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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

2010

Department of the Treasury
Internal Revenue Service

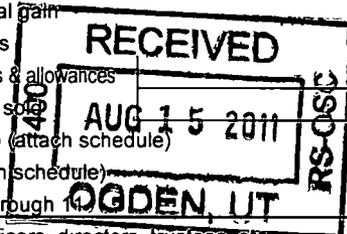
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

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 BEN D. SPAGOLIO CHARITABLE TRUST C/O ROBERT N. BOHORAD, TRUSTEE		A Employer identification number 13-7345617
Number and street (or P O box number if mail is not delivered to street address) 1940 W. NORWEGIAN ST., PO BOX 1280		B Telephone number (see page 10 of the instructions) 570-622-1811
City or town, state, and ZIP code POTTSVILLE PA 17901-7280		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (b), line 16) ▶ \$ 228,062	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)	2,000			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,780	1,780		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	-1,332			
	b Gross sales price for all assets on line 6a 45,383				
	7 Capital gain net income (from Part IV, line 2)		155		
	8 Net short-term capital gain			0	
	9 Income modifications				
	12 Total. Add lines 1 through 11	2,448	1,935	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 2	1,025			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 3	65			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 4	38			
	24 Total operating and administrative expenses. Add lines 13 through 23	1,128	0	0	0
25 Contributions, gifts, grants paid	10,022			10,022	
26 Total expenses and disbursements. Add lines 24 and 25	11,150	0	0	10,022	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-8,702				
b Net investment income (if negative, enter -0-)		1,935			
c Adjusted net income (if negative, enter -0-)			0		



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

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments	10,716	6,612	6,611	
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶				
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶	0			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule) See Stmt 5	196,036	191,438	221,451	
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶				
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	206,752	198,050	228,062		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>		and complete lines 24 through 26 and lines 30 and 31.		
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>		and complete lines 27 through 31.		
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	206,752	198,050		
30 Total net assets or fund balances (see page 17 of the instructions)	206,752	198,050			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	206,752	198,050			

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	206,752
2 Enter amount from Part I, line 27a	2	-8,702
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	198,050
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	198,050

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	WADDELL & REED			
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	155		155	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				155
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2 155
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	12,059	194,826	0.061896
2008	13,528	243,647	0.055523
2007	9,158	264,503	0.034623
2006	9,129	249,843	0.036539
2005	7,317	227,598	0.032149
2	Total of line 1, column (d)		2 0.220730
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 0.044146
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4 208,301
5	Multiply line 4 by line 3		5 9,196
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 19
7	Add lines 5 and 6		7 9,215
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 10,022

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	19
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	19
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	19
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	19
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ ROBERT N. BOHORAD Telephone no ▶ 570-622-1811 P.O. BOX 1280 Located at ▶ POTTSVILLE PA ZIP+4 ▶ 17901-7280			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

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

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No **X**

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
ROBERT N. BOHORAD P.O. BOX 1280 POTTSVILLE PA 17901-7280	TRUSTEE 2.00	0	0	0
JAMES C. BOHORAD P.O. BOX 1280 POTTSVILLE PA 17901-7280	TRUSTEE 2.00	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 **0**

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

3 Five highest-paid independent contractors for professional services (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		

Total number of others receiving over \$50,000 for professional services ▶

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 N/A	
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 N/A	
2	
3 All other program-related investments. See page 24 of the instructions	

Total. Add lines 1 through 3 ▶

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	203,298
b	Average of monthly cash balances	1b	8,175
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	211,473
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	211,473
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	3,172
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	208,301
6	Minimum investment return. Enter 5% of line 5	6	10,415

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	10,415
2a	Tax on investment income for 2010 from Part VI, line 5	2a	19
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	19
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,396
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	10,396
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	10,396

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	10,022
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	10,022
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	19
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	10,003

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				10,396
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			8,766	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 10,022				
a Applied to 2009, but not more than line 2a			8,766	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				1,256
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				9,140
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)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number of the person to whom applications should be addressed
ROBERT N. BOHORAD, TRUSTEE 570-622-1811
P.O. BOX 1280 POTTSVILLE PA 17901-7280

b The form in which applications should be submitted and information and materials they should include
See Statement 6

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

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 any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 7				10,022
Total			▶ 3a	10,022
b Approved for future payment N/A				
Total			▶ 3b	

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
576.128 SHS WR ADV SCIENCE & TECH	Various	3/09/10	Purchase	4,523	\$	4,310	\$		213
83.893 SHS WR ADV ACCUM B	Various	6/15/10	Purchase	500		413			87
1344.253 SHS WR ADV BOND B	Various	3/09/10	Purchase	8,267		8,700			-433
40.308 SHS WR ADV BOND B	Various	3/09/10	Purchase	248		261			-13
1213.361 SHS WR ADV GOVT SEC B	Various	3/09/10	Purchase	6,892		6,929			-37
27.107 SHS WR ADV GOVT SEC B	Various	3/09/10	Purchase	154		155			-1
80.257 SHS WR ADV DIV OPP B	Various	6/15/10	Purchase	1,000		1,087			-87
496.405 SHS WR ADV SMALL CAP B	Various	3/09/10	Purchase	5,475		5,093			382
125.471 SHS WR ADV ASSET STRAT B	Various	6/15/10	Purchase	1,000		875			125
.955 SHS GROWTH FUND OF AMERICA-C	Various	2/26/10	Purchase	25		28			-3
565.398 SHS GROWTH FUND OF AMERICA-C	Various	2/26/10	Purchase	14,644		16,457			-1,813
154.607 SHS AMERICAN BAL FUND-C	Various	6/15/10	Purchase	2,500		2,407			93
Total				\$ 45,228	\$	\$ 46,715	\$	\$ 0	\$ -1,487

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LIPKIN, MARSHALL, BOHORAD & THORNB	\$ 1,025	\$	\$	\$
Total	\$ 1,025	\$ 0	\$ 0	\$ 0

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Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
2009 FEDERAL EXCISE TAX	\$ 21		\$	
FOREIGN INCOME TAX WITHHELD	44			
Total	65	0	0	0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
BANK SERVICE CHARGES	38			
Total	38	0	0	0

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Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AMERICAN GROWTH & BALANCED FUNDS - C	92,204	89,281	Cost	102,277
WADDELL & REED WR ADVISOR FUNDS:				
SCIENCE AND TECHNOLOGY B	8,606	4,416	Cost	5,029
ACCUMULATIVE B	7,799	7,386	Cost	10,357
BOND B	9,061	137	Cost	
GOVERNMENT SECURITIES B	7,158	100	Cost	
SMALL CAP B	10,161	5,068	Cost	6,776
ASSET STRATEGY B	24,309	23,495	Cost	30,719
IVY GLOBAL NATURAL RESOURCES B	6,704	6,704	Cost	7,038
IVY INTERNATIONAL CORE EQUITY B	7,653	7,689	Cost	9,051
IVY PACIFIC OPPORTUNITIES B	3,592	3,592	Cost	4,309
IVY LIMITED-TERM BOND B		15,811	Cost	15,809
ADVISORS DIVIDEND OPPORTUNITIES B	18,789	27,759	Cost	30,086
Total	\$ <u>196,036</u>	\$ <u>191,438</u>		\$ <u>221,451</u>

Statement 6 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

LETTER FORM, TO INCLUDE THE PURPOSE FOR WHICH THE FUNDS
WILL BE USED

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

NONE

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

NONE

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Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Address	Status	Purpose	Amount
Hillside SPCA	P.O. Box 233					
Pottsville PA 17901	N/A			501(c)(3)	For assistance to animals	205
Muscular Dystrophy Assoc.	5940 Hamilton Blvd.					
Allentown PA 18106	N/A			501(c)(3)	For assistance with research	200
Orwigsburg Borough	North Warren St.					
Orwigsburg PA 17961	N/A			501(c)(3)	For assistance with ambulance servic	65
Schuylkill County Council	1440 Mahantongo Street					
Pottsville PA 17901	N/A			501(c)(3)	For assistance with arts	745
Tryall Fund	641 Lexington Ave.					
New York NY 10022	N/A			501(c)(3)	For assistance in education	200
Susan G. Korman for Cure	5005 LBJ Freeway					
Dallas TX 75244	N/A			501(c)(3)	Assistance with medical research	100
Schuylkill County YMCA	219 N. 12th St.					
Pottsville PA 17901	N/A			501(c)(3)	To promote Christian principles	1,010
Pottsville Public Library	215 W. Market St.					
Pottsville PA 17901	N/A			501(c)(3)	For assistance with education/books	100
Philharmonic Ctr for Arts	5833 Pelican Bay Blvd.					
Naples FL 34108	N/A			501(c)(3)	For assistance with arts	347
Schuylkill Health Care	South Jackson St.					
Pottsville PA 17901	N/A			501(c)(3)	Public charity	550
American Cancer Society	125 West 31st Street					
New York NY 10001	N/A			501(c)(3)	For assistance with cancer research	50
Blue Mountain Eagle Found	675 Reddale Road					
Orwigsburg PA 17961	N/A			501(c)(3)	For assistance with youth	100
Leukemia and Lymphoma Soc	PO Box 4072					
Pittsfield MA 01202	N/A			501(c)(3)	For assistance with leukemia researc	50
American Heart Associatio	7272 Greenville Avenue					
Dallas TX 75231	N/A			501(c)(3)	For assistance with heart research	25
Trustees of Phillips Acad	180 Main Street					
Andover MA 01810	N/A			School	For assistance with education	400
Barefield Development Cor	410 Laurel Boulevard					
Pottsville PA 17901	N/A			501(c)(3)	For assistance with affordable housi	250
Oheb Zedeck Synagogue Ctr	2400 West End Avenue					
Pottsville PA 17901	N/A			Church	For assistance with religion	70
Avenues	2 Park Street					
Pottsville PA 17901	N/A			501(c)(3)	For assistance to the disabled	85
Baby Buggy, Inc.	306 W. 37th St.					
New York NY 10018	N/A			501(c)(3)	For assistance to children	425

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Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
Chenoa Manor	733 Glen Willow Rd.		501(c)(3)	For assistance to animals	50
Avondale PA 19311	N/A				
Children's Cancer & Blood	333 E. 38th St.		Hospital	For assistance with health care	75
New York NY 10016	N/A				
Children's Museum of Man.	212 W. 83rd St.		501(c)(3)	For assistance with education	250
New York NY 10024	N/A				
Consumer Reports Found.	101 Truman Ave.		501(c)(3)	For assistance with education	80
Yonkers NY 10703	N/A				
Crimson Tide Football Clb	2064 Mahantongo St.		501(c)(3)	For assistance with youth sports	180
Pottsville PA 17901	N/A				
EIF Revlon Run/Walk Women	1801 W. Olympic Blvd.		501(c)(3)	For assistance to women	50
Pasadena CA 91199	N/A				
First Nat'l Meth. Church	400 E. Mahanoy St.		Church	For assistance with religion	50
Mahanoy City PA 17948	N/A				
FJC	520 8th Ave.				
New York NY 10018	N/A		501(c)(3)	For assistance wit religion	100
Hawk Mt. Boy Scouts of Am	5027 Pottsville Pike				
Reading PA 19605	N/A		501(c)(3)	For assistance to young men	100
Immokalee Housing & Fam.	2449 Sanders Pines Circle		501(c)(3)	For assistance to homeless	1,000
Immokalee FL 34142	N/A				
League of Women Voters Ed	1730 North St. NW		501(c)(3)	For assistance with education	75
Washington DC 20036	N/A				
Lee Memorial Health Found	9796 Alhambra Lane		501(c)(3)	For assistance with health care	270
Bonita Springs FL 34135	N/A				
Make A Wish Foundation	101 N. Center St.		501(c)(3)	For assistance to children	50
Pottsville PA 17901	N/A				
Naples Museum of Art	5833 Pelican Bay Blvd.		501(c)(3)	For assistance to the arts	380
Naples FL 34108	N/A				
Naples Council on World	12290 TreeLine Ave.		501(c)(3)	For assistance with education	200
Fort Myers FL 33913	N/A				
NHS Foundation	4391 Sturbridge Dr.		501(c)(3)	For assistance with education	150
Harrisburg PA 17110	N/A				
Oheb Zedeck Sisterhood	2400 West End Ave.		Church	For assistance with religion	20
Pottsville PA 17901	N/A				
Pennsylvania State Univ.	University Park		School	For assistance with education	100
University Park PA 16802	N/A				
Orwigsburg Free Public	214 Independence St.		501(c)(3)	For assistance with education	380
Orwigsburg PA 17961	N/A				

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Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
Pottsville Little League	2000 Mahanontgo St.		501(c)(3)	For assistance with youth sports	75
Pottsville PA 17901	N/A				
Pottsville Rotary Char.	Pottsville		501(c)(3)	Public charity	50
Pottsville PA 17901	N/A				
Renaissance Acad of FL	8695 College Parkway		School	For assistance with education	175
Fort Myers FL 33919	N/A				
Schuykill Wom. in Crisis	368 S. Center St.		501(c)(3)	For assistance to women	120
Pottsville PA 17901	N/A				
Sol Lipton Scholarship	316 N. Center St.		501(c)(3)	For assistance with education	100
Pottsville PA 17901	N/A				
St. Katherine's Church	Naples		Church	For assistance with religion	50
Naples FL 34108	N/A				
St. Stephen's School	Port Carbon		School	For assistance with education	40
Port Carbon PA 17965	N/A				
The Children's Storefront	70 E. 129th St.		501(c)(3)	For assistance to children	450
New York NY 10035	N/A				
The Main Idea Camp Walden	Denmark		501(c)(3)	For assistance to young women	50
Denmark ME 04022	N/A				
WGCU Public TV	10501 FCGU Blvd. South		501(c)(3)	For assistance with education	250
Fort Myers FL 33919	N/A				
Women for Women Int'l	PO Box 9224		501(c)(3)	For assistance to women	50
Central Islip NY 11722	N/A				
Yorkville Hose Co.	W. Norwegian St.		Fire company	For assistance to firefighters	75
Pottsville PA 17901	N/A				
Total					<u>10,022</u>

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Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
WADDELL & REED	\$ 478			PA	
AMERICAN FUNDS	1,301			PA	
VANGUARD	1			PA	
Total	<u>\$ 1,780</u>				