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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 , and ending

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

Name of foundation THE HELEN SCHLAFFER FOUNDATION TRUST		A Employer identification number 20-7019957
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) 609-274-6968
P O Box 1501, NJ2-130-03-31		
City or town, state, and ZIP code PENNINGTON NJ 08534-1501		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) \$ 4,762,137	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)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	142,363	135,352		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	37,201			
	b Gross sales price for all assets on line 6a	1,513,077			
	7 Capital gain net income (from Part IV, line 2)		37,201		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	179,564	172,553	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,130			9,130
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	822	0	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	43,053	17,121	0	25,932
	24 Total operating and administrative expenses. Add lines 13 through 23	53,005	17,121	0	35,062
	25 Contributions, gifts, grants paid	205,778			205,778
26 Total expenses and disbursements. Add lines 24 and 25	258,783	17,121	0	240,840	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-79,219				
b Net investment income (if negative, enter -0-)		155,432			
c Adjusted net income (if negative, enter -0-)			0		

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

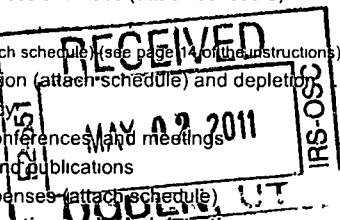
Form **990-PF** (2010)

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Form 990-PF (2010) THE HELEN SCHLAFFER FOUNDATION TRUST

20-7019957 Page 2

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	658	795	795
	2 Savings and temporary cash investments	305,667	268,063	268,063
	3 Accounts receivable	0		
	Less allowance for doubtful accounts	0	0	0
	4 Pledges receivable	0		
	Less allowance for doubtful accounts	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule)	0		
	Less allowance for doubtful accounts	0	0	0
	8 Inventories for sale or use		0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	1,312,251	1,276,188	1,313,826
	b Investments—corporate stock (attach schedule)	2,063,693	1,952,820	2,169,716
	c Investments—corporate bonds (attach schedule)	819,291	915,036	986,501
	11 Investments—land, buildings, and equipment basis	0		
Less accumulated depreciation (attach schedule)	0	0	0	
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	0	0	0	
14 Land, buildings, and equipment basis	0			
Less accumulated depreciation (attach schedule)	0	0	0	
15 Other assets (describe)	0	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,501,560	4,412,902	4,738,901	
Liabilities	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue		0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ☒			
	27 Capital stock, trust principal, or current funds	4,501,560	4,412,902	
	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)	4,501,560	4,412,902		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,501,560	4,412,902		

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	4,501,560
2 Enter amount from Part I, line 27a	2	-79,219
3 Other increases not included in line 2 (itemize) ☐ See Attached Statement	3	1,424
4 Add lines 1, 2, and 3	4	4,423,765
5 Decreases not included in line 2 (itemize) ☐ See Attached Statement	5	10,863
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,412,902

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	37,201
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	242,254	4,439,796	0.054564
2008	273,776	5,062,699	0.054077
2007	207,228	5,477,809	0.037830
2006	1,506	3,861,672	0.000390
2005			0.000000
2 Total of line 1, column (d)			2 0.146861
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 0.036715
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 4,608,096
5 Multiply line 4 by line 3			5 169,186
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,554
7 Add lines 5 and 6			7 170,740
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.			8 240,840

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	1,554
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,554
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,554
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,108
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	1,108
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	446
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ Refunded ☐ 0	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ NY		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6968 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b** X

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

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

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

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

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** X

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
MARY POHLI 60 NEW BROADWAY SLEEPY HOLLOW NY 1	TRUSTEE 1.00	4,565	0	0
JOAN MAHONY 58 CAMERON ROAD BERGENFIELD NJ 0762	TRUSTEE 1 00	4,565	0	0
	00	0	0	0
	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		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		1

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 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 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
	0
Total. Add lines 1 through 3	0

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	4,418,670
b	Average of monthly cash balances	1b	259,600
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,678,270
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,678,270
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	70,174
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,608,096
6	Minimum investment return. Enter 5% of line 5	6	230,405

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	230,405
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,554
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	1,554
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	228,851
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	228,851
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	228,851

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	240,840
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	240,840
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	1,554
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	239,286

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				228,851
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			204,778	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 240,840				
a Applied to 2009, but not more than line 2a			204,778	
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				36,062
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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				192,789
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)	0			
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

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

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
0				0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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))

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	205,778
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	142,363	
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	37,201	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		179,564	0
13 Total Add line 12, columns (b), (d), and (e)				179,564	179,564

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

Not Applicable

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

- | | | Yes | No |
|----------|---|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

[illegible]

- 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.

Richard D. Lee

Signature of officer or trustee

4/6/2011

Date _____

Trustee

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Donald J. Roman

Preparer's signature

[Handwritten signature]

Date

4/6/2011

Check ☒ if
self-employed

PTIN

P00364310

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219

Phone no	412-355-6000
----------	--------------

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX				
2	ESTIMATED EXCISE TAX PAID	822			
3	FOREIGN TAX WITHHELD				
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1		0	0	0	0
2	TRUSTEE FEES	42,803	17,121		25,682
3	ADR FEES				
4	STATE AG FEES	250			250
5					
6					
7					
8					
9					
10					

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

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

1	PURCHASE OF ACCRUED INTEREST C/O FROM PY	1	1,007
2	FEDERAL EXCISE TAX REFUND	2	417
3	Total	3	1,424

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	4,486
2	COST BASIS ADJUSTMENT	2	1,367
3	LOSS ON PY SALES SETTLED IN CY	3	3,235
4	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	4	1,775
5	Total	5	10,863

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

	Long Term CG Distributions	Short Term CG Distributions	Amount		How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	37,195
			6	0													
229	MICROSOFT CORP		594918104			12/21/2006	12/15/2010		3,518	0	3,794	-276			0	-276	37,195
230	MOTOROLA INC	COM	620076109			9/13/2010	12/15/2010		5,015	0	4,898	117			0	117	117
231	NEWS CORP CL A		65248E104			8/30/2010	12/15/2010		4,599	0	4,003	596			0	596	596
232	NORTHROP GRUMMAN CORP		666807102			8/3/2009	10/18/2010		18,440	0	13,680	4,760			0	4,760	4,760
233	NORTHROP GRUMMAN CORP		666807102			8/3/2009	10/19/2010		364	0	275	89			0	89	89
234	NORTHROP GRUMMAN CORP		666807102			8/4/2009	10/19/2010		3,698	0	2,849	849			0	849	849
235	NORTHROP GRUMMAN CORP		666807102			8/4/2009	12/15/2010		1,918	0	1,401	517			0	517	517
236	OCCIDENTAL PETE CORP CAL		674599105			10/17/2005	12/15/2010		3,792	0	1,510	2,282			0	2,282	2,282
237	PFIZER INC		717081103			1/6/2003	3/1/2010		5,018	0	9,031	-4,013			0	-4,013	-4,013
238	PFIZER INC		717081103			7/29/2003	3/1/2010		10,640	0	19,727	-9,087			0	-9,087	-9,087

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

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

	Date	Amount
1 Credit from prior year return		1 286
2 First quarter estimated tax payment		2
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments	12/31/2010	6 822
7 Total		7 1,108

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	204,778
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	204,778

THE HELEN SCHLAFFER FOUNDATION TRUST

20-7019957 Page 1 of 4

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

Name

NORTH SHORE ANIMAL LEAUGE

Street

TIN# 111666852

City

PORT WASHINGTON

State

NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

25,000

Name

CHURCH OF THE COVENANT

Street

TIN# 131623945

City

NEW YORK

State

NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

METROPOLITAN MUSEUM

Street

TIN# 131624086

City

NEW YORK

State

NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

8,000

Name

CARE

Street

TIN# 131685039

City

MERRIFIELD

State

VA

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

NEW ROCHELLE HUMANE SOCIETY

Street

TIN# 131740009

City

NEW ROCHELLE

State

NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

RONALD MCDONALD HOUSE

Street

TIN# 132933654

City

NEW YORK

State

NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,889

THE HELEN SCHLAFFER FOUNDATION TRUST

20-7019957 Page 2 of 4

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

Name

GOD'S LOVE WE DELIVER

Street

TIN# 133366846

City

NEW YORK

State
NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

2,000

Name

THE DOE FUND

Street

TIN# 133412540

City

NEW YORK

State
NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

DOCTORS WITHOUT BORDERS

Street

TIN# 133433452

City

NEW YORK

State
NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

PEOPLE FOR ANIMALS, INC 2010 GRANT AWARD

Street

TIN# 222331492

City

HILLSIDE

State
NJ

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

889

Name

SALVATION ARMY

Street

TIN# 222406433

City

ALEXANDRIA

State
VA

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

25,000

Name

JERSEY ANIMAL COALITION INC - 2010 AWD

Street

TIN# 222942416

City

SOUTH ORANGE

State
NJ

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

2,000

THE HELEN SCHLAFFER FOUNDATION TRUST

20-7019957 Page 3 of 4

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

Name

PROJECT SUNSHINE 2010 GRANT AWARD

Street

TIN# 223607512

City

STRONGSVILLE

State

OH

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

WATER AID

Street

TIN# 300181674

City

NEW YORK

State

NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

VOICE OF TRIUMPH MINISTRIES

Street

TIN# 391901213

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

WORLD WILDLIFE FUND 2010 GRANT AWARD

Street

TIN# 521693387

City

WASHINGTON

State

DC

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

30,000

Name

HUMANE SOCIETY OF THE US

Street

TIN# 530225390

City

WASHINGTON

State

DC

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

9,000

Name

CAMFED

Street

TIN# 542033897

City

SAN FRANCISCO

State

CA

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

THE HELEN SCHLAFFER FOUNDATION TRUST

20-7019957 Page 4 of 4

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

Name

FOOD FOR THE HUNGRY

Street

TIN# 952680390

City

PHOENIX

State

AZ

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

MARBLE COLLEGIATE CHURCH

Street

City

NEW YORK

State

NY

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Account Number: 885-74D23

MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N.A.
CO-TRUSTEE OF THE
HELEN SCHLAFFER FOUNDATION TR
TUA 12/19/2002
MARY POHLI, JOAN MAHONY COTTEE

BLACKROCK CORE

Your Investment Manager - Private Investors/ Core Preservation of Capital

December 01, 2010 - December 31, 2010

ASSETS

	December 31	November 30
Cash/Money Accounts	268,857.71	300,125.74
Fixed Income	2,300,327.27	2,348,471.09
Equities	2,169,715.54	2,195,232.52
Mutual Funds	-	-
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	4,738,900.52	4,843,829.35
Estimated Accrued Interest	23,236.15	23,476.12
TOTAL ASSETS	\$4,762,136.67	\$4,867,305.47

LIABILITIES

Debit Balance	-	-
Short Market Value	-	-
NET PORTFOLIO VALUE	\$4,762,136.67	\$4,867,305.47

TOTAL MERRILL*

Net Portfolio Value: **\$4,762,136.67**

Your Financial Advisor:
PLUTA SELVIN GROUP
717 5TH AVE 7TH FL
NEW YORK NY 10022
(800) 618-6591

Trust Officer:
MARGARET S FITZPATRICK
973-245-4512

CASH FLOW

	This Statement	Year to Date
Opening Cash/Money Accounts	\$300,125.74	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	68,521.47	68,939.40
Subtotal	68,521.47	68,939.40
DEBITS		
Electronic Transfers	-	-
Other Debits	(264,576.47)	(275,371.47)
ML Trust Fees	(4,089.83)	(47,866.58)
Non ML Trust Fees	-	(9,130.38)
Bill Payment	-	-
Subtotal	(\$268,666.30)	(\$332,368.43)
Net Cash Flow	(\$200,144.83)	(\$263,429.03)
Dividends/Interest Income	19,835.59	140,103.72
Security Purchases/Debits	(28,293.62)	(1,443,568.53)
Security Sales/Credits	177,334.83	1,529,426.08
Closing Cash/Money Accounts	\$268,857.71	
Securities You Transferred In/Out	-	-

Merrill Lynch, Pierce, Fenner & Smith Incorporated (MLPF&S) is a registered broker-dealer, Member Securities Investor Protection Corporation (SIPC) and a wholly owned subsidiary of Bank of America Corporation. Investment products: **Are Not FDIC Insured** **Are Not Bank Guaranteed** **May Lose Value**

HELEN SCHLAFFER FOUNDATION TR

Account Number: 885-74D23

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

CASH/MONEY ACCOUNTS		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH		0.84	0.84		.84		
BIF MONEY FUND		88,125.00	88,125.00	1.0000	88,125.00	53	.06
TOTAL			88,125.84		88,125.84	53	.06

GOVERNMENT AND AGENCY SECURITIES ¹		Acquired	Quantity	Adjusted Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Estimated Current Yield%
Δ FEDERAL NATL MTGE ASSOC	07/19/04	41,000		41,227.31	102.1160	41,867.56	640.25	314.33	2,460	5.87
GLOBAL BENCHMARK NOTES 06.000% MAY 15 2011 CUSIP: 31359MJH7										
ORIGINAL UNIT/TOTAL COST: 109.0312/44,102.83										
Δ U.S. TREASURY NOTE	05/09/07	98,000		98,277.71	102.9380	100,879.24	2,601.53	1,837.50	4,900	4.85
05.000% AUG 15 2011 CUSIP: 912827/B2										
ORIGINAL UNIT/TOTAL COST: 101.8398/99,803.04										
Δ FEDERAL HOME LN MTG CORP	07/08/08	136,000		138,286.95	110.8450	150,749.20	12,462.25	847.17	6,630	4.39
NOTES 04.875% NOV 15 2013 CUSIP: 3134A4UK8										
ORIGINAL UNIT/TOTAL COST: 102.9830/140,056.89										
Δ FEDERAL NATL MTG ASSOC	01/27/09	120,000		121,636.31	105.1220	126,146.40	4,510.09	191.67	3,450	2.73
NOTES 02.875% DEC 11 2013 CUSIP: 31398AUJ9										
ORIGINAL UNIT/TOTAL COST: 102.2013/122,641.57										
U.S. TREASURY NOTE	09/17/09	140,000		139,742.98	103.5940	145,031.60	5,288.62	1,120.58	3,325	2.29
2.375% AUG 31 2014 CUSIP: 912828LK4										
Δ U.S. TREASURY NOTE	10/28/10	123,000		123,088.69	97.0230	119,338.29	(3,750.40)	388.60	1,538	1.28
1.250% SLP 30 2015 CUSIP 912828NZ9										
ORIGINAL UNIT/TOTAL COST: 100.0745/123,091.70										
FEDERAL NATL MTG ASSOC	06/26/07	104,000		102,783.54	115.1380	119,743.52	16,959.98	295.03	5,590	4.66
NOTES 05.375% JUN 12 2017 CUSIP: 31398ADM1										

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001



3452 0279016 0023122 STZ8999A103651



FSC
 Mixed Sources
 www.fsc.org

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HELEN SCHLAFFER FOUNDATION TR

Account Number: 885-74D23

TOTAL MERRILL*

December 01, 2010 - December 31, 2010

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

GOVERNMENT AND AGENCY SECURITIES ¹ (continued)									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
U.S. TREASURY NOTE 3.625% FEB 15 2020 CUSIP: 912828MP2	03/16/10	79,000	78,663.95	103.7810	81,986.99	3,323.04	1,073.91	2,864	3.49
Δ U.S. TREASURY NOTE 3.500% MAY 15 2020 CUSIP: 912828ND8 ORIGINAL UNIT/TOTAL COST: 102.1097/95,983.19	06/11/10	94,000	95,890.26	102.4380	96,291.72	401.46	418.07	3,290	3.41
U.S. TREASURY NOTE 2.625% AUG 15 2020 CUSIP: 912828NT3	10/28/10	49,000	48,749.45	94.8050	46,454.45	(2,295.00)	482.34	1,287	2.76
Θ U.S. TRSY INFLATION NOTE 2.0% JAN 15 2026 INFL ADJ PRIN 73,827 CUSIP: 912810FS2 ORIGINAL UNIT/TOTAL COST: 99.7525/66,834.19	02/03/09	67,000	69,088.61	106.1800	78,389.83	9,301.22	615.38	1,477	1.88
Δ U.S. TREASURY BOND 4.500% FEB 15 2036 CUSIP: 912810FT0 ORIGINAL UNIT/TOTAL COST: 101.3632/87,172.42	06/24/09	86,000	87,135.52	103.5310	89,036.66	1,901.14	1,451.25	3,870	4.34
Δ U.S. TREASURY BOND 3.500% FEB 15 2039 CUSIP: 912810QA9 ORIGINAL UNIT/TOTAL COST: 101.2968/83,063.44	02/24/09	82,000	83,023.98	86.1720	70,661.04	(12,362.94)	1,076.25	2,870	4.06
Δ U.S. TREASURY BOND 4.375% NOV 15 2039 CUSIP: 912810QD3 ORIGINAL UNIT/TOTAL COST: 103.4222/48,608.47	06/11/10	47,000	48,593.11	100.5310	47,249.57	(1,343.54)	261.29	2,057	4.35
TOTAL		1,266,000	1,276,188.37		1,313,826.07	37,637.70	10,373.37	45,608	3.47

CORPORATE BONDS									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ IBM CORP GLB 04.750% NOV 29 2012 MOODY'S: A43 S&P: A+ CUSIP: 459200BA8 ORIGINAL UNIT/TOTAL COST: 104.6080/94,147.20	02/26/09	90,000	92,180.21	107.3580	96,622.20	4,441.99	380.00	4,275	4.42

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

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CORPORATE BONDS (continued)	Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ CITIGROUP FUNDING INC	FDIC TLGP GUARANTEED 02.250% DEC 10 2012	08/06/09	94,000	94,069.18	102.8610	96,689.34	2,620.16	123.38	2,115	2.18
MOODY'S: AAA S&P: AAA	CUSIP: 17313YAU0									
ORIGINAL UNIT/TOTAL COST:	100.1258/94.118.26									
Δ GENERAL ELEC CAP CORP	GLB 02.800% JAN 08 2013	01/11/10	97,000	97,077.03	102.2300	99,163.10	2,086.07	1,305.19	2,716	2.73
MOODY'S: A2 S&P: AA+	CUSIP: 36962G4H4									
ORIGINAL UNIT/TOTAL COST:	100.1160/97.112.52									
Δ JPMORGAN CHASE & CO	SUBORDINATED GLB 05.125% SEP 15 2014	10/29/04	100,000	100,832.32	106.4070	106,407.00	5,574.68	1,509.03	5,125	4.81
MOODY'S: A1 S&P: A	CUSIP: 46625HBV1									
ORIGINAL UNIT/TOTAL COST:	101.9410/101,941.00									
CREDIT SUISSE FB USA INC	BANK GUARANTEED GLB 04.875% JAN 15 2015	11/01/07	82,000	79,441.61	107.8150	88,408.30	8,966.69	1,843.29	3,998	4.52
MOODY'S: AA1 S&P: A+	CUSIP: 22541LAR4									
GOLDMAN SACHS GROUP INC	GLB 05.350% JAN 15 2016	08/15/06	62,000	59,777.93	107.4400	66,612.80	6,834.87	1,529.51	3,317	4.97
MOODY'S: A1 S&P: A	CUSIP: 38141GLE0									
Δ GOLDMAN SACHS GROUP INC	ORIGINAL UNIT/TOTAL COST: 100.0820/40,032.80	12/21/06	40,000	40,019.36	107.4400	42,976.00	2,956.64	986.78	2,140	4.97
Subtotal			102,000	99,797.29		109,588.80	9,791.51	2,516.29	5,457	4.97
AT&T INC	GLB 05.500% FEB 01 2018	02/20/08	87,000	85,638.46	111.0880	96,646.56	11,008.10	1,993.75	4,785	4.95
MOODY'S: A2 S&P: A-	CUSIP: 00206RNU1									
PEPSICO INC	SENIOR NOTES 05.000% JUN 01 2018	11/21/08	84,000	80,141.88	110.3900	92,727.60	12,585.72	350.00	4,200	4.52
MOODY'S: AA3 S&P: A-	CUSIP: 713448BHO									





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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
CISCO SYSTEMS INC GLB 04.950% FEB 15 2019 MOODY'S: A1 S&P: A+ CUSIP: 17275RAE2	02/24/09	90,000	88,362.00	108.9760	98,078.40	9,716.40	1,683.00	4,455	4.54
SHELL INTERNATIONAL FIN COMPANY GUARNT GLB 04.300% SEP 22 2019 MOODY'S: AAI S&P: *** CUSIP: 822582AJ1	09/17/09	98,000	97,496.28	104.2550	102,169.90	4,673.62	1,158.85	4,214	4.12
TOTAL		924,000	915,036.26		986,501.20	71,464.94	12,862.78	41,340	4.19

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Yield%
ACE LIMITED	ACE	05/11/09	72	41.7041	3,002.70	62.2500	4,482.00	1,479.30	96	2.12
		06/28/10	123	53.0620	6,526.63	62.2500	7,656.75	1,130.12	163	2.12
		06/29/10	130	51.5821	6,705.68	62.2500	8,092.50	1,386.82	172	2.12
		06/30/10	120	51.6041	6,192.50	62.2500	7,470.00	1,277.50	159	2.12
Subtotal			445		22,427.51		27,701.25	5,273.74	590	2.12
AETNA INC NEW	AET	12/21/06	122	43.7100	5,332.63	30.5100	3,722.22	(1,610.41)	5	.13
		07/31/07	295	49.3426	14,556.07	30.5100	9,000.45	(5,555.62)	12	.13
		04/03/08	91	42.4900	3,866.59	30.5100	2,776.41	(1,090.18)	4	.13
		09/11/08	48	42.7300	2,051.04	30.5100	1,464.48	(586.56)	2	.13
		11/05/08	101	24.9482	2,519.77	30.5100	3,081.51	561.74	5	.13
Subtotal			657		28,326.10		20,045.07	(8,281.03)	28	.13
ALTERA CORP COM	ALTR	11/08/10	979	33.7864	33,076.98	35.5800	34,832.82	1,755.84	235	.67
		11/09/10	108	33.6909	3,638.62	35.5800	3,842.64	204.02	26	.67
Subtotal			1,087		36,715.60		38,675.46	1,959.86	261	.67
AMGEN INC COM PV \$0.0001	AMGN	11/04/08	476	60.2374	28,673.01	54.9000	26,132.40	(2,540.61)		
		10/18/10	338	57.1555	19,318.59	54.9000	18,556.20	(762.39)		
		10/19/10	76	57.5957	4,377.28	54.9000	4,172.40	(204.88)		
Subtotal			890		52,368.88		48,861.00	(3,507.88)		

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
APPLE INC	AAPL	05/03/10	30	266.0646	7,981.94	322.5600	9,676.80	1,694.86	
		05/04/10	30	259.2786	7,778.36	322.5600	9,676.80	1,898.44	
		05/05/10	22	254.0945	5,590.08	322.5600	7,096.32	1,506.24	
Subtotal			82		21,350.38		26,449.92	5,099.54	
AT&T INC	T	11/19/08	631	26.0112	16,413.07	29.3800	18,538.78	2,125.71	1,086
CA INC	CA	09/20/07	751	25.8226	19,392.78	24.4400	18,354.44	(1,038.34)	121
		10/31/07	764	26.4570	20,213.22	24.4400	18,672.16	(1,541.06)	123
		04/03/08	167	23.3600	3,901.12	24.4400	4,081.48	180.36	27
		09/11/08	104	21.8000	2,267.20	24.4400	2,541.76	274.56	17
		11/05/08	173	17.2000	2,975.60	24.4400	4,228.12	1,252.52	28
Subtotal			1,959		48,749.92		47,877.96	(871.96)	316
CAPITAL ONE FINL	COF	03/29/10	240	42.5430	10,210.32	42.5600	10,214.40	4.08	48
		03/30/10	263	42.3114	11,127.90	42.5600	11,193.28	65.38	53
		04/05/10	203	42.7422	8,676.67	42.5600	8,639.68	(36.99)	41
		04/06/10	253	43.1669	10,921.23	42.5600	10,767.68	(153.55)	51
		04/07/10	109	43.3136	4,721.19	42.5600	4,639.04	(82.15)	22
Subtotal			1,068		45,657.31		45,454.08	(203.23)	215
CARDINAL HEALTH INC OHIO	CAH	03/01/10	339	34.9402	11,844.76	38.3100	12,987.09	1,142.33	265
		03/02/10	371	35.5840	13,201.70	38.3100	14,213.01	1,011.31	290
		03/03/10	246	35.3934	8,706.80	38.3100	9,424.26	717.46	192
		04/05/10	115	36.4419	4,190.82	38.3100	4,405.65	214.83	90
		04/06/10	91	36.1527	3,289.90	38.3100	3,486.21	196.31	71
		04/07/10	39	35.7894	1,395.79	38.3100	1,494.09	98.30	31
Subtotal			1,201		42,629.77		46,010.31	3,380.54	939





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December 01, 2010 - December 31, 2010

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
CHEVRON CORP	CVX	02/11/03	110	32.5500	3,580.51	91.2500	10,037.50	6,456.99	317	3.15
		08/30/04	190	48.0035	9,120.68	91.2500	17,337.50	8,216.82	548	3.15
		12/21/06	217	73.4000	15,927.80	91.2500	19,801.25	3,873.45	625	3.15
		02/05/07	172	73.9209	12,714.41	91.2500	15,695.00	2,980.59	496	3.15
		04/03/08	37	88.3235	3,267.97	91.2500	3,376.25	108.28	107	3.15
		09/11/08	54	81.2800	4,389.12	91.2500	4,927.50	538.38	156	3.15
		11/05/08	73	77.0157	5,622.15	91.2500	6,661.25	1,039.10	211	3.15
Subtotal			853		54,622.64		77,836.25	23,213.61	2,460	3.15
CHUBB CORP	CB	09/11/08	30	48.9003	1,467.01	59.6400	1,789.20	322.19	45	2.48
		11/05/08	103	50.2800	5,178.84	59.6400	6,142.92	964.08	153	2.48
		01/12/09	399	45.0894	17,990.71	59.6400	23,796.36	5,805.65	591	2.48
Subtotal			532		24,636.56		31,728.48	7,091.92	789	2.48
CITIGROUP INC	C	06/28/10	8,190	4.0527	33,191.62	4.7300	38,738.70	5,547.08		
		07/26/10	3,684	4.1615	15,330.97	4.7300	17,425.32	2,094.35		
Subtotal			11,874		48,522.59		56,164.02	7,641.43		
COMPUTER SCIENCE CORP	CSC	03/04/09	188	35.9119	6,751.45	49.6000	9,324.80	2,573.35	151	1.61
		03/10/09	300	32.1934	9,658.02	49.6000	14,880.00	5,221.98	240	1.61
Subtotal			488		16,409.47		24,204.80	7,795.33	391	1.61
CONAGRA FOODS INC	CAG	06/23/09	690	19.8091	13,668.28	22.5800	15,580.20	1,911.92	635	4.07
		06/24/09	325	20.0188	6,506.11	22.5800	7,338.50	832.39	299	4.07
Subtotal			1,015		20,174.39		22,918.70	2,744.31	934	4.07
CONOCOPHILLIPS	COP	06/11/08	406	93.7818	38,075.45	68.1000	27,648.60	(10,426.85)	894	3.23
		09/11/08	30	71.4400	2,143.20	68.1000	2,043.00	(100.20)	66	3.23
		02/16/10	186	49.7443	9,252.44	68.1000	12,666.60	3,414.16	410	3.23
		02/17/10	199	49.4603	9,842.60	68.1000	13,551.90	3,709.30	438	3.23
		02/18/10	95	48.8946	4,644.99	68.1000	6,469.50	1,824.51	209	3.23
Subtotal			916		63,958.68		62,379.60	(1,579.08)	2,017	3.23

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
DARDEN RESTAURANTS INC	DRI	04/21/09	223	38.7621	8,643.95	46.4400	10,356.12	1,712.17	286	2.75
		06/15/09	250	33.6367	8,409.18	46.4400	11,610.00	3,200.82	320	2.75
Subtotal			473		17,053.13		21,966.12	4,912.99	606	2.75
DOVER CORP	DOV	05/30/08	221	54.1052	11,957.27	58.4500	12,917.45	960.18	244	1.88
		09/11/08	81	45.5000	3,685.50	58.4500	4,734.45	1,048.95	90	1.88
		11/05/08	121	32.5214	3,935.09	58.4500	7,072.45	3,137.36	134	1.88
Subtotal			423		19,577.86		24,724.35	5,146.49	468	1.88
DR PEPPER SNAPPLE GROUP INC	DPS	07/12/10	102	38.6040	3,937.61	35.1600	3,586.32	(351.29)	102	2.84
		07/13/10	184	39.2528	7,222.52	35.1600	6,469.44	(753.08)	184	2.84
		07/14/10	153	39.3669	6,023.15	35.1600	5,379.48	(643.67)	153	2.84
		07/19/10	190	38.8355	7,378.76	35.1600	6,680.40	(698.36)	190	2.84
		07/20/10	96	39.3630	3,778.85	35.1600	3,375.36	(403.49)	96	2.84
		07/26/10	272	40.1233	10,913.56	35.1600	9,563.52	(1,350.04)	272	2.84
Subtotal			997		39,254.45		35,054.52	(4,199.93)	997	2.84
EATON CORP	ETN	02/09/10	120	63.6848	7,642.18	101.5100	12,181.20	4,539.02	279	2.28
		02/10/10	36	63.7038	2,293.34	101.5100	3,654.36	1,361.02	84	2.28
		04/05/10	64	77.0565	4,931.62	101.5100	6,496.64	1,565.02	149	2.28
		04/06/10	36	77.2363	2,780.51	101.5100	3,654.36	873.85	84	2.28
		04/07/10	15	78.3593	1,175.39	101.5100	1,522.65	347.26	35	2.28
Subtotal			271		18,823.04		27,509.21	8,686.17	631	2.28
EXXON MOBIL CORP COM	XOM	02/27/08	126	89.9824	11,337.79	73.1200	9,213.12	(2,124.67)	222	2.40
		04/03/08	59	88.9416	5,247.56	73.1200	4,314.08	(933.48)	104	2.40
		09/11/08	82	74.8400	6,136.88	73.1200	5,995.84	(141.04)	145	2.40
		11/05/08	156	75.6644	11,803.65	73.1200	11,406.72	(396.93)	275	2.40
		04/23/09	100	64.8990	6,489.90	73.1200	7,312.00	822.10	176	2.40
Subtotal			523		41,015.78		38,241.76	(2,774.02)	922	2.40





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EQUITIES (continued) Description	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
FOREST LABS INC	38	40.6242	1,543.72	31.9800	1,215.24	(328.48)		
	600	36.7167	22,030.02	31.9800	19,188.00	(2,842.02)		
	95	29.1200	2,766.40	31.9800	3,038.10	271.70		
	130	23.2200	3,018.60	31.9800	4,157.40	1,138.80		
Subtotal	863		29,358.74		27,598.74	(1,760.00)		
FREERT-MCMRAN CPR & GLD	7	85.5600	598.92	120.0900	840.63	241.71	14	1.66
	149	81.0002	12,069.04	120.0900	17,893.41	5,824.37	298	1.66
	89	66.2428	5,895.61	120.0900	10,688.01	4,792.40	178	1.66
	116	66.1868	7,677.67	120.0900	13,930.44	6,252.77	232	1.66
Subtotal	361		26,241.24		43,352.49	17,111.25	722	1.66
GAP INC DELAWARE	716	19.0264	13,622.91	22.1400	15,852.24	2,229.33	287	1.80
	65	19.7200	1,281.80	22.1400	1,439.10	157.30	26	1.80
	314	12.9700	4,072.58	22.1400	6,951.96	2,879.38	126	1.80
	310	22.5479	6,989.85	22.1400	6,863.40	(126.45)	124	1.80
	717	18.8086	13,485.77	22.1400	15,874.38	2,388.61	287	1.80
Subtotal	2,122		39,452.91		46,981.08	7,528.17	850	1.80
HERSHEY COMPANY	56	49.1942	2,754.88	47.1500	2,640.40	(114.48)	72	2.71
	129	49.6737	6,407.91	47.1500	6,082.35	(325.56)	166	2.71
	258	50.6600	13,070.28	47.1500	12,164.70	(905.58)	331	2.71
	126	50.8596	6,408.32	47.1500	5,940.90	(467.42)	162	2.71
Subtotal	569		28,641.39		26,828.35	(1,813.04)	731	2.71
HONEYWELL INTL INC DEL	475	57.1722	27,156.80	53.1600	25,251.00	(1,905.80)	575	2.27
	65	57.7300	3,752.45	53.1600	3,455.40	(297.05)	79	2.27
	24	47.3400	1,136.16	53.1600	1,275.84	139.68	30	2.27
Subtotal	564		32,045.41		29,982.24	(2,063.17)	684	2.27
INTL BUSINESS MACHINES	294	98.7265	29,025.62	146.7600	43,147.44	14,121.82	765	1.77
CORP IBM	24	117.6700	2,824.08	146.7600	3,522.24	698.16	63	1.77
	90	104.6066	9,414.60	146.7600	13,208.40	3,793.80	234	1.77
Subtotal	408		41,264.30		59,878.08	18,613.78	1,062	1.77



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EQUITIES (continued)											
Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%	
INTL PAPER CO	IP	09/10/07	665	34.5799	22,995.64	27.2400	18,114.60	(4,881.04)	333	1.83	
		04/03/08	69	28.8000	1,987.20	27.2400	1,879.56	(107.64)	35	1.83	
		09/11/08	30	30.1200	903.60	27.2400	817.20	(86.40)	15	1.83	
		11/05/08	102	16.6900	1,702.38	27.2400	2,778.48	1,076.10	51	1.83	
		03/01/10	168	23.9850	4,029.48	27.2400	4,576.32	546.84	84	1.83	
Subtotal		03/02/10	169	24.8936	4,207.02	27.2400	4,603.56	396.54	85	1.83	
		03/03/10	109	25.3434	2,762.44	27.2400	2,969.16	206.72	55	1.83	
		05/24/10	181	22.1865	4,015.77	27.2400	4,930.44	914.67	91	1.83	
		05/25/10	350	21.5154	7,530.39	27.2400	9,534.00	2,003.61	175	1.83	
			1,843		50,133.92		50,203.32	69.40	924	1.83	
JOHNSON AND JOHNSON COM	JNJ	09/08/04	365	58.2766	21,270.96	61.8500	22,575.25	1,304.29	789	3.49	
		12/21/06	232	66.1800	15,353.76	61.8500	14,349.20	(1,004.56)	502	3.49	
		04/03/08	91	65.2300	5,935.93	61.8500	5,628.35	(307.58)	197	3.49	
		09/11/08	40	71.2600	2,850.40	61.8500	2,474.00	(376.40)	87	3.49	
		11/05/08	137	60.6207	8,305.04	61.8500	8,473.45	168.41	296	3.49	
Subtotal			865		53,716.09		53,500.25	(215.84)	1,871	3.49	
KROGER CO	KR	12/14/06	211	24.1917	5,104.46	22.3600	4,717.96	(386.50)	89	1.87	
		12/21/06	438	23.3405	10,223.18	22.3600	9,793.68	(429.50)	184	1.87	
		04/03/08	118	25.4900	3,007.82	22.3600	2,638.48	(369.34)	50	1.87	
		09/11/08	100	28.2900	2,829.00	22.3600	2,236.00	(593.00)	42	1.87	
Subtotal			867		21,164.46		19,386.12	(1,778.34)	365	1.87	
L-3 COMMNCTNS HLDGS	LLL	08/23/07	166	97.6513	16,210.12	70.4900	11,701.34	(4,508.78)	266	2.26	
		10/16/07	192	104.6631	20,095.33	70.4900	13,534.08	(6,561.25)	308	2.26	
		04/03/08	32	111.6784	3,573.71	70.4900	2,255.68	(1,318.03)	52	2.26	
		09/11/08	44	101.7600	4,477.44	70.4900	3,101.56	(1,375.88)	71	2.26	
Subtotal			434		44,356.60		30,592.66	(13,763.94)	697	2.26	



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HELEN SCHLAFFER FOUNDATION TR

Account Number: 885-74D23

TOTAL MERRILL*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
DESCRIPTION										
LIMITED BRANDS INC	LTD	06/01/10	455	25.4040	11,558.86	30.7300	13,982.15	2,423.29	273	1.95
		06/02/10	667	25.5343	17,031.44	30.7300	20,496.91	3,465.47	401	1.95
		06/03/10	201	26.5625	5,339.08	30.7300	6,176.73	837.65	121	1.95
Subtotal			1,323		33,929.38		40,655.79	6,726.41	795	1.95
LOCKHEED MARTIN CORP	LMT	12/21/06	78	92.0401	7,179.13	69.9100	5,452.98	(1,726.15)	234	4.29
		08/20/08	143	113.6899	16,257.66	69.9100	9,997.13	(6,260.53)	429	4.29
		09/11/08	20	114.3600	2,287.20	69.9100	1,398.20	(889.00)	60	4.29
		11/05/08	57	85.6900	4,884.33	69.9100	3,984.87	(899.46)	171	4.29
Subtotal			298		30,608.32		20,833.18	(9,775.14)	894	4.29
MARATHON OIL CORP	MRO	07/06/09	595	28.2376	16,801.38	37.0300	22,032.85	5,231.47	595	2.70
MCKESSON CORPORATION COM	MCK	11/05/08	32	38.1900	1,222.08	70.3800	2,252.16	1,030.08	24	1.02
		03/09/09	322	39.0112	12,561.61	70.3800	22,662.36	10,100.75	232	1.02
Subtotal			354		13,783.69		24,914.52	11,130.83	256	1.02
MICROSOFT CORP	MSFT	12/21/06	138	30.0500	4,146.90	27.9100	3,851.58	(295.32)	89	2.29
		04/03/08	83	29.1900	2,422.77	27.9100	2,316.53	(106.24)	54	2.29
		09/11/08	39	27.1200	1,057.68	27.9100	1,088.49	30.81	25	2.29
		11/09/09	476	28.8648	13,739.69	27.9100	13,285.16	(454.53)	305	2.29
		11/16/09	594	29.6859	17,633.48	27.9100	16,578.54	(1,054.94)	381	2.29
		11/17/09	99	29.9142	2,961.51	27.9100	2,763.09	(198.42)	64	2.29
		12/29/09	195	31.4477	6,132.32	27.9100	5,442.45	(689.87)	125	2.29
		12/30/09	111	31.0744	3,449.26	27.9100	3,098.01	(351.25)	72	2.29
		12/31/09	115	30.7882	3,540.65	27.9100	3,209.65	(331.00)	74	2.29
		01/04/10	93	31.0420	2,886.91	27.9100	2,595.63	(291.28)	60	2.29
		01/11/10	409	30.4077	12,436.79	27.9100	11,415.19	(1,021.60)	262	2.29
Subtotal			2,352		70,407.96		65,644.32	(4,763.64)	1,511	2.29
MOTOROLA INC COM	MOT	09/13/10	3,594	8.2421	29,622.11	9.0700	32,597.58	2,975.47		
		09/14/10	535	8.3219	4,452.22	9.0700	4,852.45	400.23		
		10/25/10	1,308	7.9983	10,461.78	9.0700	11,863.56	1,401.78		
Subtotal			5,437		44,536.11		49,313.59	4,777.48		

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HELEN SCHLAFFER FOUNDATION TR

Account Number: 885-74D23

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield %
NABORS INDUSTRIES LTD	NBR	11/23/09 11/24/09 11/25/09	316 677 163	20.6826 20.5745 21.1290	6,535.71 13,928.94 3,444.03	23.4600 23.4600 23.4600	7,413.36 15,882.42 3,823.98	877.65 1,953.48 379.95	
Subtotal			1,156		23,908.68		27,119.76	3,211.08	
NEWS CORP CL A	NWSA	08/30/10 08/31/10	1,013 784	12.4484 12.4733	12,610.23 9,779.07	14.5600 14.5600	14,749.28 11,415.04	2,139.05 1,635.97	152 1.03 118 1.03
Subtotal			1,797		22,389.30		26,164.32	3,775.02	270 1.03
NORTHROP GRUMMAN CORP	NOC	08/04/09 08/05/09	319 105	46.6433 46.6413	14,879.24 4,897.34	64.7800 64.7800	20,664.82 6,801.90	5,785.58 1,904.56	600 2.90 198 2.90
Subtotal			424		19,776.58		27,466.72	7,690.14	798 2.90
NRG ENERGY INC	NRG	12/28/07 04/03/08 09/11/08	447 45 23	43.3296 39.1200 31.9500	19,368.34 1,760.40 734.85	19.5400 19.5400 19.5400	8,734.38 879.30 449.42	(10,633.96) (881.10) (285.43)	
		08/10/09 08/11/09	521 134	28.5661 28.8371	14,882.99 3,864.18	19.5400 19.5400	10,180.34 2,618.36	(4,702.65) (1,245.82)	
Subtotal			1,170		40,610.76		22,861.80	(17,748.96)	
OCCIDENTAL PETE CORP CAL	OXY	10/17/05 12/21/06 04/03/08	48 230 52	37.6802 50.1300 75.9500	1,808.65 11,529.90 3,949.40	98.1000 98.1000 98.1000	4,708.80 22,563.00 5,101.20	2,900.15 11,033.10 1,151.80	73 1.54 350 1.54 80 1.54
		09/11/08 11/05/08	55 52	69.0300 55.2286	3,796.65 2,871.89	98.1000 98.1000	5,395.50 5,101.20	1,598.85 2,229.31	84 1.54 80 1.54
Subtotal			437		23,956.49		42,869.70	18,913.21	667 1.54
PRUDENTIAL FINANCIAL INC	PRU	05/24/10 05/25/10	98 245	55.7381 54.2166	5,462.34 13,283.09	58.7100 58.7100	5,753.58 14,383.95	291.24 1,100.86	113 1.95 282 1.95
Subtotal			343		18,745.43		20,137.53	1,392.10	395 1.95
QWEST COMM INTL INC COM	Q	04/03/08 09/11/08	451 247	4.7600 3.6900	2,146.76 911.43	7.6100 7.6100	3,432.11 1,879.67	1,285.35 968.24	145 4.20 80 4.20
		03/24/09	4,123	3.8450	15,853.06	7.6100	31,376.03	15,522.97	1,320 4.20
Subtotal			4,821		18,911.25		36,687.81	17,776.56	1,545 4.20





TOTAL MERRILL*

Account Number: 885-74D23

HELEN SCHLAFFER FOUNDATION TR

December 01, 2010 - December 31, 2010

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
RAYTHEON CO DELAWARE NEW	RTN	05/05/06	247	46.6025	11,510.83	46.3400	11,445.98	(64.85)	371	3.23
		05/31/06	238	45.6876	10,873.67	46.3400	11,028.92	155.25	357	3.23
		12/21/06	222	53.9600	11,979.12	46.3400	10,287.48	(1,691.64)	333	3.23
		09/11/08	32	59.7700	1,912.64	46.3400	1,482.88	(429.76)	48	3.23
		11/05/08	114	50.6863	5,778.24	46.3400	5,282.76	(495.48)	171	3.23
Subtotal			853		42,054.50		39,528.02	(2,526.48)	1,280	3.23
ROSS STORES INC COM	ROST	10/21/08	335	30.0690	10,073.12	63.2500	21,188.75	11,115.63	215	1.01
		05/04/09	140	38.7134	5,419.88	63.2500	8,855.00	3,435.12	90	1.01
		05/05/09	200	38.4344	7,686.88	63.2500	12,650.00	4,963.12	129	1.01
Subtotal			675		23,179.88		42,693.75	19,513.87	434	1.01
SAFEWAY INC NEW	SWY	01/12/06	250	24.3574	6,089.36	22.4900	5,622.50	(466.86)	120	2.13
		12/21/06	412	34.5600	14,238.72	22.4900	9,265.88	(4,972.84)	198	2.13
		04/03/08	109	29.2607	3,189.42	22.4900	2,451.41	(738.01)	53	2.13
		09/11/08	49	26.4600	1,296.54	22.4900	1,102.01	(194.53)	24	2.13
Subtotal			820		24,814.04		18,441.80	(6,372.24)	395	2.13
SANDISK CORP INC	SNDK	08/09/10	397	46.1440	18,319.17	49.8600	19,794.42	1,475.25		
		08/10/10	265	45.4555	12,045.71	49.8600	13,212.90	1,167.19		
		08/16/10	273	42.4391	11,585.90	49.8600	13,611.78	2,025.88		
Subtotal			935		41,950.78		46,619.10	4,668.32		
SARA LEE CORP COM	SLE	06/21/10	348	14.8185	5,156.87	17.5100	6,093.48	936.61	161	2.62
		06/22/10	1,064	14.9760	15,934.57	17.5100	18,630.64	2,696.07	490	2.62
		06/23/10	116	14.8651	1,724.36	17.5100	2,031.16	306.80	54	2.62
Subtotal			1,528		22,815.80		26,755.28	3,939.48	705	2.62
SYMANTEC CORP COM	SYMC	09/27/10	1,365	15.5032	21,161.87	16.7400	22,850.10	1,688.23		
		11/01/10	590	16.4595	9,711.16	16.7400	9,876.60	165.44		
		11/02/10	558	16.7508	9,347.00	16.7400	9,340.92	(6.08)		
Subtotal			2,513		40,220.03		42,067.62	1,847.59		

HELEN SCHLAFFER FOUNDATION TR

Account Number: 885-74D23

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

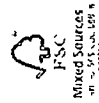
EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
TARGET CORP COM	TGT	03/01/10	122	52.1109	6,357.54	60.1300	7,335.86	978.32	122	1.66
		03/02/10	153	51.8201	7,928.49	60.1300	9,199.89	1,271.40	153	1.66
		03/03/10	100	51.7427	5,174.27	60.1300	6,013.00	838.73	100	1.66
		04/05/10	221	53.7520	11,879.21	60.1300	13,288.73	1,409.52	221	1.66
		04/06/10	154	53.8366	8,290.84	60.1300	9,260.02	969.18	154	1.66
		04/07/10	65	54.2535	3,526.48	60.1300	3,908.45	381.97	65	1.66
Subtotal			815		43,156.83		49,005.95	5,849.12	815	1.66
TEXAS INSTRUMENTS	TXN	10/05/09	425	22.7692	9,676.91	32.5000	13,812.50	4,135.59	221	1.60
		10/06/09	560	23.1080	12,940.48	32.5000	18,200.00	5,259.52	292	1.60
Subtotal			985		22,617.39		32,012.50	9,395.11	513	1.60
TJX COS INC NEW	TJX	12/14/09	396	37.9719	15,036.91	44.3900	17,578.44	2,541.53	238	1.35
		12/15/09	191	38.1379	7,284.34	44.3900	8,478.49	1,194.15	115	1.35
		12/21/09	306	37.2259	11,391.13	44.3900	13,583.34	2,192.21	184	1.35
Subtotal			893		33,712.38		39,640.27	5,927.89	537	1.35
TRAVELERS COS INC	TRV	12/21/06	52	54.4400	2,830.88	55.7100	2,896.92	66.04	75	2.58
		01/23/07	374	52.0759	19,476.39	55.7100	20,835.54	1,359.15	539	2.58
		04/03/08	86	49.2934	4,239.24	55.7100	4,791.06	551.82	124	2.58
		09/11/08	57	44.3600	2,528.52	55.7100	3,175.47	646.95	83	2.58
		11/05/08	107	41.6893	4,460.76	55.7100	5,960.97	1,500.21	155	2.58
Subtotal			676		33,535.79		37,659.96	4,124.17	976	2.58
UNITEDHEALTH GROUP INC	UNH	12/13/10	463	37.1487	17,199.85	36.1100	16,718.93	(480.92)	232	1.38
		12/14/10	303	36.7647	11,139.73	36.1100	10,941.33	(198.40)	152	1.38
Subtotal			766		28,339.58		27,660.26	(679.32)	384	1.38
UNUM GROUP	UNM	10/14/08	493	19.8294	9,775.90	24.2200	11,940.46	2,164.56	183	1.52
		10/22/08	991	17.1168	16,962.75	24.2200	24,002.02	7,039.27	367	1.52
		11/05/08	198	18.9940	3,760.83	24.2200	4,795.56	1,034.73	74	1.52
		08/12/09	75	21.2522	1,593.92	24.2200	1,816.50	222.58	28	1.52
Subtotal			1,757		32,093.40		42,554.54	10,461.14	652	1.52

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HELEN SCHLAFFER FOUNDATION TR

Account Number: 885-74D23

TOTAL MERRILL*

December 01, 2010 - December 31, 2010

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
VERIZON COMMUNICATNS COM	VZ	04/06/09	451	30.7150	13,852.51	35.7800	16,136.78	2,284.27	880	5.45
		07/28/09	290	29.2660	8,487.14	35.7800	10,376.20	1,889.06	566	5.45
Subtotal			741		22,339.65		26,512.98	4,173.33	1,446	5.45
WAL-MART STORES INC	WMT	07/29/08	348	56.5680	19,685.67	53.9300	18,767.64	(918.03)	422	2.24
		09/11/08	12	62.5100	750.12	53.9300	647.16	(102.96)	15	2.24
		11/05/08	57	55.0500	3,137.85	53.9300	3,074.01	(63.84)	69	2.24
Subtotal			417		23,573.64		22,488.81	(1,084.83)	506	2.24
WELLPOINT INC	WLP	10/27/03	145	35.3186	5,121.20	56.8600	8,244.70	3,123.50		
		12/21/06	90	78.6200	7,075.80	56.8600	5,117.40	(1,958.40)		
		04/03/08	44	46.8200	2,060.08	56.8600	2,501.84	441.76		
		10/27/08	374	39.8352	14,898.40	56.8600	21,265.64	6,367.24		
Subtotal			653		29,155.48		37,129.58	7,974.10		
WILLIAMS COMPANIES DEL	WMB	08/30/10	503	18.5115	9,311.33	24.7200	12,434.16	3,122.83	252	2.02
		08/31/10	414	18.2242	7,544.86	24.7200	10,234.08	2,689.22	207	2.02
		09/07/10	922	19.0998	17,610.02	24.7200	22,791.84	5,181.82	462	2.02
		09/08/10	59	19.2672	1,136.77	24.7200	1,458.48	321.71	30	2.02
Subtotal			1,898		35,602.98		46,918.56	11,315.58	951	2.02
WSTN DIGITAL CORP DEL	WDC	02/29/08	801	31.8099	25,479.74	33.9000	27,153.90	1,674.16		
		04/03/08	42	28.8461	1,211.54	33.9000	1,423.80	212.26		
		09/11/08	82	23.8400	1,954.88	33.9000	2,779.80	824.92		
		11/05/08	98	16.1700	1,584.66	33.9000	3,322.20	1,737.54		
Subtotal			1,023		30,230.82		34,679.70	4,448.88		
TOTAL					1,952,820.49		2,169,715.54	216,895.05	38,876	1.79
TOTAL PRINCIPAL INVESTMENTS					4,232,170.96		4,558,168.65	325,997.69	125,877	2.76

Notes

Δ Debt Instruments purchased at a premium show amortization

Θ Debt Instruments purchased at a discount show accretion

* Some agency securities are not backed by the full faith and credit of the United States government.

*** Rating currently unavailable or not rated/unrated as provided by Rating Agency or recognized industry wide third party vendor source.

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HELEN SCHLAFFER FOUNDATION TR

Account Number: 885-74D23

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 December 31, 2010

For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks. For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	793.87	793.87		793.87		
BIF MONEY FUND	179,938.00	179,938.00	1.0000	179,938.00	108	.06
TOTAL		180,731.87		180,731.87	108	.06
TOTAL INCOME INVESTMENTS		180,731.87		180,731.87	107	.06

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	4,412,902.83	4,738,900.52	325,997.69	23,236.15	125,985	2.66

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS		Quantity	Description	Income Cash	Principal Cash	Income Year To Date
12/01	Interest Credit		PEPSICO INC	2,100.00		
			SENIOR NOTES			
			05.000% JUN 01 2018			
			INTEREST CREDIT			
			PAY DATE 12/01/2010			
			CITIGROUP FUNDING INC			
			FDIC TLGP GUARANTEED			
12/10	Interest Credit			1,057.50		

