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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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
DISCUREN CHARITABLE FOUNDATION

A Employer identification number
20-2046554

Number and street (or P O box number if mail is not delivered to street address) 1201 THIRD AVE SUITE 4800 | Room/suite

B Telephone number (see page 10 of the instructions)
(206) 359-8574

City or town, state, and ZIP code
SEATTLE, WA 981013099

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 15,029,798

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

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)	3,899,946			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	381,217	381,160		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	5,129,749			
	b	Gross sales price for all assets on line 6a 10,023,234				
	7	Capital gain net income (from Part IV, line 2)		5,129,749		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	14,032			
	12	**Total.** Add lines 1 through 11	9,424,944	5,510,909		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	86,374	8,637		77,736
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)	29,816	2,982	0	26,834
	b	Accounting fees (attach schedule)	5,229	4,706	0	523
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see page 14 of the instructions)	5,615	5,615		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings	600	0	0	600
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	74,162	56,262		17,900
	24	**Total operating and administrative expenses.** Add lines 13 through 23	201,796	78,202	0	123,593
	25	Contributions, gifts, grants paid	1,173,864			1,173,864
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,375,660	78,202	0	1,297,457
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	8,049,284			
	b	**Net investment income** (if negative, enter -0-)		5,432,707		
	c	**Adjusted net income** (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. Cat No 11289X Form **990-PF** (2010)

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	2,317	42,560	42,560
	2	Savings and temporary cash investments	55,414	757,133	757,133
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶		0	0
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ 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)	2,890,281	6,478,463	7,681,488
	c	Investments—corporate bonds (attach schedule)	172,569	100,344	104,003
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,315,409	6,091,261	6,444,614
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	5,435,990	13,469,761	15,029,798
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	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	5,435,990	13,469,761	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	5,435,990	13,469,761	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,435,990	13,469,761	

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	5,435,990
2	Enter amount from Part I, line 27a	2	8,049,284
3	Other increases not included in line 2 (itemize) ▶	3	7
4	Add lines 1, 2, and 3	4	13,485,281
5	Decreases not included in line 2 (itemize) ▶	5	15,520
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,469,761

Part IV Capital Gains and Losses for Tax on Investment Income

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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	5,129,749
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	906,196	5,418,332	0 167246
2008	979,524	5,906,077	0 16585
2007	863,842	5,686,173	0 15192
2006	885,022	4,903,826	0 180476
2005	881,947	1,187,209	0 742874

2	**Total** of line 1, column (d).	2	1 408366
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 281673
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	13,769,784
5	Multiply line 4 by line 3.	5	3,878,580
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	54,327
7	Add lines 5 and 6.	7	3,932,907
8	Enter qualifying distributions from Part XII, line 4.	8	1,297,457

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

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	108,654
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	108,654
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	108,654
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a — 7,705		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 0		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	7,705
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	100,949
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** ▶ **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ __________ **(2)** On foundation managers ▶ $ __________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ __________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶JEAN WATSON SEC-TREAS Telephone no ▶(206) 359-8574

Located at ▶1201 THIRD AVE SUITE 4800 SEATTLE WA ZIP+4 ▶981013099

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 |

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | | Yes | No |

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No

			Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No

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

			Yes	No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☑ No

If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

			Yes	No
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 20 of the instructions)	2b		No

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here

▶ 20____ , 20____ , 20____ , 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No

			Yes	No
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)?	**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? ☐ 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**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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
See Additional Data Table				

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 . . . . ▶		0

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	
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	
2	
All other program-related investments See page 24 of the instructions 3	
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	13,979,476
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	13,979,476
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	13,979,476
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	209,692
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,769,784
6	**Minimum investment return.** Enter 5% of line 5	6	688,489

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	688,489
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 108,654		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	108,654
3	Distributable amount before adjustments Subtract line 2c from line 1	3	579,835
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	579,835
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	579,835

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	1,297,457
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,297,457
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,297,457

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				579,835
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only.			0	
b	Total for prior years 20___, 20___, 20___		0		
3	Excess distributions carryover, if any, to 2010				
a	From 2005. 823,233				
b	From 2006. 643,164				
c	From 2007. 612,613				
d	From 2008. 693,744				
e	From 2009. 637,098				
f	**Total** of lines 3a through e.	3,409,852			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1,297,457				
a	Applied to 2009, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2010 distributable amount.				579,835
e	Remaining amount distributed out of corpus	717,622			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,127,474			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	823,233			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	3,304,241			
10	Analysis of line 9				
a	Excess from 2006. . . . 643,164				
b	Excess from 2007. . . . 612,613				
c	Excess from 2008. . . . 693,744				
d	Excess from 2009. . . . 637,098				
e	Excess from 2010. . . . 717,622				

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 organization 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 organization had $5,000 or more in assets at any time during the year—see page 27 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))

NA

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

NA

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

F JEAN WATSON
1201 THIRD AVE SUITE 4800
SEATTLE, WA 981013099
(206) 359-8574

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

APPLICATION FORM TO BE PROVIDED BY THE FOUNDATION

c Any submission deadlines

GRANTS ARE AWARDED QUARTERLY AND MUST BE SUBMITTED AT LEAST TWO WEEKS PRIOR TO MEETINGS

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

GRANTS ARE AWARDED ONLY TO PUBLIC CHARITIES FOR SPECIFIC PROJECTS LOCATED IN WASHINGTON WHICH ADDRESS THE NEEDS OF LITERACY, BASIC EDUCATION AND DROPOUT PREVENTION

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,173,864
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	381,217	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	5,129,749	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				5,524,998	

13 **Total.** Add line 12, columns (b), (d), and (e) **13** 5,524,998

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

****** | 2011-05-10 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
Firm's name		Firm's EIN	
Firm's address		Phone no	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491131011121

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

2010

Name of organization	**Employer identification number**
DISCUREN CHARITABLE FOUNDATION	20-2046554

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

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

Special Rules

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

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

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

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

Name of organization
DISCUREN CHARITABLE FOUNDATION

Employer identification number
20-2046554

Part I Contributors (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BLUE HERON TRUST C/O PERKINS COIE 1201 THIRD AVE SUITE 4800 SEATTLE, WA 98101	$ 3,899,946	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
DISCUREN CHARITABLE FOUNDATION

Employer identification number
20-2046554

Part II **Noncash Property** (see Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
DISCUREN CHARITABLE FOUNDATION

Employer identification number
20-2046554

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e)** and the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 20-2046554
Name: DISCUREN CHARITABLE FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
A	815 ABB LTD ADR	P	2010-09-30	2010-10-05
B	400 AT&T INC	P	2007-06-19	2010-06-18
C	340 AT&T INC	P	2008-07-10	2010-11-08
D	80 AT&T INC	P	2007-06-19	2010-11-08
E	70 AT&T INC	P	2010-01-21	2010-11-18
F	600 AT&T INC	P	2008-07-10	2010-11-18
G	220 ABBOTT LABS COM	P	2010-10-08	2010-11-08
H	350 ABBOTT LABS COM	P	2010-10-08	2010-11-18
I	7387 AEGON N V	D	2008-05-23	2010-01-21
J	95 AIR PRODUCTS & CHEMICALS INC	P	2008-07-10	2010-06-18
K	35 AIR PRODUCTS & CHEMICALS INC	P	2007-06-19	2010-11-08
L	125 AIR PRODUCTS & CHEMICALS INC	P	2008-07-10	2010-11-08
M	90 AIR PRODUCTS & CHEMICALS INC	P	2010-01-21	2010-11-18
N	165 AIR PRODUCTS & CHEMICALS INC	P	2007-06-19	2010-11-18
O	35 APACHE CORP	P	2008-07-10	2010-06-18
P	120 APACHE CORP	P	2008-07-10	2010-11-08
Q	145 APACHE CORP	P	2010-01-21	2010-11-18
R	45 APACHE CORP	P	2008-07-10	2010-11-18
S	5 BAKER HUGHES INC COM	P	2008-04-02	2010-11-08
T	70 BAKER HUGHES INC COM	P	2008-07-10	2010-11-08
U	70 BAKER HUGHES INC COM	P	2007-06-19	2010-11-08
V	135 BAKER HUGHES INC COM	P	2005-11-02	2010-11-18
W	95 BAKER HUGHES INC COM	P	2008-04-02	2010-11-18
X	135 BANK OF NEW YORK MELLON CORP	P	2008-07-10	2010-11-08
Y	120 BANK OF NEW YORK MELLON CORP	P	2008-04-02	2010-11-08
Z	400 BANK OF NEW YORK MELLON CORP	P	2008-07-10	2010-11-18
AA	480 BECTON DICKINSON & CO	P	2007-10-18	2010-06-18
AB	115 BECTON DICKINSON & CO	P	2007-10-18	2010-11-08
AC	120 BECTON DICKINSON & CO	P	2008-07-10	2010-11-18
AD	65 BECTON DICKINSON & CO	P	2007-10-18	2010-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
AE	50 BLACKROCK, INC	P	2010-06-18	2010-11-08
AF	75 BLACKROCK, INC	P	2010-06-18	2010-11-18
AG	5 CHEVRON CORPORATION	P	2007-06-19	2010-06-18
AH	160 CHEVRON CORPORATION	P	2008-07-10	2010-06-18
AI	175 CHEVRON CORPORATION	P	2007-06-19	2010-11-08
AJ	50 CHEVRON CORPORATION	P	2007-06-19	2010-11-18
AK	230 CHEVRON CORPORATION	P	2010-01-21	2010-11-18
AL	160 CHUBB CORP	P	2010-06-18	2010-11-08
AM	250 CHUBB CORP	P	2010-06-18	2010-11-18
AN	145 CISCO SYSTEMS INC	P	2010-01-21	2010-06-18
AO	445 CISCO SYSTEMS INC	P	2010-01-21	2010-11-08
AP	710 CISCO SYSTEMS INC	P	2010-01-21	2010-11-18
AQ	240 CISCO SYSTEMS INC	P	2010-10-26	2010-12-10
AR	285 CISCO SYSTEMS INC	P	2010-10-05	2010-12-10
AS	675 CISCO SYSTEMS INC	P	2010-09-29	2010-12-10
AT	155 COMCAST CORP NEW CL A	P	2009-09-21	2010-06-18
AU	315 COMCAST CORP NEW CL A	P	2009-09-21	2010-11-08
AV	495 COMCAST CORP NEW CL A	P	2009-09-21	2010-11-18
AW	90 CONOCOPHILLIPS COM	D	2008-07-10	2010-01-21
AX	40 CONOCOPHILLIPS COM	D	2008-07-10	2010-01-21
AY	150 CONOCOPHILLIPS COM	D	2007-06-19	2010-01-21
AZ	40 CONOCOPHILLIPS COM	D	2007-06-19	2010-01-21
BA	90 CONOCOPHILLIPS COM	D	2005-11-02	2010-01-21
BB	520 CONOCOPHILLIPS COM	D	2005-11-02	2010-01-21
BC	90 CONOCOPHILLIPS COM	D	2001-10-09	2010-01-21
BD	125 CONOCOPHILLIPS COM	D	2001-10-09	2010-06-18
BE	145 CONOCOPHILLIPS COM	D	2001-10-09	2010-11-08
BF	230 CONOCOPHILLIPS COM	D	2001-10-09	2010-11-18
BG	115 DANAHER CORP DEL COM	P	2008-07-10	2010-06-18
BH	285 DANAHER CORP DEL COM	P	2008-07-10	2010-11-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
BI	395 DANAHER CORP DEL COM	P	2007-06-19	2010-11-18
BJ	60 DANAHER CORP DEL COM	P	2008-07-10	2010-11-18
BK	435 WALT DISNEY CO	P	2007-06-19	2010-06-18
BL	220 WALT DISNEY CO	P	2006-11-14	2010-11-08
BM	135 WALT DISNEY CO	P	2007-06-19	2010-11-08
BN	565 WALT DISNEY CO	P	2006-11-14	2010-11-18
BO	1051 DU PONT (E I) DE NEMOURS	D	1972-05-05	2010-01-21
BP	185 EMC CORP	P	2007-06-19	2010-06-18
BQ	130 EMC CORP	P	2010-01-21	2010-11-08
BR	385 EMC CORP	P	2007-06-19	2010-11-08
BS	815 EMC CORP	P	2010-01-21	2010-11-18
BT	30 EATON CORPORATION	P	2007-06-19	2010-06-18
BU	10 EATON CORPORATION	P	2008-07-10	2010-11-08
BV	80 EATON CORPORATION	P	2007-06-19	2010-11-08
BW	110 EATON CORPORATION	P	2008-07-10	2010-11-18
BX	35 EATON CORPORATION	P	2010-01-21	2010-11-18
BY	85 EXXON MOBIL CORP	P	2008-04-02	2010-06-18
BZ	110 EXXON MOBIL CORP	P	2008-04-02	2010-11-08
CA	170 EXXON MOBIL CORP	P	2008-04-02	2010-11-18
CB	75000 FANNIE MAE 4 25% DUE 1/19/20 10	P	2006-04-19	2010-01-19
CC	9617 089 JPMORGAN MID CAP VALUE FD-IN	P	2009-08-03	2010-12-21
CD	8916 607 JPMORGAN MID CAP VALUE FD-IN	P	2010-01-21	2010-12-21
CE	20 FRANKLIN RESOURCES INC	P	2007-06-19	2010-06-18
CF	90 FRANKLIN RESOURCES INC	P	2007-06-19	2010-11-08
CG	125 FRANKLIN RESOURCES INC	P	2010-01-21	2010-11-18
CH	20 FRANKLIN RESOURCES INC	P	2007-06-19	2010-11-18
CI	320 GENERAL ELECTRIC CO COM	P	2007-06-19	2010-06-18
CJ	285 GENERAL ELECTRIC CO COM	P	2005-11-02	2010-11-08
CK	65 GENERAL ELECTRIC CO COM	P	2008-04-02	2010-11-08
CL	250 GENERAL ELECTRIC CO COM	P	2007-06-19	2010-11-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CM	950 GENERAL ELECTRIC CO COM	P	2005-11-02	2010-11-18
CN	175 GENZYME CORP	P	2010-09-30	2010-11-22
CO	160 GOLDMAN SACHS GROUP INC COM	P	2008-09-17	2010-04-16
CP	120 GOLDMAN SACHS GROUP INC COM	P	2005-11-02	2010-04-16
CQ	110 GOLDMAN SACHS GROUP INC COM	P	2008-07-10	2010-04-16
CR	305 GOLDMAN SACHS GROUP INC COM	P	2010-01-21	2010-04-16
CS	291 634 HARBOR INTERNATIONAL FUND	P	2007-06-19	2010-11-18
CT	2217 567 HARBOR INTERNATIONAL FUND	P	2008-07-10	2010-11-18
CU	7902 078 ING GLOBAL REAL ESTATE FD-I	P	2010-01-21	2010-09-24
CV	135 INTEL CORP COM	P	2007-06-19	2010-06-18
CW	305 INTEL CORP COM	P	2005-11-02	2010-11-08
CX	195 INTEL CORP COM	P	2007-06-19	2010-11-08
CY	795 INTEL CORP COM	P	2005-11-02	2010-11-18
CZ	130 INTERNATIONAL BUSINESS MACH	D	2008-07-10	2010-01-21
DA	10 INTERNATIONAL BUSINESS MACH	D	2008-07-10	2010-06-18
DB	55 INTERNATIONAL BUSINESS MACH	D	2007-06-19	2010-06-18
DC	20 INTERNATIONAL BUSINESS MACH	D	2005-11-02	2010-11-08
DD	75 INTERNATIONAL BUSINESS MACH	D	2007-06-19	2010-11-08
DE	155 INTERNATIONAL BUSINESS MACH	D	2005-11-02	2010-11-18
DF	1715 ISHARES S&P MIDCAP 400/GRWTH	P	2010-01-21	2010-12-21
DG	2860 ISHARES S&P MIDCAP 400/GRWTH	P	2008-09-22	2010-12-21
DH	200 JPMORGAN CHASE & CO	P	2008-04-02	2010-06-18
DI	140 JPMORGAN CHASE & CO	P	2008-04-02	2010-11-08
DJ	20 JPMORGAN CHASE & CO	P	2010-01-21	2010-11-18
DK	205 JPMORGAN CHASE & CO	P	2008-04-02	2010-11-18
DL	45 JOHNSON & JOHNSON	P	2008-07-10	2010-06-18
DM	1360 JOHNSON & JOHNSON	P	2010-01-21	2010-10-08
DN	175 JOHNSON & JOHNSON	P	2008-07-10	2010-10-08
DO	550 JOHNSON & JOHNSON	P	2005-11-02	2010-10-08
DP	280 JOHNSON & JOHNSON	P	2007-06-19	2010-10-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DQ	215 KOHLS CORP COM	P	2010-09-29	2010-11-22
DR	7972 KRAFT FOODS INC	D	1975-07-14	2010-01-21
DS	240 MICROSOFT CORP	P	2007-06-19	2010-06-18
DT	105 MICROSOFT CORP	P	2010-01-21	2010-11-08
DU	290 MICROSOFT CORP	P	2007-06-19	2010-11-08
DV	625 MICROSOFT CORP	P	2010-01-21	2010-11-18
DW	85 NIKE INC CLASS B	P	2010-01-21	2010-06-18
DX	135 NIKE INC CLASS B	P	2010-01-21	2010-11-08
DY	215 NIKE INC CLASS B	P	2010-01-21	2010-11-18
DZ	80 NOVARTIS A G SPONSORED ADR	P	2008-07-10	2010-06-18
EA	75 NOVARTIS A G SPONSORED ADR	P	2007-06-19	2010-11-08
EB	70 NOVARTIS A G SPONSORED ADR	P	2007-04-16	2010-11-08
EC	60 NOVARTIS A G SPONSORED ADR	P	2008-07-10	2010-11-08
ED	225 ORACLE CORP COM	P	2010-01-21	2010-06-18
EE	485 ORACLE CORP COM	P	2010-01-21	2010-11-08
EF	770 ORACLE CORP COM	P	2010-01-21	2010-11-18
EG	260 PAYCHEX INC COM	P	2007-06-19	2010-06-18
EH	200 PAYCHEX INC COM	P	2007-05-11	2010-11-08
EI	30 PAYCHEX INC COM	P	2007-06-19	2010-11-08
EJ	370 PAYCHEX INC COM	P	2007-05-11	2010-11-18
EK	30 PEPSICO INC	P	2007-06-19	2010-06-18
EL	195 PEPSICO INC	P	2007-06-19	2010-11-08
EM	265 PEPSICO INC	P	2008-07-10	2010-11-18
EN	45 PEPSICO INC	P	2007-06-19	2010-11-18
EO	246948 PFIZER INC COM	D	1960-04-12	2010-01-21
EP	89 PFIZER INC COM	D	1960-04-12	2010-01-21
EQ	2375 PFIZER INC COM	D	1960-04-12	2010-01-21
ER	611 PFIZER INC COM	D	1960-04-12	2010-01-21
ES	217 PFIZER INC COM	D	1960-04-12	2010-01-21
ET	510 PFIZER INC COM	D	2009-10-15	2010-11-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
EU	89 PFIZER INC COM	D	2009-10-15	2010-11-18
EV	403 PFIZER INC COM	D	2009-11-06	2010-11-18
EW	101 PFIZER INC COM	D	2009-10-15	2010-11-18
EX	217 PFIZER INC COM	D	2009-10-15	2010-11-18
EY	275 PHILLIPS-VAN HEUSEN CO	P	2010-11-22	2010-12-09
EZ	75 PROCTER & GAMBLE CO COM	P	2008-07-10	2010-06-18
FA	195 PROCTER & GAMBLE CO COM	P	2008-07-10	2010-11-08
FB	210 PROCTER & GAMBLE CO COM	P	2007-06-19	2010-11-18
FC	100 PROCTER & GAMBLE CO COM	P	2008-07-10	2010-11-18
FD	145 QUALCOMM INC COM	P	2010-01-21	2010-06-18
FE	220 QUALCOMM INC COM	P	2010-01-21	2010-11-08
FF	350 QUALCOMM INC COM	P	2010-01-21	2010-11-18
FG	145 SPDR S&P BIOTECH ETF	P	2008-09-23	2010-11-08
FH	205 SPDR S&P BIOTECH ETF	P	2008-09-23	2010-11-18
FI	145 CHARLES SCHWAB CORP	P	2010-01-21	2010-06-18
FJ	295 CHARLES SCHWAB CORP	P	2010-01-21	2010-11-08
FK	470 CHARLES SCHWAB CORP	P	2010-01-21	2010-11-18
FL	410 UTILITIES SELECT SECTOR SPDR FUND	P	2008-07-10	2010-06-18
FM	540 UTILITIES SELECT SECTOR SPDR FUND	P	2007-06-19	2010-06-18
FN	200 UTILITIES SELECT SECTOR SPDR FUND	P	2005-11-02	2010-06-18
FO	490 UTILITIES SELECT SECTOR SPDR FUND	P	2005-11-02	2010-11-08
FP	700 UTILITIES SELECT SECTOR SPDR FUND	P	2005-11-02	2010-11-18
FQ	160 STRYKER CORP	P	2007-06-19	2010-11-08
FR	125 STRYKER CORP	P	2008-07-10	2010-11-18
FS	130 STRYKER CORP	P	2007-06-19	2010-11-18
FT	130 SYSCO CORP COM	P	2007-06-19	2010-06-18
FU	40 SYSCO CORP COM	P	2005-11-02	2010-11-08
FV	360 SYSCO CORP COM	P	2007-06-19	2010-11-08
FW	635 SYSCO CORP COM	P	2005-11-02	2010-11-18
FX	125 TJX COS IN NEW	P	2010-10-26	2010-12-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
FY	210 TJX COS IN NEW	P	2010-09-29	2010-12-28
FZ	75 UNITED PARCEL SERVICE INC CL B	P	2005-11-02	2010-06-18
GA	130 UNITED PARCEL SERVICE INC CL B	P	2005-11-02	2010-11-08
GB	200 UNITED PARCEL SERVICE INC CL B	P	2005-11-02	2010-11-18
GC	25 UNITED TECHNOLOGIES CORP COM	P	2007-06-19	2010-06-18
GD	190 UNITED TECHNOLOGIES CORP COM	P	2007-06-19	2010-11-08
GE	235 UNITED TECHNOLOGIES CORP COM	P	2010-01-21	2010-11-18
GF	60 UNITED TECHNOLOGIES CORP COM	P	2008-04-02	2010-11-18
GG	5 UNITED TECHNOLOGIES CORP COM	P	2007-06-19	2010-11-18
GH	100 VF CORPORATION	P	2010-01-21	2010-06-18
GI	100 VF CORPORATION	P	2010-01-21	2010-11-08
GJ	160 VF CORPORATION	P	2010-01-21	2010-11-18
GK	4969 419 VANGUARD INFLATION-PROTECTED SECURITIES FD-ADM CL	P	2010-01-21	2010-09-21
GL	3205 08 VANGUARD INFLATION-PROTECTED SECURITIES FD-ADM CL	P	2010-01-21	2010-11-01
GM	3088 191 VANGUARD INFLATION-PROTECTED SECURITIES FD-ADM CL	P	2010-01-21	2010-11-08
GN	23593 466 VANGUARD GNMA FUND - ADMIRAL CLASS	P	2010-01-21	2010-09-21
GO	6750 675 VANGUARD GNMA FUND - ADMIRAL CLASS	P	2010-01-21	2010-10-14
GP	8100 81 VANGUARD GNMA FUND - ADMIRAL CLASS	P	2010-01-21	2010-11-01
GQ	18506 295 VANGUARD GNMA FUND - ADMIRAL CLASS	P	2010-01-21	2010-11-08
GR	25120 773 VANGUARD I-T INV GRADE ADM	P	2010-01-21	2010-09-21
GS	11984 66 VANGUARD I-T INV GRADE ADM	P	2010-01-21	2010-10-14
GT	18212 786 VANGUARD I-T INV GRADE ADM	P	2010-01-21	2010-11-08
GU	11970 534 VANGUARD S/T INVEST GRADE ADMIRAL CLASS	P	2010-01-21	2010-09-21
GV	166 697 VANGUARD S/T INVEST GRADE ADMIRAL CLASS	P	2010-01-21	2010-11-01
GW	5622 294 VANGUARD S/T INVEST GRADE ADMIRAL CLASS	P	2005-12-29	2010-11-01
GX	6917 431 VANGUARD S/T INVEST GRADE ADMIRAL CLASS	P	2005-12-29	2010-11-08
GY	868 VIACOM INC	D	1973-02-06	2010-01-21
GZ	95 WAL-MART STORES INC	P	2008-07-10	2010-06-18
HA	155 WAL-MART STORES INC	P	2008-12-29	2010-11-08
HB	65 WAL-MART STORES INC	P	2008-07-10	2010-11-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HC	305 WAL-MART STORES INC	P	2010-01-21	2010-11-18
HD	40 WAL-MART STORES INC	P	2008-12-29	2010-11-18
HE	160 WALGREEN CO COM	P	2006-07-17	2010-06-18
HF	85 WALGREEN CO COM	P	2007-04-16	2010-06-18
HG	295 WALGREEN CO COM	P	2005-11-02	2010-11-08
HH	5 WALGREEN CO COM	P	2007-04-16	2010-11-08
HI	260 WALGREEN CO COM	P	2007-06-19	2010-11-18
HJ	215 WALGREEN CO COM	P	2005-11-02	2010-11-18
HK	270 WELLS FARGO & CO	P	2005-11-02	2010-11-08
HL	425 WELLS FARGO & CO	P	2005-11-02	2010-11-18
HM	260 ACCENTURE PLC F	P	2010-01-21	2010-11-08
HN	410 ACCENTURE PLC F	P	2010-01-21	2010-11-18
HO	CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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	17,529		17,260	269
B	10,155		16,156	-6,001
C	9,905		11,179	-1,274
D	2,331		3,231	-900
E	1,985		1,804	181
F	17,010		19,728	-2,718
G	11,079		11,637	-558
H	16,600		18,513	-1,913
I	44,913		27,499	17,414
J	6,807		9,186	-2,379
K	3,046		2,860	186
L	10,879		12,086	-1,207
M	7,716		7,270	446
N	14,147		13,481	666
O	3,425		4,200	-775
P	13,189		14,401	-1,212
Q	15,738		15,280	458
R	4,884		5,400	-516
S	253		358	-105
T	3,535		5,611	-2,076
U	3,535		6,244	-2,709
V	6,696		7,745	-1,049
W	4,712		6,801	-2,089
X	3,773		4,868	-1,095
Y	3,354		5,024	-1,670
Z	11,200		14,423	-3,223
AA	34,355		40,333	-5,978
AB	8,951		9,663	-712
AC	9,344		9,960	-616
AD	5,061		5,462	-401

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
AE	8,575		7,966	609
AF	12,778		11,948	830
AG	378		418	-40
AH	12,081		15,042	-2,961
AI	14,808		14,637	171
AJ	4,182		4,182	
AK	19,238		17,657	1,581
AL	9,399		8,481	918
AM	14,483		13,251	1,232
AN	3,403		3,495	-92
AO	10,885		10,725	160
AP	13,853		17,111	-3,258
AQ	4,715		5,654	-939
AR	5,599		6,292	-693
AS	13,262		14,729	-1,467
AT	2,874		2,677	197
AU	6,527		5,440	1,087
AV	10,178		8,549	1,629
AW	4,723		7,964	-3,241
AX	2,099		3,540	-1,441
AY	7,872		12,056	-4,184
AZ	2,099		3,215	-1,116
BA	4,723		6,007	-1,284
BB	27,289		34,705	-7,416
BC	4,723		298	4,425
BD	6,981		413	6,568
BE	8,948		480	8,468
BF	14,228		761	13,467
BG	4,675		4,369	306
BH	12,614		10,826	1,788

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
BI	17,127		14,872	2,255
BJ	2,602		2,279	323
BK	15,261		15,147	114
BL	8,114		6,965	1,149
BM	4,979		4,701	278
BN	21,211		17,888	3,323
BO	35,135		9,592	25,543
BP	3,570		3,350	220
BQ	2,848		2,269	579
BR	8,435		6,972	1,463
BS	17,547		14,222	3,325
BT	2,222		2,826	-604
BU	932		815	117
BV	7,453		7,536	-83
BW	10,508		8,969	1,539
BX	3,343		2,343	1,000
BY	5,374		7,516	-2,142
BZ	7,707		9,727	-2,020
CA	11,946		15,033	-3,087
CB	75,000		72,225	2,775
CC	225,425		162,625	62,800
CD	209,005		173,963	35,042
CE	1,860		2,682	-822
CF	11,017		12,070	-1,053
CG	14,722		13,151	1,571
CH	2,356		2,682	-326
CI	5,088		12,544	-7,456
CJ	4,748		9,636	-4,888
CK	1,083		2,469	-1,386
CL	4,165		9,800	-5,635

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
CM	15,248		32,120	-16,872
CN	12,499		12,417	82
CO	26,077		17,606	8,471
CP	19,558		15,496	4,062
CQ	17,928		18,780	-852
CR	49,709		48,462	1,247
CS	17,434		20,627	-3,193
CT	132,566		140,971	-8,405
CU	124,221		111,814	12,407
CV	2,869		3,283	-414
CW	6,503		7,088	-585
CX	4,157		4,742	-585
CY	16,696		18,476	-1,780
CZ	16,696		16,003	693
DA	1,307		1,231	76
DB	7,187		5,860	1,327
DC	2,916		1,618	1,298
DD	10,933		7,990	2,943
DE	22,459		12,536	9,923
DF	174,129		134,780	39,349
DG	290,383		233,990	56,393
DH	7,817		9,286	-1,469
DI	5,687		6,500	-813
DJ	796		819	-23
DK	8,155		9,518	-1,363
DL	2,661		3,016	-355
DM	85,892		87,149	-1,257
DN	11,052		11,730	-678
DO	34,736		33,721	1,015
DP	17,684		17,500	184

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
DQ	11,939		11,381	558
DR	226,135		2,128	224,007
DS	6,321		7,341	-1,020
DT	2,819		3,173	-354
DU	7,787		8,871	-1,084
DV	16,182		18,887	-2,705
DW	6,377		5,416	961
DX	11,282		8,602	2,680
DY	17,806		13,700	4,106
DZ	3,894		4,640	-746
EA	4,347		4,161	186
EB	4,057		3,963	94
EC	3,478		3,480	-2
ED	5,196		5,614	-418
EE	14,016		12,101	1,915
EF	21,914		19,211	2,703
EG	7,371		10,486	-3,115
EH	5,568		7,796	-2,228
EI	835		1,210	-375
EJ	10,475		14,422	-3,947
EK	1,928		1,977	-49
EL	12,681		12,852	-171
EM	17,180		17,339	-159
EN	2,917		2,966	-49
EO	4,752,553		192,685	4,559,868
EP	1,713		69	1,644
EQ	45,707		1,853	43,854
ER	11,759		477	11,282
ES	4,176		169	4,007
ET	8,639		8,928	-289

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
EU	1,493		1,553	-60
EV	6,758		6,851	-93
EW	1,694		1,768	-74
EX	3,639		3,796	-157
EY	18,944		17,922	1,022
EZ	4,615		4,817	-202
FA	12,587		12,523	64
FB	13,433		12,873	560
FC	6,397		6,422	-25
FD	5,180		7,043	-1,863
FE	10,527		10,685	-158
FF	16,877		16,999	-122
FG	8,614		8,748	-134
FH	12,166		12,368	-202
FI	2,240		2,762	-522
FJ	4,661		5,620	-959
FK	7,167		8,953	-1,786
FL	12,321		16,716	-4,395
FM	16,227		21,772	-5,545
FN	6,010		6,180	-170
FO	15,562		15,141	421
FP	21,819		21,630	189
FQ	8,317		10,673	-2,356
FR	6,440		8,117	-1,677
FS	6,698		8,672	-1,974
FT	4,046		4,403	-357
FU	1,172		1,223	-51
FV	10,551		12,193	-1,642
FW	18,421		19,418	-997
FX	5,550		5,775	-225

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
FY	9,323		9,423	-100
FZ	4,681		5,549	-868
GA	9,006		9,617	-611
GB	13,696		14,796	-1,100
GC	1,729		1,797	-68
GD	14,594		13,657	937
GE	17,665		16,533	1,132
GF	4,510		4,280	230
GG	376		359	17
GH	7,935		7,487	448
GI	8,431		7,487	944
GJ	13,099		11,979	1,120
GK	130,000		124,136	5,864
GL	85,800		80,063	5,737
GM	82,640		77,143	5,497
GN	260,000		253,394	6,606
GO	75,000		72,502	2,498
GP	90,000		87,003	2,997
GQ	205,790		198,758	7,032
GR	260,000		246,435	13,565
GS	125,000		117,570	7,430
GT	190,870		178,667	12,203
GU	130,000		127,965	2,035
GV	1,817		1,782	35
GW	61,283		59,147	2,136
GX	75,400		72,771	2,629
GY	26,333		9,477	16,856
GZ	4,919		5,454	-535
HA	8,474		8,514	-40
HB	3,553		3,732	-179

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
HC	16,580		16,214	366
HD	2,174		2,197	-23
HE	4,844		7,464	-2,620
HF	2,573		3,922	-1,349
HG	10,337		13,195	-2,858
HH	175		231	-56
HI	8,944		11,424	-2,480
HJ	7,396		9,617	-2,221
HK	7,768		8,066	-298
HL	11,709		12,697	-988
HM	11,640		11,222	418
HN	18,220		17,696	524
HO				5

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
A				269
B				-6,001
C				-1,274
D				-900
E				181
F				-2,718
G				-558
H				-1,913
I				17,414
J				-2,379
K				186
L				-1,207
M				446
N				666
O				-775
P				-1,212
Q				458
R				-516
S				-105
T				-2,076
U				-2,709
V				-1,049
W				-2,089
X				-1,095
Y				-1,670
Z				-3,223
AA				-5,978
AB				-712
AC				-616
AD				-401

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
AE				609
AF				830
AG				-40
AH				-2,961
AI				171
AJ				
AK				1,581
AL				918
AM				1,232
AN				-92
AO				160
AP				-3,258
AQ				-939
AR				-693
AS				-1,467
AT				197
AU				1,087
AV				1,629
AW				-3,241
AX				-1,441
AY				-4,184
AZ				-1,116
BA				-1,284
BB				-7,416
BC				4,425
BD				6,568
BE				8,468
BF				13,467
BG				306
BH				1,788

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
BI				2,255
BJ				323
BK				114
BL				1,149
BM				278
BN				3,323
BO				25,543
BP				220
BQ				579
BR				1,463
BS				3,325
BT				-604
BU				117
BV				-83
BW				1,539
BX				1,000
BY				-2,142
BZ				-2,020
CA				-3,087
CB				2,775
CC				62,800
CD				35,042
CE				-822
CF				-1,053
CG				1,571
CH				-326
CI				-7,456
CJ				-4,888
CK				-1,386
CL				-5,635

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
CM				-16,872
CN				82
CO				8,471
CP				4,062
CQ				-852
CR				1,247
CS				-3,193
CT				-8,405
CU				12,407
CV				-414
CW				-585
CX				-585
CY				-1,780
CZ				693
DA				76
DB				1,327
DC				1,298
DD				2,943
DE				9,923
DF				39,349
DG				56,393
DH				-1,469
DI				-813
DJ				-23
DK				-1,363
DL				-355
DM				-1,257
DN				-678
DO				1,015
DP				184

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
DQ				558
DR				224,007
DS				-1,020
DT				-354
DU				-1,084
DV				-2,705
DW				961
DX				2,680
DY				4,106
DZ				-746
EA				186
EB				94
EC				-2
ED				-418
EE				1,915
EF				2,703
EG				-3,115
EH				-2,228
EI				-375
EJ				-3,947
EK				-49
EL				-171
EM				-159
EN				-49
EO				4,559,868
EP				1,644
EQ				43,854
ER				11,282
ES				4,007
ET				-289

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
EU				-60
EV				-93
EW				-74
EX				-157
EY				1,022
EZ				-202
FA				64
FB				560
FC				-25
FD				-1,863
FE				-158
FF				-122
FG				-134
FH				-202
FI				-522
FJ				-959
FK				-1,786
FL				-4,395
FM				-5,545
FN				-170
FO				421
FP				189
FQ				-2,356
FR				-1,677
FS				-1,974
FT				-357
FU				-51
FV				-1,642
FW				-997
FX				-225

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
FY				-100
FZ				-868
GA				-611
GB				-1,100
GC				-68
GD				937
GE				1,132
GF				230
GG				17
GH				448
GI				944
GJ				1,120
GK				5,864
GL				5,737
GM				5,497
GN				6,606
GO				2,498
GP				2,997
GQ				7,032
GR				13,565
GS				7,430
GT				12,203
GU				2,035
GV				35
GW				2,136
GX				2,629
GY				16,856
GZ				-535
HA				-40
HB				-179

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
HC				366
HD				-23
HE				-2,620
HF				-1,349
HG				-2,858
HH				-56
HI				-2,480
HJ				-2,221
HK				-298
HL				-988
HM				418
HN				524
HO				

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
GREG COY 1201 THIRD AVE 48TH FLOOR SEATTLE, WA 981013099	DIRECTOR AND PROGRAM MANAGER 23	74,374		
POLLY M OLSEN 1201 THIRD AVE 48TH FLOOR SEATTLE, WA 981013099	DIRECTOR 2	6,000		
MARTHA ASHENFELTER 1201 THIRD AVE 48TH FLOOR SEATTLE, WA 981013099	DIRECTOR 2	6,000		
COLONEL F BETZ 1201 THIRD AVE 48TH FLOOR SEATTLE, WA 981013099	PRESIDENT 0	0		
ROBERT S MUCKLESTONE 1201 THIRD AVE 48TH FLOOR SEATTLE, WA 981013099	VICE PRES 0	0		
F JEAN WATSON 1201 THIRD AVE 48TH FLOOR SEATTLE, WA 981013099	SEC/TREAS 1	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
New Futures Sarah Schieron-Director PO BOX 66958 Burien, WA 98166	NONE	501(C)(3)	EDUCATION ADVOCATES	40,000
Children's Home Society of Washington PO BOX 15190 Seattle, WA 98115	NONE	501(C)(3)	PLAYBRIGHT LEARNING SYSTEM	35,000
Rochester Organization of Families Families PO BOX 312 Rochester, WA 98579	NONE	501(C)(3)	KID'S PLACE AFTER SCHOOL & SUMMER PROGRAMS	30,000
YWCA of Seattle King Co Snohomish 801 23RD AVENUE SOUTH SUITE A Seattle, WA 98144	NONE	501(C)(3)	FEED YOUR BRAIN PROJECT	55,000
Communities in Schools of Peninsula Colleen Speer-Executive PO BOX 684 Vaughn, WA 98394	NONE	501(C)(3)	MENTORING OUR STUDENTS	34,500
La Conner School District Ms Kathy Shoop-Curriculum Director PO BOX 2103 La Conner, WA 98257	NONE	501(C)(3)	LOP CHE ALH EARLY COLLEGE AVID PROGRAM	49,725
Nature Vision Inc Clay Heilman - President 21631 NE 44TH STREET Redmond, WA 98053	NONE	501(C)(3)	NATURE DISCOVERIES OUTREACH PROJECT	30,000
Port Townsend Marine Science Center 532 BATTERY WAY Port Townsend, WA 98368	NONE	501(C)(3)	APPROACHES TO INQUIRY	15,371
Snoqualmie Valley School District 33314 SE 42ND STREET Fall City, WA 98024	NONE	501(C)(3)	FIRST YEAR LITERACY FOR LIFE PROGRAM	34,500
Garden-Raised Bounty 711 STATE AVENUE NE Olympia, WA 98506	NONE	501(C)(3)	CULTIVATING YOUTH EMPLOYMENT	50,000
University of Washington Foundation 1900 COMMERCE STREET Tacoma, WA 984023100	NONE	501(C)(3)	MATH, SCIENCE & LEADERSHIP PROGRAM	45,000
Edmonds School District 18638 44TH AVENUE Lynnwood, WA 98037	NONE	501(C)(3)	FAMILY OUTREACH	55,000
Peace Community Center 2106 S CUSHMAN AVENUE Tacoma, WA 98405	NONE	501(C)(3)	HILLTOP SCHOLARS PROGRAM	50,000
Washington State Child Care Resource Network 1515 BROADWAY SUITE 300 Tacoma, WA 98403	NONE	501(C)(3)	EXPANDING EARLY LEARNING OPPORTUNITIES	40,000
Lake Washington Schools Foundation PO BOX 83 Redmond, WA 98073	NONE	501(C)(3)	LOOKING INTO THE NEEDS OF KIDS AND SCHOOLS	25,000
Total . . . . ▶ **3a**				1,173,864

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
University of Puget Sound 1500 N WARNER 1080 Tacoma, WA 984161080	NONE	501(C)(3)	SUMMER ACADEMIC CHALLENGE	25,000
Wishkah Valley School 4640 WISHKAH ROAD Aberdeen, WA 98520	NONE	501(C)(3)	SAVE OUR STUDENTS	25,690
Suquamish Elementary School 18950 PARK AVENUE NE Suquamish, WA 98392	NONE	501(C)(3)	ROLLING READER	12,250
Highline Big Picture High School 2450 SOUTH 142ND STREET SeaTac, WA 98168	NONE	501(C)(3)	MATH/SCIENCE IMMERSION IN PROJECTS	40,000
Communities in Schools of Spokane Spokane 905 W RIVERSIDE SUITE 508 Spokane, WA 99201	NONE	501(C)(3)	MONDAY MENTOR PROGRAM	25,000
Lynnwood Elementary School 18638 44TH AVENUE WEST Lynnwood, WA 98037	NONE	501(C)(3)	FAMILY ACADEMIC NIGHT	11,014
Communities in Schools of Lakewood 6402 100TH STREET SW Lakewood, WA 98499	NONE	501(C)(3)	S K I L L AFTER SCHOOL PROGRAM	30,000
Allen Renaissance Inc 1321 MARTIN LUTHER KING JR WAY Tacoma, WA 98405	NONE	501(C)(3)	COMBATING DROPOUT RATES	35,000
Center for Human Services 17018 - 15TH AVE NE Shoreline, WA 98155	NONE	501(C)(3)	CAMP BALLINGER	25,000
Coyote Foundation dba Jefferson Teen Center 233 BLUEBERRY HILL DRIVE Quilcene, WA 98376	NONE	501(C)(3)	TUTORING AND LEARNING	15,000
The Fruit Valley Foundation PO BOX 72 Vancouver, WA 986660072	NONE	501(C)(3)	STUDENTS TRANSITIONING TO EXCEPTIONAL PEOPLE	10,000
Office of the Education Ombudsman 155 NE 100TH STREET Seattle, WA 981258012	NONE	501(C)(3)	OEO SCHOOL-FAMILY PARTNERSHIP	46,450
Yakama Christian Mission PO BOX 547 White Swan, WA 98952	NONE	501(C)(3)	AFTER-SCHOOL PROGRAM	46,164
El Centro de la Raza 2524 16TH AVENUE SOUTH Seattle, WA 98144	NONE	501(C)(3)	YOUTH CASE MANAGEMENT	25,000
Treehouse 2100 24TH AVE SOUTH 200 Seattle, WA 98144	NONE	501(C)(3)	TUTORING PROGRAM	40,000
Total . . . . ▶ **3a**				1,173,864

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Child Care Action Council PO BOX 446 Olympia, WA 98507	NONE	501(C)(3)	RAISING A READER	28,200
Children's Discovery Fdn 30 PEA PATCH LANE Eastsound, WA 98245	NONE	501(C)(3)	FUNHOUSE MENTOR PROJECT	25,000
Communities in Schools of Federal Way PO BOX 3440 Federal Way, WA 98063	NONE	501(C)(3)	MENTORING PROGRAM	25,000
Community Schools Collaboration 16256 MILITARY ROAD SOUTH STE 102 SeaTac, WA 98188	NONE	501(C)(3)	HIGH SCHOOL SUCCESS PROGRAM	25,000
Nespelem School District PO BOX 291 Nespelem, WA 99155	NONE	501(C)(3)	ROVING MATH TUTORS	40,000
Washington Science Teachers Assocation PO BOX 843 Ephrata, WA 98823	NONE	501(C)(3)	GRANT - SCIENCE & SUSTAINABILITY	30,000
Total . . . . ▶ **3a**				1,173,864

TY 2010 Accounting Fees Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPERATION FEE & REVIEW	5,229	4,706		523

TY 2010 Investments Corporate Bonds Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FNMA 5.625% 11/15/2021	100,344	104,003

TY 2010 Investments Corporate Stock Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AIR PRODUCTS & CHEMICALS	121,976	149,158
APACHE CORP	109,226	147,845
BAKER HUGHES INC	74,867	84,897
BANK OF NEW YORK	84,147	79,215
CHEVRON CORPORATION	128,636	166,987
CISCO SYSTEMS	81,279	94,171
CONOCOPHILLIPS	4,882	100,516
DANAHER	100,334	140,331
E M C CORP MASS	78,693	122,400
EATON CORP	59,748	93,897
GENERAL ELECTRIC CO	122,598	113,947
INTEL CORP	106,536	109,566
IBM	51,303	179,487
MICROSOFT CORP	140,427	143,737
NIKE INC	81,111	137,953
ORACLE CORP	96,456	157,908
PEPSICO INC	142,805	151,566
PFIZER INC	38,785	92,733
PROCTER & GAMBLE	118,721	129,947
STRYKER CORP	86,898	89,679
SYSCO	130,881	139,356
UNITED PARCEL CL B	81,301	95,080
UNITED TECHNOLOGIES	119,761	152,717
WALMART STORES	114,998	121,882
WALGREEN CO	111,804	120,192
WELLS FARGO & CO	76,041	86,152
NOVARTIS AG ADR	131,265	143,248
WALT DISNEY CO	128,845	156,042
FRANKLIN RESOURCES	100,031	118,439
QUALCOMM INC	115,281	129,169

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BECTON DICKINSON & CO	92,615	101,001
AT&T INC	132,087	156,566
PAYCHEX	75,266	74,339
UTILITIES SEL SPDR	153,757	162,655
EXXON MOBIL CORP	77,938	80,066
JP MORGAN CHASE	85,566	96,930
SPDR S&P BIOTECH	87,199	95,882
VF CORPORATION	63,291	89,627
COMCAST CORP	53,315	71,293
CHARLES SCHWAB CORP	49,057	52,699
ACCENTURE PLC F	99,278	130,438
ABBOTT LABS	119,808	108,516
IPATH COMMODITY ETN	290,082	347,278
BLACKROCK INC	77,266	92,431
CHUBB CORP	104,153	115,702
SPDR GOLD TRUST	398,355	420,322
ADTRAN INC	22,615	25,709
AMERON INTL CORP	20,740	22,911
ANALOGIC CORP	14,142	14,853
ANGIODYNAMICS	19,262	20,903
BIO RAD LABS INC	16,576	18,174
FIRST NIAGARA FIN GP	11,542	13,141
GULFMARK OFFSHORE	18,779	19,152
HAEMONETICS CORP	17,666	18,954
HAYNES INTL INC NEW	14,885	15,477
LSB INDS INC	20,010	21,955
MDU RESOURCES GRP	15,326	15,101
NATIONAL PRESTO INDS	19,617	22,752
NETGEAR INC	13,004	13,640
OSI SYSTEMS INC	29,247	29,633

Name of Stock	End of Year Book Value	End of Year Fair Market Value
OLD NATL BANCORP	20,873	24,612
OPLINK COMMUNICATION	24,182	25,396
PARAMETRIC TECH CORP	18,161	18,813
PHILLIPS-VAN HEUSEN	15,315	14,807
PIPER JAFFRAY COS	17,234	19,606
POLYCOM	30,969	33,523
POWELL INDUSTRIES	16,657	16,111
RAVEN INDS INC	11,756	13,353
ROBBINS AND MYERS	21,439	25,404
ROFIN-SINAR TECH	22,503	27,289
ROLLINS INC	22,674	25,181
SM ENERGY CO	42,783	50,680
STERIS CORPORATION	21,695	22,970
TRACTOR SUPPLY CO	22,505	25,942
TRIMBLE NAVIGATION	33,825	36,736
II-VI INC	25,276	28,511
UMB FINANCIAL CORP	20,227	22,585
VIEWPOINT FINANCIAL	22,093	24,491
WABTEC CORPORATION	19,742	22,214
W PHARM SERVICES	17,801	19,158
WOODWARD INC	25,508	29,672
WRIGHT MEDICAL GRP	11,650	12,812
ZOLL MEDICAL CORP	28,605	33,321
SYKES ENTERPRISES	21,163	24,008
ADOBE SYSTEMS INC	15,910	18,314
ALLSCRIPTS HEALTH	11,245	11,273
APPLE INC	38,910	43,546
APTARGROUP INC	16,427	16,887
AUTOMATIC DATA PROC	22,800	22,909
AVON PRODUCTS INC	16,010	14,530

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BB&T CORPORATION	13,438	14,591
CR BARD INC	10,999	12,389
BAXTER INTL INC	21,646	22,526
CME GROUP INC	16,934	20,914
CARBO CERAMICS INC	9,744	9,836
CENTURYTEL INC	10,451	12,235
COSTCO WHOLESALE	13,255	14,803
CREE RESEARCH INC	13,173	15,814
DEERE & CO	33,709	37,372
DENTSPLY INTL INC	9,790	10,422
EAST WEST BANCORP	10,090	12,316
FIRST SOLAR INC	10,920	9,760
FORD MOTOR CO	11,518	11,837
GOOGLE INC	26,421	29,698
GRAINGER W W INC	26,963	29,694
HOME DEPOT INC	13,802	15,251
ITRON INC COM	16,154	14,694
JOHNSON CONTROLS	22,001	27,504
JUNIPER NETWORKS	11,568	13,845
KONINKLIJKE PHILIPS	21,846	21,183
KRAFT FOODS INC	16,221	16,228
MCCORMICK & CO	10,472	11,865
NETAPP INC	13,661	14,839
PNC FINANCIAL SVCS	19,914	23,074
PERRIGO CO	20,173	19,949
T ROWE PRICE GROUP	15,629	20,330
ST JUDE MEDICAL INC	16,830	18,382
SAP AG ADR	10,939	10,881
SCHNITZER STEEL INDS	15,820	20,581
STAPLES INC	15,932	17,533

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TARGET CORP	11,705	11,725
TENARIS SA-ADR	24,032	28,163
THERMO FISHER	20,955	24,082
TIME WARNER INC NEW	11,052	11,259
TIME WARNER CABLE	29,981	36,316
US BANCORP	23,132	28,723
VEOLIA ENVIRONMENT	16,095	17,910
VESTAS WIND SYS ADR	9,163	8,234
VISA INC	15,915	15,132
ZIMMER HOLDINGS INC	15,846	16,372
ALCON INC	12,556	12,255

TY 2010 Investments - Other Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HARBOR INT'L FUND	AT COST	2,376,259	2,575,521
VANGUARD S/T INVESTMENT FUND	AT COST	368,082	376,829
VANGUARD INFL - ADM	AT COST	353,291	364,159
VANGUARD GNMA FD-ADM	AT COST	992,855	1,000,592
VANGUARD I-T INV GRD	AT COST	1,068,768	1,081,789
T ROWE PRICE SMALL CAP VALUE	AT COST	153,182	157,587
ING GLOBAL REAL ESTATE	AT COST	325,344	374,318
EATON VANCE TAX-MGD	AT COST	453,480	513,819

TY 2010 Legal Fees Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	29,816	2,982		26,834

TY 2010 Other Decreases Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Description	Amount
ACCRUED INCOME - '10 REC'D '11	15,487
MISCELLANEOUS ADJUSTMENTS/ROUNDING	33

TY 2010 Other Expenses Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVT MGMT FEES	62,513	56,262		6,251
ADVENT SOFTWARE	750	0		750
MEMBERSHIP DUES	6,820	0		6,820
REGISTERED AGENT SVC	125	0		125
PROGRAM MGMT FEES	3,954	0		3,954

TY 2010 Other Income Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL EXCISE TAX REFUND	14,032	0	

TY 2010 Other Increases Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Description	Amount
ACCRUED INCOME - '09 REC'D '10	7

TY 2010 Taxes Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	5,615	5,615		0