullii (b)	,, <u> </u>	Form 990-PF (2010)

Form 990-PF (2010)	and I are a few Torr on Incre				
	and Losses for Tax on Inve		(b) How	(c) Date	(d) Date sold
(a) List and 2-story b	acquired P-Purchase D-Donation	acquired (mo., day, yr.)	(mo., day, yr)		
1a SEE PART IV DETA			B Donawort		
b					
C	<u> </u>				
d					
е				i	
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (lo (e) plus (f) mini	
a					
<u>b</u>			ļ . <u>-</u>		
С			ļ		
<u>d</u>					
e	showing gain in column (h) and owned t	by the foundation on 12/21/69		0 (0 1 (1)	
Complete only for assets		(k) Excess of col. (i)		Gains (Col. (h) ga (k), but not less	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	over col. (j), if any		Losses (from co	
<u>a</u>	·		 	- · · ·	
b					
<u>c</u>	-				·
<u>d</u>			<u> </u>		··
<u>e</u>	i	gain, also enter in Part I, line 7			
2 Capital gain net income or	· (-ot conital loca)	(loss), enter -0- in Part I, line 7	2	1	,110,638.
3 Net short-term capital gair	n or (loss) as defined in sections 122				
	line 8, column (c) (see pages 13 an				
If (loss), enter -0- in Part I,	line 8	<u> J</u>	3		
If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestic	line 8	uced Tax on Net Investment I		me.)	
If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestic If section 4940(d)(2) applies, Was the foundation liable for	Jinder Section 4940(e) for Reduce private foundations subject to the leave this part blank.	uced Tax on Net Investment I section 4940(a) tax on net investr	ment inco	_	Yes X No
If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestic If section 4940(d)(2) applies, Was the foundation liable for If "Yes," the foundation does	Jinder Section 4940(e) for Reduce private foundations subject to the leave this part blank. The section 4942 tax on the distribution qualify under section 4940(e).	uced Tax on Net Investment I section 4940(a) tax on net investrutable amount of any year in the boo not complete this part.	nent inco	d?	
If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestical section 4940(d)(2) applies. Was the foundation liable for If "Yes," the foundation does 1 Enter the appropriate am (a)	Jinder Section 4940(e) for Reduce private foundations subject to the leave this part blank. The section 4942 tax on the distrib not qualify under section 4940(e). Found in each column for each year;	utable amount of any year in the book not complete this part.	nent inco	ing any entries.	
If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestic If section 4940(d)(2) applies, Was the foundation liable for If "Yes," the foundation does 1 Enter the appropriate am (a) Base period years	Jinder Section 4940(e) for Reduce private foundations subject to the leave this part blank. The section 4942 tax on the distribution qualify under section 4940(e).	uced Tax on Net Investment I section 4940(a) tax on net investrutable amount of any year in the boo not complete this part.	nent inco	ing any entries.	atio
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If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestication II If section 4940(d)(2) applies, Was the foundation liable for III III "Yes," the foundation does I Enter the appropriate am (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006 2005 I Total of line 1, column (column appropriate distribution ration number of years the four III (loss), enter III and III (loss), enter III and II an	Jinder Section 4940(e) for Reduce private foundations subject to the private foundation and part blank. The section 4942 tax on the distribution and qualify under section 4940(e). It is constructed to the private form of	utable amount of any year in the boo not complete this part. see page 18 of the instructions be (c) Net value of noncharitable-use assets 13,940,578. 24,181,808. 40,076,401. 53,863,890. 35,439,370. the total on line 2 by 5, or by the than 5 years m Part X, line 5	pase period	ing any entries. (d) Distribution (col (b) divided b) 2.01 1.33 0.88 0.50 0.74 5.46 1.09	atio (col. (ci)) 101697505 073106031 139147026 101726778 296190931 711868271 342373654 2,871,820
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If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestical description of the section 4940(d)(2) applies, Was the foundation liable for the section does the foundation does the foundation does the section of the sectio	Jinder Section 4940(e) for Reduce private foundations subject to the private foundation and part blank. The section 4942 tax on the distribution and qualify under section 4940(e). It is constructed to the private form of	utable amount of any year in the boo not complete this part. see page 18 of the instructions be (c) Net value of noncharitable-use assets 13,940,578. 24,181,808. 40,076,401. 53,863,890. 35,439,370. the total on line 2 by 5, or by the than 5 years m Part X, line 5	pase periodifore mak	ing any entries. (d) Distribution (col (b) divided b) 2.01 1.33 0.88 0.50 0.74 5.46 1.09	atio (col. (ci)) 101697505 073106031 139147026 101726778
If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestic If section 4940(d)(2) applies Was the foundation liable for If "Yes," the foundation does 1 Enter the appropriate am (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006 2005 2 Total of line 1, column (c) 3 Average distribution rationumber of years the four 4 Enter the net value of no 5 Multiply line 4 by line 3 6 Enter 1% of net investments	Jnder Section 4940(e) for Reduce private foundations subject to the plant part blank. The section 4942 tax on the distribution of qualify under section 4940(e). It is count in each column for each year; (b) Adjusted qualifying distributions 28,034,739. 32,179,483. 35,322,998. 26,986,739. 26,330,102.	utable amount of any year in the boo not complete this part. see page 18 of the instructions be (c) Net value of noncharitable-use assets 13,940,578. 24,181,808. 40,076,401. 53,863,890. 35,439,370. the total on line 2 by 5, or by the than 5 years m Part X, line 5	pase perioder make the second	ing any entries. (d) Distribution (col (b) divided by 2.01. 1.33. 0.88. 0.50. 0.74. 5.46. 1.09.	retio 101697505 073106031 139147026 101726778 296190931 711868271 342373654 2,871,820 1,548,252 19,522
If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestic If section 4940(d)(2) applies Was the foundation liable for If "Yes," the foundation does 1 Enter the appropriate am (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006 2005 2 Total of line 1, column (c) 3 Average distribution rationumber of years the four 4 Enter the net value of no 5 Multiply line 4 by line 3 6 Enter 1% of net investment	Jnder Section 4940(e) for Reduce private foundations subject to the private foundation and private foundation 4940(e). It is consistent to the section 4942 tax on the distributed for the section 4940(e). It is consistent for the section 4942 tax on the distribution and subject to the section 4942 tax on the distribution and section 4940(e). It is consistent for the section 4942 tax on the distribution and section 4940(e). It is consistent for the section 4942 tax on the distribution and section 4940(e). It is consistent for a s	utable amount of any year in the boo not complete this part. see page 18 of the instructions be (c) Net value of noncharitable-use assets 13,940,578. 24,181,808. 40,076,401. 53,863,890. 35,439,370. the total on line 2 by 5, or by the than 5 years m Part X, line 5	pase periodifore mak	ing any entries. (d) Distribution (col (b) divided by 2.01. 1.33. 0.88. 0.50. 0.74. 5.46. 1.09.	atio (col. (ci)) 101697505 073106031 139147026 101726778 296190931 711868271 342373654 2,871,820 1,548,252
If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestic If section 4940(d)(2) applies Was the foundation liable for If "Yes," the foundation does 1 Enter the appropriate am (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006 2005 2 Total of line 1, column (c) 3 Average distribution rationumber of years the four 4 Enter the net value of no 5 Multiply line 4 by line 3 6 Enter 1% of net investment 7 Add lines 5 and 6	Jnder Section 4940(e) for Reduce private foundations subject to the private foundation and private foundation 4940(e). It is section 4940(e). It is	utable amount of any year in the bo not complete this part. see page 18 of the instructions be (c) Net value of noncharitable-use assets 13,940,578. 24,181,808. 40,076,401. 53,863,890. 35,439,370. the total on line 2 by 5, or by the than 5 years m Part X, line 5	pase perioder make the second	ing any entries. (d) Distribution. (col (b) divided by 2.01. 1.33. 0.88. 0.50. 0.74. 5.46. 1.09.	retion (col. (cl)) 101697505 073106031 139147026 101726778 296190931 711868271 342373654 2,871,820 1,548,252 19,522
If (loss), enter -0- in Part I, Part V Qualification I (For optional use by domestic If section 4940(d)(2) applies Was the foundation liable for If "Yes," the foundation does 1 Enter the appropriate am (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006 2005 2 Total of line 1, column (c) 3 Average distribution rationumber of years the four 4 Enter the net value of no 5 Multiply line 4 by line 3 6 Enter 1% of net investment 7 Add lines 5 and 6 8 Enter qualifying distribution	Jnder Section 4940(e) for Reduce private foundations subject to the plant part blank. The section 4942 tax on the distribution of qualify under section 4940(e). It is count in each column for each year; (b) Adjusted qualifying distributions 28,034,739. 32,179,483. 35,322,998. 26,986,739. 26,330,102.	utable amount of any year in the boo not complete this part. see page 18 of the instructions be (c) Net value of noncharitable-use assets 13,940,578. 24,181,808. 40,076,401. 53,863,890. 35,439,370. the total on line 2 by 5, or by the than 5 years m Part X, line 5	pase periodifore mak	ing any entries. (d) Distribution (col (b) divided by 2.01. 1.33. 0.88. 0.50. 0.74. 5.46. 1.09. 9.	retio (col. (ci)) 101697505 073106031 139147026 101726778 296190931 711868271 342373654 2,871,820 1,548,252 19,522 1,567,774 4,839,576

Form 9	190-PF (2010) 13-6957038		1	Page 4
Part	VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of t	ne ins	tructio	ons)
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.			
	Date of ruling or determination letter: (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check		39,0	043.
	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			
3	Add lines 1 and 2		39,0	<u>043.</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4		1	NON
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0		39,0	<u> 343.</u>
6	Credits/Payments ⁻			
а	2010 estimated tax payments and 2009 overpayment credited to 2010 6a 67,460 .			
	Exempt foreign organizations-tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868) 6c NONE			
	Backup withholding erroneously withheld			
7	Total credits and payments. Add lines 6a through 6d		67,4	<u> 160.</u>
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		28,4	<u> 417.</u>
	Enter the amount of line 10 to be: Credited to 2011 estimated tax ▶ 28,417. Refunded ▶ 11			
	VII-A Statements Regarding Activities			
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it	\vdash	Yes	No
	participate or intervene in any political campaign?	1a		<u>}</u>
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19			Ι,
	of the instructions for definition)?	1b		<u> </u>
	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			١,
	Did the foundation file Form 1120-POL for this year?	1c		X
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.			1
	(1) On the foundation. ▶\$(2) On foundation managers ▶\$			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed			
•	on foundation managers. \$			<u>ر</u> ا
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		 -
	If "Yes," attach a detailed description of the activities.			
	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		l x
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		Х
•	If "Yes," attach the statement required by General Instruction T			
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	Х	
	Enter the states to which the foundation reports or with which it is registered (see page 19 of the			
	instructions) ▶ STMT 8			
	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General			1
	(or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	Х	
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)7 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	Х	

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Par	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		Х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
	August 17, 2008?	12		l x
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		Х	
13	N/A			
14	Website address The books are in care of PRIVATE BANK TAX SERVICES Telephone no. (888) 866-3	3275		
14	Located at ▶ PO BOX 1802, PROVIDENCE, RI ZIP+4 ▶ 02901			
45				
15	and enter the amount of tax-exempt interest received or accrued during the year	• • • •	• • •	'Ш
4.0	the state of the s		Yes	No
16	over a bank, securities, or other financial account in a foreign country?	16	163	" X
		10	٠	
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter			
Dou	the name of the foreign country ► VII-3 Statements Regarding Activities for Which Form 4720 May Be Required	٠		l
Far		$\overline{}$	1	Τ
	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	
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No	İ	1	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a		1	
	disqualified person?	1		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No		1	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			,
	(5) Transfer any income or assets to a disqualified person (or make any of either available for			ł
	the benefit or use of a disqualified person)?		1	1
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the			ļ
	foundation agreed to make a grant to or to employ the official for a period after	ļ		
	termination of government service, if terminating within 90 days.)			
ь	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			ļ
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1 <u>b</u>	ļ	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		1	
	were not corrected before the first day of the tax year beginning in 2010?	<u>1c</u>	ļ	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private		1	Ì
	operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
8	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and		1	
	6e, Part XIII) for tax year(s) beginning before 2010? Yes X No			
	If "Yes," list the years			•
Ł	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			ļ
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to	ł		
	all years listed, answer "No" and attach statement - see page 22 of the instructions.)	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.			
	>	ł		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise			
	at any time during the year?			
ь	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		L
4=	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			Х
	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		Х
_				

(a) Name and address of each employee paid more than \$50,000

(b) Title, and average hours per week devoted to position

(c) Compensation

(d) Contributions to employee benefit plans and deferred compensation

(e) Expense account, other allowances

NONE

NONE

NONE

NONE

NONE

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. ▶ | NONE

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

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3	Five hi	ghest-paid independe	nt contractors for professiona	services	(see page	e 23 of the instructions).	If none	, enter "NONE
			s of each person paid more than \$50,000			(b) Type of service		(c) Compensation
NON	 E							NONE
						-		<u>-</u> .
		·						
otal	numbe	er of others receiving o	ver \$50,000 for professional se	rvices	• • • • • •			NONE
Part	IX-A	Summary of Dire	ct Charitable Activities					
			naritable activities during the tax year d, conferences convened, research pape			I information such as the number	er of	Expenses
1 <u>N</u>	ONE							
2_								
-								
3 _	-							
			·					
· -								
Part	IX-B	Summary of Pro	gram-Related Investments (see page	24 of the i	nstructions)		
		two largest program-related in	nvestments made by the foundation during	g the tax yea	r on lines 1 a	nd 2.		Amount
- 1Ñ	ONE						·	
2_								
	other prog	ram-related investments. See	page 24 of the instructions.					
-			-		-			
Total	Δdd li	nes 1 through 3					•	

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Pa	Minimum Investment Return (All domestic foundations must complete this part. Foreign see page 24 of the instructions.)	gn foundatior	ıs,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes:		
а	Average monthly fair market value of securities	1a	13,177,303.
b	Average of monthly cash balances	1b	81,108,809.
C	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d		1d	94,286,112.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3		3	94,286,112.
4	Subtract line 2 from line 1d Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of		
		4	1,414,292.
5	the instructions) Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	92,871,820.
6	Minimum investment return. Enter 5% of line 5	6	4,643,591.
Pa	Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) privations and certain foreign organizations check here □ and do not complete this privations.	te operating part.)	
1	Minimum investment return from Part X, line 6	1	4,643,591.
2a	Tax on investment income for 2010 from Part VI, line 5		
Ь	Income tax for 2010. (This does not include the tax from Part VI.) 2b]	
C		2c	39,043.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,604,548.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	4,604,548.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII,		
	line 1	7	4,604,548.
Pa	Oualifying Distributions (see page 25 of the instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	_	
а		1a	24,839,576.
b		1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,		
	purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:	ł _	
а		3a	NONE
þ		3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	24,839,576.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	<u>24,839,576.</u>
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when cal qualifies for the section 4940(e) reduction of tax in those years.	culating whetl	ner the foundation

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	t XIII Undistributed Income (see page	(a)	(b)	(c)	(d)
	Distributable amount for 2010 from Part XI,	Corpus	Years prior to 2009	2009	2010
	line 7				4,604,548
	Undistributed income, if any, as of the end of 2010.			MONTH	
	Enter amount for 2009 only		110111	NONE	
b	Total for prior years 20_08_, 20, 20		NONE		
3	Excess distributions carryover, if any, to 2010.				
а	From 2005				
	From 2006 24,979,093.				
C	From 2007 NONE				
	From 2008 31, 367, 613.				
е	From 2009 27,322,626.				
f	Total of lines 3a through e	108,758,143			··-
ŀ	Qualifying distributions for 2010 from Part XII,				
	line 4: ▶ \$ <u>24,839,576.</u>				
a	Applied to 2009, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election				
	required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election				
•	required - see page 26 of the instructions)	NONE			
d	Applied to 2010 distributable amount				4,604,548
е	Remaining amount distributed out of corpus	20,235,028.			
5	Excess distributions carryover applied to 2010	NONE			NON
	(If an amount appears in column (d), the same				
6	amount must be shown in column (a)) Enter the net total of each column as				
•	indicated below:				
а	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	128,993,171.			
b	Prior years' undistributed income. Subtract		NONE		
	line 4b from line 2b		NONE		
C	Enter the amount of prior years' undistributed income for which a notice of deficiency has been				
	issued, or on which the section 4942(a) tax has		270277		
	been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable		170175		
	amount - see page 27 of the instructions		NONE		
е	Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page				
	27 of the instructions			NONE	
f	Undistributed income for 2010. Subtract lines				
•	4d and 5 from line 1. This amount must be				37037
	distributed in 2011				NON
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section				
	170(b)(1)(F) or 4942(g)(3) (see page 27 of the				
_	instructions)	NONE			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the				
	instructions)	<u>25,088,811.</u>			
9	Excess distributions carryover to 2011.				
	Subtract lines 7 and 8 from line 6a	103,904,360.			
0	Analysis of line 9				
a	Excess from 2006 24,979,093.				
b	Excess from 2007 NONE				
C	Excess from 2008 31,367,613.				
d	Excess from 2009 27, 322, 626.				
e	Excess from 2010 20, 235, 028.				

_	1 990-PF (2010)	= 1			695/038		NOT 1	Page 10
				e instructions and Pa		estion 9)	NOT' A	APPLICABI
1 a	If the foundation has	_			- 1			
	foundation, and the ruling					40.404.14	<u></u>	40.40()(5)
Ь	Check box to indicate who		private operating found		<u> </u>	4942(j)(3) or [4942(j)(5)
2 a		Tax year		Prior 3 years	1		(e) Total
	Justed net income from Part I or the minimum investment return from Part X for each year listed	(a) 2010	(b) 2009	(c) 2008	(d) 2	007		
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							
е	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c							
3 a	Complete 3a, b, or c for the alternative test relied upon "Assets" alternative test - enter							
	(1) Value of all assets (2) Value of assets qualifying under section				-			
b	4942(j)(3)(B)(i)						•	
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					, ,		
Pa		ary Information (C during the year - se		t only if the found nstructions.)	lation had	\$5,000	or mor	e in asset
1	Information Regarding	Foundation Manage	rs:					· · · · · ·
а	List any managers of before the close of any	the foundation who ly tax year (but only if t	nave contributed mo ney have contributed	re than 2% of the tot more than \$5,000). (al contribution See section 5	ons receive i07(d)(2).)	d by the	e foundation
	RUSSELL L	CARSON	JUDITH M CARSO	N				
b	List any managers of ownership of a partner					an equally	large po	ortion of the
2	N/A Information Regarding	Contribution, Grant,	Gift, Loan, Scholars	hip, etc., Programs:				
	Check here ► X if t unsolicited requests f organizations under ot	for funds. If the foun	dation makes gifts,	grants, etc. (see pag	itable organ e 28 of the	izations an instruction	d does is) to ir	not accept idividuals o
а	The name, address, an	d telephone number o	of the person to whor	n applications should	be addressed	l:		
b	The form in which app	lications should be su	bmitted and informat	ion and materials they	should inclu	de:		
c	Any submission deadle	nes:						
_								
d	Any restrictions or li factors:	mitations on awards	, such as by geog	raphical areas, charit	able fields,	kinds of ır	stitution	s, or othe

Part XV Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment									
Recipient If recipient is an individual, show any relationship to Purpose of grant or Purpose of grant or									
	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount					
Name and address (home or business)	or substantial contributor	recipient							
a Paid during the year									
SEE STATEMENT 10		}							
		ľ							
		ŀ							
	ļ								
			ĺ						
		ľ							
	İ								
	}								
•									
		<u> </u>							
Total			▶ 3a	24,713,576.					
b Approved for future payment									
			1						
		1	1						
		1							
	L	L	<u> </u>						
Total	<u></u>		<u>▶</u> 3b						

Form 990-PF (Page 12
Part XVI-	-					(2)
-	service revenue.	Unrela (a) Business code	ted business income (b) Amount	(c) Exclusion code	y section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
•	Service revenue.		· · · · · · · · · · · · · · · · · · ·			
		_				
е			<u> </u>			
f						
_	and contracts from government agencies		· · · · · · · · · · · · · · · · · · ·			
	ship dues and assessments		-	-		
	s and interest from securities			14	2,232.	
	al income or (loss) from real estate:			 	2,232.	
	financed property					
	lebt-financed property					
	income or (loss) from personal property	i .				
7 Other inv	vestment income			1		
	oss) from sales of assets other than inventory			18	1,110,638.	
	me or (loss) from special events		<u> </u>	 		
-	ofit or (loss) from sales of inventory	<u> </u>		-		
	venue a DERAL TAX REFUND			1	951,717.	<u></u>
	DENAL TAX KETOND			+-	331,717.	
е						
12 Subtotal.	. Add columns (b), (d), and (e)				2,064,587.	
	dd line 12, columns (b), (d), and (e)				13	2,064,587.
	eet in line 13 instructions on page 29 t			warman A Decem		
Part XVI-						
Line No. ▼	Explain below how each activity accomplishment of the foundati instructions.)					
11						
						··· ·· ·· ··
				-		
			· ···	*		
	<u> </u>					
						
						
	-					
				 		
				_		
						
			 		- <u> </u>	

Part 2	XVII	Information Exempt Orga		ansfers To and T	ransactio	ns and Rela	tionships With	Nonc	harit	able
ır	n secti rganiza	on 501(c) of the Contions?	ode (other than	ngage in any of the section 501(c)(3) organ	nizations) or	•	•		Yes	No
		•		haritable exempt organiza				1a(1)		Х
(2	2) Oth	er assets						1a(2)	ļ	X
		ansactions:								
				anization						X
				mpt organization						X
										X
										X
				draising solicitations						X
				r assets, or paid employe						X
				es," complete the follo					fair i	
V	alue o	f the goods, other	assets, or service	es given by the repo	rting foundat	tion. If the four	ndation received less	than	fair i	market
				ment, show in column						
(a) Line	no.	(b) Amount involved	(c) Name of no	ncharitable exempt organizat	ion (d) Description of trans	fers, transactions, and sha	ring arra	ingeme	nts
	-+									
	-+									
	_									
			1							
							- ·			
		· · · · · · · · · · · · · · · · · · ·								
		·								
						-				
d	escribe	•	the Code (other tha	nated with, or related in section 501(c)(3)) or in				Y	es 🔼	X No
		(a) Name of organizatio	1	(b) Type of organi	zation		(c) Description of relation	nship		
	_									
						-				
										
	Unde	r penalties of persury I de	eclare that I have ex	amined this return, including	accompanying	n schedules and stat	tements and to the hest	of my k	nowled	ge and
Sign	belief	it were, correct, and cor	mplete. Declaration of	preparer (other than taxpaye	r or fiduciary) is	based on all informa	ation of which preparer ha	s any kno	owledg	e.
Here	 -	<u>Canimu</u>	<u>orance</u>	- · · · · ·		$\frac{3/2011}{}$	SVP Tax	_	_	
	1 - 31	Print/Type preparer's		Preparer's signature	Date	Date	îtle	PTIN		
Paid		Time Type property a		, reputer o organization		50.6	Checkif	*		
Prepa	rer	Euro'a nama					self-employed			
Use C		Firm's name					Firm's EIN ►			
	•						Phone no.			

Form **990-PF** (2010)

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury

Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

Employer identification number Name of the organization UD CARSON FAM CHARITABLE TRUST 13-6957038 Organization type (check one): Section: Filers of: 501(c)(Form 990 or 990-EZ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions. General Rule X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. **Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 331/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Schedule B	(Form 990, 990-EZ, or 990-PF) (2010)		PageofofPa
Name of or	ganization SON FAM CHARITABLE TRUST		Employer identification number 13-6957038
	Contributors (see instructions)		23 033,030
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1_	Russell Carson New York, NY 10022-6815	\$32,456,203.	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
	1	1	1

(Complete Part II if there is a noncash contribution.)

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

PROPERTY TYPE: SECURITIES 549,537.00 . SAVVIS INC NEW COM PROPERTY TYPE: SECURITIES 06/06/2007 12/14/201	C/	<u>APITAL GAI</u>	NS AND LO	SSES FOF	TAX ON	INVEST	VΙ	ENT INCOM	E
Cost or other as of as of percention allowed/ allowable Cost or other basis FMV over adj. basis Excess of FMV over adj. basis Cost or other basis 12/31/69 12/31/69 12/31/69 Cost or other as of percention or expenses of sale Cost or other as of as of percention or expenses of sale Cost or other as of percention or expenses of sale Cost or other as of percention or percention or expenses of sale Cost or other as of percention or expenses of sale Cost or other as of percention or percenti	Kınd of F	Property		Descr	iption				Date sold
SAVVIS INC NEW COM PROPERTY TYPE: SECURITIES 12/31/69 12/31/201	Gross sale	Depreciation			Adj. basis	Excess of		Gain	
59993.169 CMG ULTRA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES 544,138.00 . SAVVIS INC NEW COM PROPERTY TYPE: SECURITIES 306,734.00 OTAL GAIN(LOSS) . SAVVIS INC NEW COM 1105239.00 1,110,638.	price less	allowed/ allowable			as of			or (loss)	
PROPERTY TYPE: SECURITIES 549,537.00 SAVVIS INC NEW COM PROPERTY TYPE: SECURITIES 306,734.00 OTAL GAIN(LOSS) PROPERTY TYPE: SECURITIES 1105239.00 1,110,638.	CARCHISCS OF SING		Dadia	72/3//35	12/31/03		П	(1000)	
549,537.00 544,138.00 5,399.00						OND FUND		03/30/2009	01/13/2010
PROPERTY TYPE: SECURITIES 306,734.00 1105239.00 OTAL GAIN(LOSS) 1,110,638.	549,537.00			PE: SECURIT	TES			5,399.00	
1411973.00 306,734.00 1105239.00 OTAL GAIN(LOSS) 1,110,638.					TES			06/06/2007	12/14/2010
	1411973.00				. 4.4.0			1105239.00	
	OTAL GAIN(I	OSS)							
	:								
			:						
	į								
								1	
						; !			

- OTHER INCOME FORM 990PF, PART I DESCRIPTION FEDERAL TAX REFUND LANDMARK SECONDARY PARTNERS IX LP ACCOLADE PARTNERS, L.P. VMP HOLDING COMPANY II LLC

-27,444. 10,674. 900,872. INVESTMENT INCOME 1 1 1 1 1 951,717. EXPENSES PER BOOKS

NET

REVENUE AND

TOTALS

884,102.

951,717.

STATEMENT

FORM 990PF, PART I - OTHER EXPENSES

CHARITABLE PURPOSES	750.	750.
NET INVESTMENT INCOME	23,203.	23,203.
REVENUE AND EXPENSES PER BOOKS	750.	750.
DESCRIPTION	OTHER ALLOCABLE EXPENSE-PRINCI DIVIDEND INVESTMENT EXPENSE -	TOTALS

7

CPE915 L775 11/03/2011 09:33:28

UD CARSON FAM CHARITABLE TRUST

DESCRIPTION

C OR F FORM 990PF, PART II - OTHER INVESTMENTS

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OUTSIDE PARTNERSHIP

TOTALS

സ

STATEMENT

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION

OUTSIDE INVESTMENTS

TOTALS

STATEMENT

UD CARSON FAM CHARITABLE TRUST

13-6957038

FORM 990PF, PART II - OTHER FUNDS

DESCRIPTION

ENDING BOOK VALUE

OUTSIDE INVESTMENT BALANCE

2,946,199.

TOTALS

2,946,199.

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

DESCRIPTION AMOUNT

PARTNERSHIP ADJ 76,374.
TYE INCOME ADJ 5,493.
SECURITIES ADJUSTMENT 1,534,223.

TOTAL 1,616,090.

===========

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

AMOUNT DESCRIPTION

376,965. TRANSFERS TAX TO MARKET ADJUSTMENT 8,339,339.

8,716,304. TOTAL

STATE(S) WHERE THE FOUNDATION IS REGISTERED

-----NY

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

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

PO BOX 1802

PROVIDENCE, RI 02901

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 25

COMPENSATION 28,000.

OFFICER NAME:

EDWARD S CARSON

ADDRESS:

114 WEST 47TH ST

NEW YORK, NY 10036

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 15

COMPENSATION 8,000.

TOTAL COMPENSATION:

36,000.

UD CARSON FAM CHARITABLE TRUST 13-6957038 FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID ______ RECIPIENT NAME: CARSON FAMILY CHARITABLE TRUST C/O RUSSELL CARSON ADDRESS: 320 PARK AVE STE 2500 NEW YORK, NY 10022-6815 RELATIONSHIP: NONE PURPOSE OF GRANT: OPERATIONAL FOUNDATION STATUS OF RECIPIENT: PUBLIC

TOTAL GRANTS PAID:

24,713,576.

SCHEDULE D (Form 1041)

Capital Gains and Losses

OMB No. 1545-0092

Employer identification number

Department of the Treasury Internal Revenue Service Name of estate or trust

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable). 2010

UD CARSON FAM CHARITABLE IRC				13-69	0/03	j
Note: Form 5227 filers need to complete only				<u>.</u>		
Part I Short-Term Capital Gains and L	osses - Assets	Held One Ye	ar or Less	•		· · · · · · · · · · · · · · · · · · ·
(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other (see instruction		(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b Enter the short-term gain or (loss), if any,	from Schedule D	-1, line 1b			1b	5,399
2 Short-term capital gain or (loss) from Form	ns 4684 6252 <i>(</i>	5781 and 882	4		2	
2 Short-term capital gain of (toss) from For	113 4004, 0202, 1	5701, und 002-	*			
Net short-term gain or (loss) from partnerShort-term capital loss carryover. Enter the					3	
Carryover Worksheet					4	(
5 Net short-term gain or (loss). Combine I column (3) on the back	ines 1a through 4	in column (f).	Enter here and on line	: 13,	5	5,399
Part II Long-Term Capital Gains and Loss	es - Assets Held	More Than On	e Year			ر در د
(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo , day, yr.)		(d) Sales price	(e) Cost or other (see instruction		(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a						
	-					
-				-		
b Enter the long-term gain or (loss), if any, t	rom Schedule D-	1, line 6b			6b	1,105,239
7 Long-term capital gain or (loss) from Form	ne 2439 4684 F	3252 6781 an	d 8824		7	
2 Long-term capital gain of (loss) from Fore	113 2435, 4664, 6	232, 0701, 811	0.0024			
8 Net long-term gain or (loss) from partners	ships, S corporation	ons, and other o	estates or trusts		8	
9 Capital gain distributions					9	
O Gain from Form 4797, Part I					10	
1 Long-term capital loss carryover. Enter th	e amount, if any,	from line 14 of	the 2009 Capital Los	s	11	(
Carryover Worksheet	nes 6a through 11	l in column (f).	Enter here and on line	e 14a,		· · · · · ·
column (3) on the back	uctions for Form 14		. ,		12	1,105,239 D (Form 1041) 2010
or raperwork neutron Activotice, see the insti-	LUNUTION OF FURIE IL	/ / 1.		30	cuule	P (FOITH 1041) 2010

Schedule D (Form 1041) 2010 Page 2 Part III Summary of Parts I and II (1) Beneficiaries' (2) Estate's (3) Total (see instr.) or trust's Caution: Read the instructions before completing this part. Net short-term gain or (loss) 5,399. 14 Net long-term gain or (loss): 1,105,239. b Unrecaptured section 1250 gain (see line 18 of the wrksht.) 1.110.638 15 Total net gain or (loss). Combine lines 13 and 14a ▶ 15 Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary. **Capital Loss Limitation** Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: The loss on line 15, column (3) or b \$3,000 Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet on page 7 of the instructions to figure your capital loss carryover. Tax Computation Using Maximum Capital Gains Rates Part V Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero. Caution: Skip this part and complete the worksheet on page 8 of the instructions if: • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero. Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero. Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) Enter the smaller of line 14a or 15 in column (2) 18 but not less than zero Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 20 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-Subtract line 21 from line 20. If zero or less, enter -0- . . . 22 Subtract line 22 from line 17. If zero or less, enter -0-Enter the smaller of the amount on line 17 or \$2,300 24 Is the amount on line 23 equal to or more than the amount on line 24? 25 Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. No. Enter the amount from line 23 Subtract line 25 from line 24 26 Are the amounts on lines 22 and 26 the same? 27 Yes. Skip lines 27 thru 30, go to line 31. No. Enter the smaller of line 17 or line 22 27 28 Enter the amount from line 26 (If line 26 is blank, enter -0-) Multiply line 29 by 15% (.15) 30 Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 31 Add lines 30 and 31 32 Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts 33

Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule

SCHEDULE D-1 (Form 1041)

Continuation Sheet for Schedule D (Form 1041)

2010 ▶ See instructions for Schedule D (Form 1041). ▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

Department of the Treasury Internal Revenue Service Name of estate or trust

Employer identification number

UD CARSON FAM CHARITABLE TRUST 13-6957038 Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less (b) Date acquired (mo , day, yr.) (a) Description of property (Example 100 sh. 7% preferred of "Z" Co.) (f) Gain or (loss) Subtract (e) from (d) (c) Date sold (mo , day, yr.) (e) Cost or other basis (see instructions) (d) Sales price 1a 59993.169 CMG ULTRA SHORT TERM BOND FUND 03/30/2009 01/13/2010 549,537.00 544,138.00 5,399.00

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

5,399.00

JSA 0F1221 3.000

Schedule D-1 (Form 1041) 2010

Page 2

	f estate or trust as shown on Form 1041. Do not		er identification numbe	r if shown on the other sid		
	CARSON FAM CHARITABLE T				13-69570	38
Part	Long-Term Capital Gains and	Losses - Assets	Held More Tha	n One Year	,	
	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a .	SAVVIS INC NEW COM	06/06/2007	12/14/2010	1,411,973.00	306 734 00	1,105,239.0
-		00/00/2007	12/14/2010	1,411,575.00	300,734.00	1,103,233.0

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		-		-		
		<u> </u>		İ		
6b Ta	tal. Combine the amounts in column	(f). Enter here and	on Schedule D, lin	ne 6b		1,105,239.0
						-1 (Form 1041) 201



Bank of America Private Wealth Management

Dec 01, 2010 through Dec 31, 2010

Account Summary

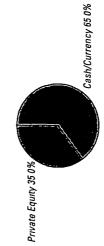
Market Value \$1,497,134.31

UD CARSON FAM CHARITABLE TRUST

Account:

Account Activity		**************************************	- Realized Ga	in/Loss Simmary		Income. Summary		
		YTD Since			Fiscal			YTD Sınce
Description	Current Period	01/10/10	Description	Current Period	YTD	Description	Current Period	01/01/10
Beginning Market Value	\$5,198,805.66	\$1,279,810.41	Short-term	\$0.00	\$5,399.39	\$5,399.39 Dividends - Taxable	\$67 01	\$7,709 83
Income	67 01	7,724 87	Long-term	0.00	0.00	Interest - Taxable	0.00	15 04
Deposits	2,611,109.00	25,635,319 92	Net Total	\$0.00	\$5,399.39	Total Income	\$67.01	\$7,724.87
Disbursements	-6,286,237 50	-25,343,175.74						
Bank Fees	-7,000 00	-28,000 00						
Non-Cash Transactions	00:00	-3,812.00						
Change in Market Value	-19,609 86	-50,733 15						
Ending Market Value	\$1,497,134.31	\$1,497,134.31						
Change in Account Value	-3,701,671 35	217,323 90						

Description Market Value Tax Cost Annual Income Yield Cash/Currency \$972,586.31 \$972,547.16 \$243.14 0.0% Private Equity 524,548.00 551,240.00 0.00 0.0 Total Assets \$1,497,134.31 \$1,523,787.16 \$243.14 0.0% Total \$1,497,134.31 \$1,523,787.16 \$243.14 0.0%	Portfolio, Allocation	A Secretary Commence				, 2000 to
Cy \$972,586.31 \$972,547.16 \$243.14 \$7.247.16 \$243.14 \$7.497,134.31 \$1,523,787.16 \$243.14 \$1,497,134.31 \$1,523,787.16 \$243.14				Estimated	Current	
CV \$972,586.31 \$972,547.16 \$243.14 V 524,548.00 551,240.00 0.00 \$1,497,134.31 \$1,523,787.16 \$243.14	Description	Market Value	Tax Cost	Annual Income	Yield	
y 524,548.00 551,240.00 0 00 \$1,497,134.31 \$1,523,787.16 \$243.14 \$1,497,134.31 \$1,523,787.16 \$243.14	Cash/Currency	\$972,586.31	\$972,547.16	\$243.14	%0.0	
\$1,497,134.31 \$1,523,787.16 \$1,497,134.31 \$1,523,787.16	Private Equity	524,548.00	551,240 00	00 0	00	
\$1,497,134.31 \$1,523,787.16	Total Assets	\$1,497,134.31	\$1,523,787.16	\$243.14	%0'0	
	Total	\$1,497,134.31	\$1,523,787.16	\$243.14		



Page 3 of 18



Portfolio Detail

Account:	UD CARSON	UD CARSON FAM CHARITABLE TRUST	BLE TRUST			Dec. 01, 2010 through Dec. 31, 2010	rough Dec. 31, 2	010
Units	Description	AISNO	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gam/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Comeney								
Cash Equivalents 762.500	s BOFA CASH RESERVES TRUST CLASS - FORMERLY COLUMBIA CASH RESERVES	097100788	\$762.50	\$0.00	\$762.50 1.000	° 00.08	\$0.19	0.0%
971,784 660	(Income Investment) BOFA CASH RESERVES TRUST CLASS - FORMERLY COLLIMBIA CASH RESERVES	097100788	971,784 66	39 15	971,784.66 1.000	00 0	242.95	0 0
	Total Cash Equivalents		\$972,547.16	\$39.15	\$972,547.16	\$0.00	\$243.14	%0'0
Total Cash/Currency		r	\$972,547.16	\$39.15	\$972,547.16	\$0.00	\$243.14	0.0%
Physics Equity								
Private Equity S	Private Equity Specific Strategy 1 000 ACCOLADE PARTNERS LP	99C048008	\$480,593 00 480.593.000	\$0.00	\$325,000.00 325,000.00	\$155,593.00	\$0 00	%00
1.000		99C047992	43,955.00 43,955.00	0.00	226,240 00 226,240.000	-182,285 00	0.00	0.0
	Total Private Equity Specific Strategy	Comments and the fact that the comments of the	\$524,548.00	\$0.00	\$551,240.00	-\$26,692.00	\$0.00	%0.0
Total Private Equity	lify		\$524,548.00	\$0.00	\$551,240.00	-\$26,692.00	\$0.00	%0.0
Total Portfolio			\$1,497,095.16	\$39.15	\$1,523,787.16	-\$26,692.00	\$243.14	%0.0
Accrued Income Total	6.		\$39 15 \$1,497,134.31		•			

Form 886	8 (Rev 1-2011)				Page 2	
• If you	are filing for an Additional (Not Automatic) 3-M	onth Exten	sion, complete only Part II and che	ck this box	▶ X	
Note. O	nly complete Part II if you have already been gran	ited an auto	matic 3-month extension on a prev	iously filed Form 886	68.	
• If you	are filing for an Automatic 3-Month Extension,					
Part II	Additional (Not Automatic) 3-Month E	xtension o	of Time. Only file the original (no			
Type o	Name of exempt organization			Employer identification number		
print	UD CARSON FAM CHARITABLE TRUST			13-6957038		
File by the Number, street, and room or suite no. If a P.O. box, see instructions.						
extended due date 1	BANK OF AMERICA N.A. PO BOX 1802					
filing you	City, town or post office, state, and ZIP code. For a foreign address, see instructions.					
return. Se instructio						
Enter th	e Return code for the return that this application	is for (file a	separate application for each return	1)	04	
Applica	tion	Return	Application .		Return	
Is For		Code	Is For		Code	
Form 9	90	01				
Form 9	90-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)			Form 8870		12	
STOPI	Do not complete Part II if you were not already	granted an	automatic 3-month extension on a	a previously filed For	m 8868.	
	books are in the care of ▶ PRIVATE BANK TA					
Telei	phone No. ► (888) 866-3275		FAX No. ► 401-278-6895			
-	organization does not have an office or place of	 business in	the United States, check this box		▶□	
	s is for a Group Return, enter the organization's fo				this is	
	whole group, check this box				ittach a	
	the names and EINs of all members the extension					
	I request an additional 3-month extension of time until 11/15 , 20 11 .					
	calendar year 2010 , or other tax year beginning, 20, and ending, 20					
	the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return					
Ī	Change in accounting period					
7 S1	ARRIVANIA STATE REQUIRED SO DILE 3					
	COMPLETE AND ACCURATE RETURN					
8a If	this application is for Form 990-BL, 990-PF, 9	90-T, 4720), or 6069, enter the tentative ta	x, less any		
	onrefundable credits. See instructions.		8a \$	50,000.		
b If	this application is for Form 990-PF, 990-T,	, 4720, o	r 6069, enter any refundable c	redits and		
	ated tax payments made. Include any prior year overpayment allowed as a credit and any					
	mount paid previously with Form 8868.					
	alance Due. Subtract line 8b from line 8a. Include	your paym	nent with this form, if required, by u			
	lectronic Federal Tax Payment System). See instr			8c \$		
			d Verification			
	enalties of perjury, I declare that I have examined this form, corresponding to prepare this form.	, including acc		to the best of my knowl	edge and belief,	
_	· Cuntmulutail		THE CUID MAY	D-4- N		
Signature	· · · · · · · · · · · · · · · · · · ·		Title ►SVP TAX	Date ►	8 (Rev. 1-2011)	
				70rm 660	u (nev. I-ZU i i)	

Form **8868**

(Rev. January 2011) Department of the Treasury

Application for Extension of Time To File an **Exempt Organization Return**

File a separate application for each return.

OMB No 1545-1709

Internal Revenue Service 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. 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 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. Name of exempt organization Employer identification number Type or UD CARSON FAM CHARITABLE TRUST 13-6957038 print Number, street, and room or suite no If a P.O. box, see instructions File by the due date for BANK OF AMERICA N.A. PO BOX 1802 filing your City, town or post office, state, and ZIP code. For a foreign address, see instructions return See instructions PROVIDENCE, RI 02901-1802 0 Enter the Return code for the return that this application is for (file a separate application for each return Return Application Return Application Is For Code Is For Code Form 990 01 Form 990-T (corporation) 07 Form 990-BL 02 Form 1041-A 80 Form 4720 Form 990-EZ 03 09 04 Form 5227 Form 990-PF 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 ► PRIVATE BANK TAX SERVICES Telephone No. ► (401)278-6880 FAX No. ▶ 401-278-6895 If the organization does not have an office or place of business in the United States, check this box . If this is If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) 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 08/15 , 20 11 , to file the exempt organization return for the organization named above. The extension is for the organization's return for: ► X calendar year 2010 or , 20 , and ending tax year beginning , 20 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 |\$ 50,000. 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 \$

c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS

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

For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 1-2011)

payment instructions.

(Electronic Federal Tax Payment System). See instructions.

67,460.