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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: **WILLIAM C HERDLE TRUST** A Employer identification number: **21-6013323**

Number and street (or P O box number if mail is not delivered to street address): **Wells Fargo Bank N.A. - 101N Independence Mall E MACY1372-062** Room/suite: _____
City or town, state, and ZIP code: **Philadelphia PA 19106-2112** B Telephone number (see page 10 of the instructions): **(888) 730-4933**

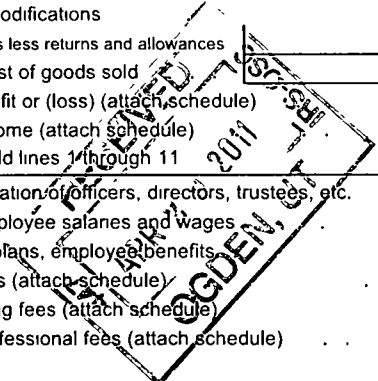
C If exemption application is pending, check here
D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

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) **\$ 197,057** 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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> 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	6,163	5,985		
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	7,490			
b Gross sales price for all assets on line 6a	49,221			
7 Capital gain net income (from Part IV, line 2)		7,490		
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	13,653	13,475	0	
13 Compensation of officers, directors, trustees, etc.	0			
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)	500	0	0	500
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	142	86	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)	2,504	1,878	0	626
24 Total operating and administrative expenses. Add lines 13 through 23	3,146	1,964	0	1,126
25 Contributions, gifts, grants paid	7,558			7,558
26 Total expenses and disbursements. Add lines 24 and 25	10,704	1,964	0	8,684
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	2,949			
b Net investment income (if negative, enter -0-)		11,511		
c Adjusted net income (if negative, enter -0-)			0	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing		0	
	2	Savings and temporary cash investments	6,402	4,331	4,331
	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)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	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)	179,952	177,906	192,727	
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)	186,354	182,237	197,058	
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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	186,354	182,237	
	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)	186,354	182,237		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	186,354	182,237		

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	186,354
2	Enter amount from Part I, line 27a	2	2,949
3	Other increases not included in line 2 (itemize) Mutual Fund & CTF Income Additions	3	1,160
4	Add lines 1, 2, and 3	4	190,463
5	Decreases not included in line 2 (itemize) See Attached Statement	5	8,226
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	182,237

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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
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	7,490
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.

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	9,710	161,714	0.060044
2008	11,266	195,645	0.057584
2007	10,269	232,256	0.044214
2006	5,376	220,693	0.024360
2005	5,390	211,432	0.025493
2 Total of line 1, column (d)			2 0.211695
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 0.042339
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 181,764
5 Multiply line 4 by line 3			5 7,696
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 115
7 Add lines 5 and 6			7 7,811
8 Enter qualifying distributions from Part XII, line 4			8 8,684

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		1	115
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	115
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	115
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	28	
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	28	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	87	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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) <input type="checkbox"/> NJ		
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? <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 ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

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

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

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

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

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

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

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
 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

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
Wells Fargo Bank, N.A. 101N INDEPENDENCE MALL E MACY1372-06	Trustee	4 00 2,504	0	0
		.00 0	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 ▶		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 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
.....	
2	
.....	
All other program-related investments. See page 24 of the instructions	
3 NONE	
.....	0
Total. Add lines 1 through 3 ▶	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	179,185
b	Average of monthly cash balances	1b	5,347
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	184,532
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	184,532
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	2,768
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	181,764
6	Minimum investment return. Enter 5% of line 5	6	9,088

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	9,088
2a	Tax on investment income for 2010 from Part VI, line 5	2a	115
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	115
3	Distributable amount before adjustments Subtract line 2c from line 1	3	8,973
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	8,973
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	8,973

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	8,684
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	8,684
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	115
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,569

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				8,973
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			8,058	
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 ▶ \$ 8,684				
a Applied to 2009, but not more than line 2a			8,058	
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				626
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				8,347
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	
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 <i>Paid during the year</i> See Attached Statement				
Total				▶ 3a 7,558
b <i>Approved for future payment</i> NONE				
Total				▶ 3b 0

WILLIAM C HERDLE TRUST
 2513012685
 EIN 21-6013323

Security Category	Account #	CUSIP	Asset Name	FMV	Fed Cost
Invest - Other	2513012685	04315J209	ARTIO TOTAL RETURN BD FD CL I #1524	10,351	9,441
Invest - Other	2513012685	04315J837	ARTIO INTERNATIONAL EQ FD II #1529	9,295	10,059
Invest - Other	2513012685	256206103	DODGE & COX INT'L STOCK FD #1048	9,551	8,762
Invest - Other	2513012685	256210105	DODGE & COX INCOME FD COM #147	12,422	11,736
Invest - Other	2513012685	34984T881	GOLDEN LARGE CAP CORE FUND-I	16,529	15,686
Invest - Other	2513012685	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	9,667	6,041
Invest - Other	2513012685	38142Y773	GOLDMAN SACHS L/C VALUE-I #1216	6,179	4,748
Invest - Other	2513012685	44980Q518	ING INTERNATIONAL REAL EST-I #2664	4,160	5,312
Invest - Other	2513012685	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	11,126	10,815
Invest - Other	2513012685	693390700	PIMCO TOTAL RET FD-INST #35	10,217	9,560
Invest - Other	2513012685	693390882	PIMCO FOREIGN BD FD USD H-INST #103	3,419	3,313
Invest - Other	2513012685	693391559	PIMCO EMERG MKTS BD-INST #137	3,606	3,534
Invest - Other	2513012685	722005667	PIMCO COMMODITY REAL RET STRAT-I#45	8,791	7,305
Invest - Other	2513012685	784924425	SSGA EMERGING MARKETS FD S #1510	5,307	2,639
Invest - Other	2513012685	922031869	VANGUARD INFLAT PROTECT SEC FD #119	7,181	6,511
Invest - Other	2513012685	949915565	WF ADV ENDEAVOR SELECT-I #3124	13,275	13,610
Invest - Other	2513012685	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	3,663	3,366
Invest - Other	2513012685	94984B181	WELLS FARGO ADV INTR VA FD-IST #517	6,231	4,257
Invest - Other	2513012685	339128100	JP MORGAN MID CAP VALUE-I #758	9,036	9,051
Invest - Other	2513012685	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	3,702	3,676
Invest - Other	2513012685	487300808	KEELEY SMALL CAP VAL FD CL I #2251	7,558	7,501
Invest - Other	2513012685	87234N849	TCW SMALL CAP GROWTH FUND-I #4724	7,748	7,682
Invest - Other	2513012685	922042858	VANGUARD EMERGING MARKETS ETF	5,296	5,183
Invest - Other	2513012685	922908553	VANGUARD REIT VIPER	8,416	8,118
Savings & Temp Inv	2513012685	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	2,539	2,539
Savings & Temp Inv	2513012685	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	1,792	1,792
Cash	2513012685			-	
Cash				4,330	4,330
Other Assets				192,727	177,906
Total				<u>197,057</u>	<u>182,237</u>

WILLIAM C HERDLE TRUST

21-6013323 Page 1 of 1

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

Recipient(s) paid during the year

Name

LUTHERAN HOME AT GERMANTOWN

Street

512 WEST TOWNSHIP LINE ROAD

City

PLYMOUTH MEETING

State

PA

Zip Code

19462-1001

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,558

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

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales	Cost, Other Basis and Expenses		Net Gain or Loss
									Gross Sales Price	Cost or Other Basis		Valuation Method	Expense of Sale and Cost of Improvements	
		Long Term CG Distributions	521								49,221		41,731	7,490
		Short Term CG Distributions	0								0		0	0
1	X	GOLDEN SMALL CORE VALUE	34984T857			1/26/2007		3/4/2010			686	975		-289
2	X	GOLDEN SMALL CAP CORE F	34984T857			1/26/2007		12/17/2010			1,825	2,158		-333
3	X	GOLDEN SMALL CAP CORE F	34984T857			3/4/2009		12/17/2010			837	456		381
4	X	GOLDEN SMALL CAP CORE F	34984T857			11/1/2007		12/17/2010			547	642		-95
5	X	GOLDEN SMALL CAP CORE F	34984T857			11/30/2007		12/17/2010			262	294		-32
6	X	GOLDEN SMALL CAP CORE F	34984T857			12/4/2007		12/17/2010			238	262		-24
7	X	ARTIO TOTAL RETURN BD FD	04315J209			6/4/2009		7/23/2010			1,605	1,480		125
8	X	DODGE & COX INCOME F/C	256210105			1/26/2007		7/23/2010			1,474	1,394		80
9	X	GOLDEN SMALL CAP CORE F	34984T857			3/4/2008		12/17/2010			190	197		-7
10	X	GOLDEN SMALL CAP CORE F	34984T857			8/1/2008		12/17/2010			3,749	4,078		-329
11	X	GOLDEN SMALL CAP CORE F	34984T857			7/23/2010		12/17/2010			152	127		25
12	X	GOLDMAN SACHS GRTH OPP	38142Y401			10/31/2008		7/23/2010			211	156		55
13	X	PERKINS MID CAP VALUE F/C	47103C241			10/31/2008		7/23/2010			220	174		46
14	X	PERKINS MID CAP VALUE F/C	47103C241			3/4/2009		12/17/2010			642	363		279
15	X	PERKINS MID CAP VALUE F/C	47103C241			10/31/2008		12/17/2010			8,608	6,083		2,525
16	X	PIMCO TOTAL RET FD-INST #	693390700			6/4/2009		7/23/2010			1,675	1,541		134
17	X	PIMCO EMERG MKTS BD-INS	693391559			1/26/2007		12/17/2010			3,574	3,532		42
18	X	T ROWE PRICE REAL ESTATE	779919109			5/5/2008		7/23/2010			887	1,190		-303
19	X	T ROWE PRICE REAL ESTATE	779919109			5/5/2008		12/17/2010			1,696	2,094		-398
20	X	T ROWE PRICE REAL ESTATE	779919109			12/4/2008		12/17/2010			2,647	1,392		1,255
21	X	T ROWE PRICE REAL ESTATE	779919109			3/4/2008		12/17/2010			481	510		-29
22	X	T ROWE PRICE REAL ESTATE	779919109			6/4/2008		12/17/2010			327	387		-60
23	X	T ROWE PRICE REAL ESTATE	779919109			12/4/2007		12/17/2010			82	97		-15
24	X	T ROWE PRICE REAL ESTATE	779919109			10/31/2008		12/17/2010			2,887	2,090		797
25	X	ROYCE VALUE PLUS FUND-IN	780905212			10/31/2008		7/23/2010			365	281		84
26	X	ROYCE VALUE PLUS FUND-IN	780905212			12/4/2008		12/17/2010			1,027	537		490
27	X	ROYCE VALUE PLUS FUND-IN	780905212			10/31/2008		12/17/2010			6,656	4,348		2,308
28	X	SSGA EMERGING MARKETS F	784924425			1/26/2007		12/17/2010			2,555	2,690		-135
29	X	SSGA EMERGING MARKETS F	784924425			9/4/2008		12/17/2010			1,874	1,777		97
30	X	SSGA EMERGING MARKETS F	784924425			7/23/2010		12/17/2010			110	98		12
31	X	SSGA EMERGING MARKETS F	784924425			10/31/2008		12/17/2010			611	328		283

Line 16b (990-PF) - Accounting Fees

		500	0	0	0	500
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)	
1	TAX PREPARE FEES	500				500
2						
3						
4						
5						
6						
7						
8						
9						
10						

Line 18 (990-PF) - Taxes

		142	86	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	28			
2	ESTIMATED EXCISE TAX PAID	28			
3	FOREIGN TAX WITHHELD	86	86		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		2,504	1,878	0	626
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	2,504	1,878		626
3	ADR FEES				
4	STATE AG FEES				
5					
6					
7					
8					
9					
10					

Part II, Line 13 (990-PF) - Investments - Other

			179,952	177,906	192,727
	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			179,952	177,906	192,727
2					
3					
4					
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	Mutual Fund & CTF Income Additions	1	1,160
2	Total	2	1,160

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

1	Mutual Fund & CTF Income Subtraction	1	881
2	Cost Basis Adjustment	2	7,345
3	Total	3	8,226

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	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	Totals		
														48,700	41,731	6,969
													Amount	521	0	
													Long Term CG Distributions	Short Term CG Distributions		
1	GOLDEN SMALL CORE VALUE FD INS	34984T857		1/26/2007	3/4/2010	686	0	975	-289			0	-289			
2	GOLDEN SMALL CAP CORE FUND	34984T857		1/26/2007	12/17/2010	1,825	0	2,158	-333			0	-333			
3	GOLDEN SMALL CAP CORE FUND	34984T857		3/4/2009	12/17/2010	837	0	456	381			0	381			
4	GOLDEN SMALL CAP CORE FUND	34984T857		11/30/2007	12/17/2010	547	0	642	-95			0	-95			
5	GOLDEN SMALL CAP CORE FUND	34984T857		11/30/2007	12/17/2010	262	0	294	-32			0	-32			
6	GOLDEN SMALL CAP CORE FUND	34984T857		12/4/2007	12/17/2010	238	0	262	-24			0	-24			
7	ARTIO TOTAL RETURN BD CL I #152	04315J209		6/4/2009	7/23/2010	1,605	0	1,480	125			0	125			
8	DODGE & COX INCOME FD COM #147	256210105		1/26/2007	7/23/2010	1,474	0	1,394	80			0	80			
9	GOLDEN SMALL CAP CORE FUND	34984T857		3/4/2008	12/17/2010	190	0	197	-7			0	-7			
10	GOLDEN SMALL CAP CORE FUND	34984T857		8/1/2008	12/17/2010	3,749	0	4,078	-329			0	-329			
11	GOLDEN SMALL CAP CORE FUND	34984T857		7/23/2010	12/17/2010	152	0	127	25			0	25			
12	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		10/31/2008	7/23/2010	211	0	156	55			0	55			
13	PERKINS MID CAP VALUE F/C I #1167	47103C241		10/31/2008	7/23/2010	220	0	174	46			0	46			
14	PERKINS MID CAP VALUE F/C I #1167	47103C241		3/4/2009	12/17/2010	642	0	363	279			0	279			
15	PERKINS MID CAP VALUE F/C I #1167	47103C241		10/31/2008	12/17/2010	8,608	0	6,083	2,525			0	2,525			
16	PIMCO TOTAL RET FD-INST #35	693390700		6/4/2009	7/23/2010	1,675	0	1,541	134			0	134			
17	PIMCO EMERG MKTS BD-INST #137	693391559		1/26/2007	12/17/2010	3,574	0	3,532	42			0	42			
18	T ROWE PRICE REAL ESTATE FD #122	779919109		5/5/2008	7/23/2010	887	0	1,190	-303			0	-303			
19	T ROWE PRICE REAL ESTATE FD #122	779919109		5/5/2008	12/17/2010	1,696	0	2,094	-398			0	-398			
20	T ROWE PRICE REAL ESTATE FD #122	779919109		12/4/2008	12/17/2010	2,647	0	1,392	1,255			0	1,255			
21	T ROWE PRICE REAL ESTATE FD #122	779919109		3/4/2008	12/17/2010	481	0	510	-29			0	-29			
22	T ROWE PRICE REAL ESTATE FD #122	779919109		6/4/2008	12/17/2010	327	0	387	-60			0	-60			
23	T ROWE PRICE REAL ESTATE FD #122	779919109		12/4/2007	12/17/2010	82	0	97	-15			0	-15			
24	T ROWE PRICE REAL ESTATE FD #122	779919109		10/31/2008	12/17/2010	2,887	0	2,090	797			0	797			
25	ROYCE VALUE PLUS FUND-INVT #271	780905212		10/31/2008	7/23/2010	365	0	281	84			0	84			
26	ROYCE VALUE PLUS FUND-INVT #271	780905212		12/4/2008	12/17/2010	1,027	0	537	490			0	490			
27	ROYCE VALUE PLUS FUND-INVT #271	780905212		10/31/2008	12/17/2010	6,656	0	4,348	2,308			0	2,308			
28	SSGA EMERGING MARKETS FD S #151	784924425		1/26/2007	12/17/2010	2,555	0	2,690	-135			0	-135			
29	SSGA EMERGING MARKETS FD S #151	784924425		9/4/2008	12/17/2010	1,874	0	1,777	97			0	97			
30	SSGA EMERGING MARKETS FD S #151	784924425		7/23/2010	12/17/2010	110	0	98	12			0	12			
31	SSGA EMERGING MARKETS FD S #151	784924425		10/31/2008	12/17/2010	611	0	328	283			0	283			

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	WELS FARGO BANK N A.	X	101N INDEPENDENCE MALL E MA	PHILADELPHIA	PA	19106-2112				2,504
2										
3										
4										
5										
6										
7										
8										
9										
10										

2,504

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
2 First quarter estimated tax payment		2
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment	9/13/2010	4 28
5 Fourth quarter estimated tax payment		5
6 Other payments		6 0
7 Total		7 28

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.

NJ does not require 990-PF if contributions are less than \$10,000

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	8,058
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	8,058