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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 Charles R Wood Foundation		A Employer identification number 22-2237193
Number and street (or P O box number if mail is not delivered to street address) c/o Foundation Source, 501 Silverside Road	Room/suite 123	B Telephone number (see page 10 of the instructions) (800) 839-1754
City or town, state, and ZIP code Wilmington DE 19809-1377		C If exemption application is pending, 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		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 33,065,869	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	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 ☐

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	71	71		
4 Dividends and interest from securities	762,216	762,216		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	633,880			
b Gross sales price for all assets on line 6a 13,383,024				
7 Capital gain net income (from Part IV, line 2)		633,880		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	519	519		
12 Total. Add lines 1 through 11	1,396,686	1,396,686		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	701	474		227
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	196,503	189,843		6,660
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	14,679	6,679		
19 Depreciation (attach schedule) and depletion	88,798			
20 Occupancy	79			79
21 Travel, conferences, and meetings	6,996			6,996
22 Printing and publications				
23 Other expenses (attach schedule)	96,807	1,809		94,998
24 Total operating and administrative expenses. Add lines 13 through 23	404,563	198,805		108,960
25 Contributions, gifts, grants paid	1,175,100			890,100
26 Total expenses and disbursements Add lines 24 and 25	1,579,663	198,805		999,060
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-182,977			
b Net investment income (if negative, enter -0-)		1,197,881		
c Adjusted net income (if negative, enter -0-)				

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

Form **990-PF** (2010)

(HTA)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	1,064,613	931,939	931,939
	3 Accounts receivable Less allowance for doubtful accounts			
	4 Pledges receivable Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	1,308,985	699,645	735,892
	b Investments—corporate stock (attach schedule)	23,043,512	24,140,045	27,306,306
	c Investments—corporate bonds (attach schedule)	1,308,357	1,168,083	1,200,840
	11 Investments—land, buildings, and equipment basis Less accumulated depreciation (attach schedule)			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,856,214	2,814,640	2,672,592
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule)	3,270,276 1,464,111		
15 Other assets (describe See Attached Statement)		1,667	145,300	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	31,476,644	31,562,184	33,065,869	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here 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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	31,476,644	31,562,184	
30 Total net assets or fund balances (see page 17 of the instructions)	31,476,644	31,562,184		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	31,476,644	31,562,184		

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	31,476,644
2 Enter amount from Part I, line 27a	2	-182,977
3 Other increases not included in line 2 (itemize) Adjustment for FMV of noncash grants	3	281,667
4 Add lines 1, 2, and 3	4	31,575,334
5 Decreases not included in line 2 (itemize) Adjust books for artwork no longer held	5	13,150
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	31,562,184

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 Publicly-traded Securities				
b Oil spill remediation expenses for real estate sold in 2009				
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 13,383,024		12,704,807	678,217	
b 0		44,337	-44,337	
c				
d				
e				
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			678,217	
b			-44,337	
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	633,880
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))	
2009	1,685,302	28,340,709	0.059466	
2008	1,869,945	32,028,814	0.058383	
2007	1,647,882	37,136,913	0.044373	
2006	541,841	35,630,609	0.015207	
2005	475,218	19,239,828	0.024700	
2 Total of line 1, column (d)			2	0.202129
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	0.040426
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4	30,454,168
5 Multiply line 4 by line 3			5	1,231,140
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	11,979
7 Add lines 5 and 6			7	1,243,119
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	1,429,360

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)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	11,979	
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	11,979	
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	11,979	
6 Credits/Payments				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	16,500		
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	16,500		
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	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,521		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☒ 4,521 Refunded ☐	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 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?	13	X	
Website address ► <u>www.charleswoodfoundation.org</u>				
14	The books are in care of ► <u>c/o Foundation Source</u> Telephone no ► <u>(800) 839-1754</u>			
	Located at ► <u>501 Silverside Road, Suite 123 Wilmington DE</u> ZIP+4 ► <u>19809-1377</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►			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** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b** 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?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT				

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

▶

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
Foundation Source		
55 Walls Drive, 3rd Floor, Fairfield, CT 06824	Administrative Services	90,972
UBS Financial Services Inc		
299 Park Avenue, 25th Floor, New York, NY 10171	Investment Management Services	150,590
.....		
.....		
.....		
.....		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
.....	
2	
.....	
3	
.....	
4	
.....	

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

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

	Amount
1	
.....	
2	
.....	
All other program-related investments. See page 24 of the instructions	
3	
.....	
Total. Add lines 1 through 3	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	26,842,506
b	Average of monthly cash balances	1b	1,402,839
c	Fair market value of all other assets (see page 25 of the instructions)	1c	2,672,592
d	Total (add lines 1a, b, and c)	1d	30,917,937
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	30,917,937
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	463,769
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	30,454,168
6	Minimum investment return. Enter 5% of line 5	6	1,522,708

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	1,522,708
2a	Tax on investment income for 2010 from Part VI, line 5	2a	11,979
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	11,979
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,510,729
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,510,729
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	1,510,729

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	999,060
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	430,300
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	1,429,360
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	11,979
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,417,381

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				1,510,729
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			1,323,943	
b Total for prior years 20 ____, 20 ____, 20 ____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	0			
b From 2006	0			
c From 2007	0			
d From 2008	0			
e From 2009	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <u>1,429,360</u>				
a Applied to 2009, but not more than line 2a			1,323,943	
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)				
d Applied to 2010 distributable amount				105,417
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				1,405,312
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 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>				
ADIRONDACK COMMUNITY COLLEGE FD INC 640 BAY RD QUEENSBURY NY 12804	N/A	509(a)(1)	Construction of a Reg Higher Educ Ctr	20,000
ADIRONDACK HISTORICAL ASSOCIATION P O BOX 99 BLUE MOUNTAIN LAKE NY 12812	N/A	509(a)(1)	Improvements to the Museum's Auditorium	10,000
ADIRONDACK LAKES CENTER FOR THE ARTS PO BOX 205 BLUE MTN LAKE NY 12812	N/A	509(a)(2)	Annual Holiday Program	1,500
ALBANY MEDICAL CENTER HOSPITAL 43 NEW SCOTLAND AVE ALBANY NY 12208	N/A	509(a)(1)	Intra-operative Ultrasound	50,000
ASSOC FOR THE HEARING IMPAIRED INC 71 GLENWOOD AVE QUEENSBURY NY 12804	N/A	509(a)(1)	Be A Hear-O Program	1,500
CAPE ANN HISTORICAL ASSN 27 PLEASANT ST GLOUCESTER MA 01930	N/A	509(a)(2)	Grant of Raimondi Sculpture	100,000
CARITAS INCORPORATED 142 BAY ST GLENS FALLS NY 12801	N/A	509(a)(1)	Training Workshop for New Volunteers	1,000
CASTING FOR RECOVERY INC PO BOX 1123 MANCHESTER VT 05254	N/A	509(a)(1)	August 2011 Retreat	5,000
CATHOLIC CHARITIES OF DIOCESE OF ALBANY 40 N MAIN AVE ALBANY NY 12203	N/A	509(a)(1)	Children's Mental Health Services	10,000
CENTER FOR EARLY LEARNING 296 GLEN ST GLENS FALLS NY 12801	N/A	509(a)(1)	Art Materials for the Literary Festival	800
CHARLES R WOOD THEATER INC 207 GLEN ST GLENS FALLS NY 12801	N/A	509(a)(1)	Grant of Raimondi Sculpture	60,000
Total See Attached Statement			3a	1,175,100 *
b <i>Approved for future payment</i>				
* TOTAL Form 990-PF, Part I, Line 25, Column (a) and Part XV, Line 3a				\$1,175,100
Less assets converted to exempt function reported as qualifying distributions only in Part XII, Line 2				- \$ 285,000
TOTAL Form 990-PF, Part I, Line 25, Column (d).				\$ 890,100
See attached description of distributions of property value at fair market value at date of distribution				
Total			3b	0

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

- | | | | |
|---|-------|-----|----|
| 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? | | Yes | No |
| 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.		
	Signature of officer or trustee Date Title	10/27/11	President

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Jeffrey D. Haskell	Jeffrey D. Haskell	10/27/2011		
	Firm's name ► FOUNDATION SOURCE			Firm's EIN ►	
	Firm's address ► 55 WALLS DRIVE, FAIRFIELD, CT 06824			Phone no (800) 839-1754	

Department of the Treasury
Internal Revenue Service

Notice of Inconsistent Treatment or Administrative Adjustment Request (AAR)

(For use by partners, S corporation shareholders, estate and domestic trust beneficiaries, foreign trust owners and beneficiaries, REMIC residual interest holders, and TMPs)
▶ See separate instructions.

OMB No 1545-0790

Attachment
Sequence No. **84**

Name(s) shown on return

CHARLES R WOOD FOUNDATION

Identifying number

22-2237193

Part I General Information

- 1 Check boxes that apply: (a) ☐ Notice of inconsistent treatment (b) ☒ Administrative adjustment request (AAR)
- 2 If you are a tax matters partner (TMP) filing an AAR on behalf of the pass-through entity, are you requesting substituted return treatment? (see instructions) ☐ Yes ☐ No
- 3 Identify type of pass-through entity:
(a) ☒ Partnership (b) ☐ Electing large partnership (c) ☐ S corporation (d) ☐ Estate (e) ☐ Trust (f) ☐ REMIC
- 4 Employer identification number of pass-through entity
98-0437848
- 6 Tax shelter registration number (if applicable) of pass-through entity
- 5 Name, address, and ZIP code of pass-through entity
**LAZARD LTD
CLARENDON HOUSE
2 CHURCH STREET
HAMILTON HM 11 BERMUDA**
- 7 Internal Revenue Service Center where pass-through entity filed its return
P.O. BOX 409101, OGDEN, UT 84409
- 8 Tax year of pass-through entity
01 / 01 / 2010 to 12 / 31 / 2010
- 9 Your tax year
01 / 01 / 2010 to 12 / 31 / 2010

Part II Inconsistent or Administrative Adjustment Request (AAR) Items

(a) Description of inconsistent or administrative adjustment request (AAR) items (see instructions)	(b) Inconsistency is in, or AAR is to correct (check boxes that apply)		(c) Amount as shown on Schedule K-1, Schedule Q, or similar statement, a foreign trust statement, or your return, whichever applies (see instructions)		(d) Amount you are reporting		(e) Difference between (c) and (d)	
	Amount of item	Treatment of item						
10 Current year increase (decrease)	✓		642	00	482	00	160	00
11 Withdrawals and distributions	✓		650	00	36,943	00	36,293	00
12 Ending capital account	✓		36,453	00	0	00	36,453	00
13								

Part III Explanations—Enter the Part II item number before each explanation. If more space is needed, continue your explanations on the back.

THE SCHEDULE K-1 SUBMITTED TO THE INTERNAL REVENUE SERVICE DID NOT REFLECT THE 10/28/2010 SALE OF
100% OF THE FOUNDATION'S PARTNERSHIP INTEREST IN LAZARD LTD.

Part III Explanations (continued)[illegible]

Form 990-PF, Part I, Line 11 - Other Income

TOTAL:			519	519
		(a) Revenue per Books	(b) Net Investment Income	
1	Foreign Tax Refund	16	16	
2	LAZARD LTD K-1 Pass-Through Share of Partnership Income	488	488	
3	MS RE FUND VI OFFSHORE INVESTORS INTL LP K-1 Pass-Through Share of Partnership Income	15	15	
4				
5				
6				
7				
8				
9				
10				

Form 990-PF, Part I, Line 16a - Legal Fees

TOTAL:					701	474	0	227
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	General Governance Matters and Counseling	701	474		227			
2								
3								
4								
5								
6								
7								
8								
9								
10								

Form 990-PF, Part I, Line 16c - Other Professional Fees

TOTAL:					196,503	189,843	0	6,660
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	Investment Management Services	189,843	189,843		0			
2	Restoration of artwork donated to charities	5,700	0		5,700			
3	Appraisal of artwork donated to charities	960	0		960			
4								
5								
6								
7								
8								
9								
10								

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

TOTAL:		14,679	6,679	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Estimated Tax for 2010	8,000	0		0
2	Foreign Tax Paid	6,679	6,679		0
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 19 - Depreciation and Depletion

TOTAL:							88,798	0	0
	Description	Date Acquired	Method of Computation	Asset Life	Cost or Other Basis	Beginning Accumulated Depreciation	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Furniture and Fixtures	Various	Straight-line	7	149,379	110,893	21,340		
2	Machinery and Equipment	Various	Straight-line	5	99,422	99,422	0		
3	Buildings	Various	Straight-line	40	2,611,800	1,110,015	65,295		
4	Improvements	Various	Straight-line	30	64,886	54,983	2,163		
5									
6									
7									
8									
9									
10									

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

TOTAL:					96,807	1,809	0	94,998
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	Administrative Fees	90,972	0		90,972			
2	Bank Charges	1,780	1,780		0			
3	Foundation Dues & Memberships	495	0		495			
4	Insurance - artwork held for donation to charities	428	0		428			
5	LAZARD LTD K-1 expenses	6	6		0			
6	MS RE FUND VI OFFSHORE INVESTORS INTL LP K-1 expenses	23	23		0			
7	Local newspaper ad in satisfaction of public disclosure requirements	23	0		23			
8	State or local filing fees	750	0		750			
9	Storage of artwork	1,875	0		1,875			
10	Web Site Costs	455	0		455			
11								

Form 990-PF, Part II, Line 10a - Investments: US & State Government Obligations

TOTAL:				700,000	699,645	735,892
	Description/Symbol/CUSIP Number	Shares	Book Value	Fair Market Value	(c)	
1	FFCB - 3.750% - 01/29/2016 (31331GLT4)	300,000	302,640	321,579		
2	FHLB - 1.125% - 03/10/2014 (FHLB031014)	200,000	200,102	199,224		
3	FHLB - 4.250% - 03/09/2018 (FHLB030918)	100,000	97,000	107,964		
4	FNMA - 4.000% - 04/15/2013 (FNMA041513)	100,000	99,903	107,125		
5						
6						
7						
8						
9						
10						

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

		TOTAL:		24,140,045		27,306,306	
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	Fair Market Value	(c)	
1	3M CO (MMM)	1,115	94,458		96,225		
2	ABBOTT LABS (ABT)	1,200	59,050		57,492		
3	ADOBE SYSTEMS, INC (ADBE)	2,627	90,139		80,859		
4	ADVANCED SEMICONDUCT (ASX)	2,787	10,748		15,997		
5	ADVANTEST CORP - ADR (ATE)	1,191	30,437		26,857		
6	AEROPOSTALE INC (ARO)	310	6,988		7,638		
7	AKBANK T/A/S SIADR (AKBTY PK)	1,381	13,568		15,536		
8	AKZO NOBEL NV-ADR (AKZOY PK)	475	27,205		29,512		
9	ALASKA AIR GROUP INC (ALK)	42	2,329		2,381		
10	ALLEGHENY TECH NEW (ATI)	1,464	73,089		80,784		
11	ALLERGAN INC (AGN)	671	42,946		46,078		
12	ALLIANT CORP (LNT)	1,250	36,719		45,963		
13	ALLSTATE CORP (ALL)	1,425	41,887		45,429		
14	ALTRIA GROUP INC (MO)	1,970	33,946		48,501		
15	AMAZON COM (AMZN)	499	46,226		89,820		
16	AMEDISYS INC - COMMON STOCK (AMED)	109	6,151		3,652		
17	AMEREN CORPORATION (AEE)	1,815	70,830		51,165		
18	AMERICA MOVIL SA (AMX)	406	19,255		23,280		
19	AMERICAN EXPRESS CO (AXP)	1,750	83,313		75,110		
20	AMERICAN TOWER CORP CL A (AMT)	1,227	52,111		63,362		
21	AMERIPRISE FINANCIAL INC (AMP)	995	43,660		57,262		
22	AMGEN INC (AMGN)	596	33,282		32,720		
23	ANGLO AMERICAN PLC - AMERICAN DEPOSITORY SHARES EX (AAUK)	1,100	20,613		28,721		
24	ANHEUSER BUSCH INBEV SPONSORED ADR (AHBIY PK)	270	13,990		15,414		
25	ANNALY MTG MGMT INC COM (NLV)	5,105	73,270		91,482		
26	ANSYS INC (ANSS)	325	16,990		16,923		
27	APPLE INC. (AAPL)	821	116,490		264,822		
28	ARCELOR MITTAL (MT)	220	8,265		8,389		
29	ARCH CAPITAL GROUP LTD (ACGL)	207	15,573		18,226		
30	ARM HLDGS PLC SPD ADR (ARMHY.PK)	1,100	14,207		22,825		
31	ARRIS GROUP INC - COMMON STOCK (ARRS)	559	6,633		6,272		
32	ARTIO GLOBAL HIGH INCOME FUND CLASS A (BJBHX)	39,132	394,846		416,369		
33	ARTIO INTERNATIONAL II - I (JETIX)	80,953	1,163,782		1,008,669		
34	ASPEN INSURANCE HLDG (AHL)	275	7,609		7,871		
35	AT&T CORP COM NEW (T)	2,870	79,040		84,321		
36	ATHEROS COMMUNICATIONS, INC (ATHR)	550	15,357		19,756		
37	AVNET INC (AVT)	475	13,230		15,689		
38	AXA ADS (AXAHY PK)	730	16,402		12,155		
39	BANCO DO BRASIL S A SPONSORED ADR (BDORY PK)	1,197	21,334		23,342		
40	BANCO MACRO BANSUD (BMA)	332	9,798		16,666		
41	BANCO SANTANDER CEN (STD)	1,519	19,088		16,177		

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

		TOTAL:		24,140,045		27,306,306	
	Description/Symbol/CUSIP Number	Shares	(b) Book Value	(c) Fair Market Value			
42	BANK NEW YORK MELLON CORP COM (BK)	2,486	92,366	75,077			
43	BARCLAYS PLC ADR (BCS)	730	19,704	12,060			
44	BASF AG SPONS ADR (BASFY.PK)	130	6,341	10,395			
45	BAXTER INTERNATIONAL INC (BAX)	2,045	98,924	103,518			
46	BCE INC (BCE)	340	10,238	12,056			
47	BERKSHIRE HATHAWAY INC CLASS B (BRK-B)	900	75,255	72,099			
48	BG GROUP PLC ADS (BRGY PK)	170	14,238	17,340			
49	BNP PARIBAS SPONS ADR (BNPQY PK)	620	19,937	19,793			
50	BOEING CO (BA)	904	58,254	58,995			
51	BORG WARNER INC (BWA)	579	25,558	41,896			
52	BRIDGESTONE CRP(JAPAN)ADR (BRDCY PK)	365	14,474	14,136			
53	BRISTOL-MYERS SQUIBB CO (BMY)	1,500	40,743	39,720			
54	BUCKLE INC (BKE)	123	3,820	4,646			
55	CALAMOS CONVERTIBLE FD CL I (CICVX)	21,188	342,515	389,853			
56	CAMERON INTERNATIONAL CORP (CAM)	713	27,107	36,170			
57	CANADIAN NATURAL RESOURCES LTD (CNQ)	2,038	63,668	90,528			
58	CANADIAN PACIFIC RAILWAY LTD (CP)	250	14,259	16,203			
59	CARDTRONICS INC (CATM)	201	3,491	3,558			
60	CARTER'S INC (CRI)	193	5,525	5,695			
61	CATERPILLAR INC (CAT)	1,129	84,098	105,742			
62	CB RICHARD ELLIS SVCS (CBG)	155	1,990	3,174			
63	CELGENE CORP (CELG)	739	44,603	43,704			
64	CENTERPOINT ENERGY (CNP)	804	10,935	12,639			
65	CENTURY TEL INC (CTL)	1,369	35,887	63,207			
66	CEPHALON, INC. (CEPH)	107	6,565	6,604			
67	CHART INDUSTRIES, INC. (GTLS)	117	2,440	3,952			
68	CHECK POINT SOFTWARE TECHNOLOGIES LTD (CHKP)	1,089	36,697	50,377			
69	CHESAPEAKE ENERGY CORPORATION (CHK)	2,285	56,133	59,204			
70	CHEVRONTXACO CORP (CVX)	1,990	131,425	181,588			
71	CHINA CONSTRUCT UNSPON ADR (CICHY PK)	755	12,919	13,807			
72	CHINA MOBILE HKG LTD (CHL)	260	13,829	12,901			
73	CHURCH & DWIGHT COMMON (CHD)	175	9,585	12,079			
74	CHURCHILL DOWNS INC (CHDN)	23	870	998			
75	CIELO SA ADR (CIOXY PK)	3,755	33,599	32,105			
76	CISCO SYSTEMS INC (CSCO)	4,621	106,373	93,483			
77	CITRIX SYSTEMS INC (CTXS)	1,597	69,984	109,251			
78	CLEARWATER PAPER CP (CLW)	57	3,293	4,463			
79	CME GROUP, INC (CME)	90	28,252	28,958			
80	CMS ENERGY CP (CMS)	673	8,933	12,518			
81	COACH INC (COH)	871	30,717	48,175			
82	COCA-COLA CO (KO)	1,300	71,898	85,501			

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

		TOTAL:					
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	24,140,045	(c)	27,306,306
83	COLGATE-PALMOLIVE COMPANY (CL)	957	67,957				
84	COMML INTL BK S/ADR (CIBEY PK)	4,104	26,155				
85	COMP DE BEBA AM ADS (ABV)	505	15,341				
86	COMPANHIA ENERG DE ADR (CIG)	1,359	22,533				
87	COMPANHIA SIDER ADS (SID)	1,169	19,075				
88	COMTECH TELECMNS CRP NEW (CMTL)	113	3,681				
89	CONOCOPHILLIPS (COP)	2,850	144,265				
90	CORE LABRATORIES (CLB)	200	8,958				
91	CORINTHIAN COLLEGES (COCO)	302	4,392				
92	CORNING INC (GLW)	2,006	35,176				
93	COSTCO WHOLESALE CORP NEW (COST)	850	48,726				
94	COVIDIEN LTD (COV)	658	32,621				
95	CPFL ENERGIA S A ADR (CPL)	368	23,253				
96	CROWN HOLDINGS INC (CCK)	190	4,582				
97	CTRP COM INTL LTD - AMERICAN DEPOSITORY SHARES (CTRP)	583	26,795				
98	CUMMINS INC (CMI)	546	27,977				
99	DAIMLERCHRYSLER AG (DDAIF.PK)	353	14,921				
100	DAWA SECURITIES GROUP (DSEY PK)	2,200	11,345				
101	DANAHER CORP (DHR)	2,656	100,001				
102	DARDEN RESTAURANTS INC. (DRI)	320	10,909				
103	DBS GROUP HLDGS SPON ADR (DBSDY.PK)	620	22,183				
104	DECKERS OUTDOOR CORPORATION - COMMON STOCK (DECK)	30	1,424				
105	DENBURY RESOURCES INC (DNR)	751	12,226				
106	DENSO CORP ADR (DNZOY.PK)	1,600	21,432				
107	DESARROLLADORA HOMEX (HXM)	396	13,900				
108	DIAMOND OFFSHORE DRL (DO)	1,167	94,007				
109	DOMINION RESOURCES INC (D)	1,500	59,104				
110	DONALDSON CO. INC (DCI)	325	14,381				
111	DRESSER-RAND GROUP (DRC)	167	5,495				
112	E-TRACS UBS BLOOMBERG CMCI (UCI)	50,777	953,089				
113	EATON VANCE FLOATING RATE FUND CLASS A (EVBXL)	22,248	172,402				
114	EHOSTAR HOLDING CORPORATION (SATS)	234	4,593				
115	EDISON INTL (EIX)	1,420	39,317				
116	EMC CORP-MASS (EMC)	4,235	77,287				
117	EMCOR GROUP INC (EME)	203	5,322				
118	EMERGENCY MED SVCS (EMS)	114	6,000				
119	EMERSON ELECTRIC CO (EMR)	1,863	78,614				
120	ENDO PHARMACEUTICALS HOLDINGS INC. - COMMON STOCK (ENDP)	158	3,353				
121	ENERSYS (ENS)	128	3,107				
122	EOG RESOURCES INC (EOG)	400	39,491				
123	ESTERLINE CORP (ESL)	38	2,218				

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

		TOTAL:					
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	24,140,045	(c)	27,306,306
124	EXPERIAN GROUP LTD S/ADR (EXPGY PK)	2,400	16,478				29,808
125	EXPRESS SCRIPTS INC (ESRX)	544	28,593				29,403
126	EXXON MOBIL CORP (XOM)	1,300	69,619				95,056
127	F M C CP (FMC)	200	15,306				15,978
128	F5 NETWORKS, INC (FFIV)	171	15,086				22,257
129	FIDELITY CAPITAL AND INCOME FUND (FAGIX)	12,762	109,117				120,347
130	FIDELITY HIGH INCOME (SPHIX)	13,182	110,596				117,846
131	FIDELITY SELECT GOLD (FSAGX)	2,854	137,072				151,601
132	FIRST AMERICAN REAL ESTATE SECURITIES FUND CL Y (FARCX)	8,705	153,200				158,336
133	FISERV INC (FISV)	1,400	68,307				81,984
134	FLOWSERVE CP (FLS)	150	14,548				17,883
135	FMC TECHS INC COM (FTI)	200	7,184				17,782
136	FOMENTO ECONOMICO MEXICANO (FMX)	288	12,854				16,105
137	FORD MOTOR COMPANY (F)	3,300	46,672				55,407
138	FOSTER WHEELER AG (FWLT)	178	4,826				6,145
139	FREPORT-MCMORAN COPPER & GOLD INC (FCX)	1,964	163,666				235,857
140	FTI CONSULTING INC (FCN)	130	4,403				4,846
141	GAMESTOP CORP (GME)	316	6,860				7,230
142	GENERAL ELECTRIC CO (GE)	2,895	46,524				52,950
143	GENERAL MILLS INC (GIS)	1,400	46,752				49,826
144	GENTEX CORPORATION (GNTX)	700	15,862				20,692
145	GLAXOSMITHKLINE PLC (GSK)	1,942	71,090				76,165
146	GLOBAL CASH ACS HLDG (GCA)	363	3,098				1,158
147	GOLD FIELDS LTD ADS (GFI)	1,300	15,717				23,569
148	GRAINGER W W INC. (GWW)	135	13,538				18,645
149	GRUPO TELEVISIA (ADR) (TV)	716	14,264				18,566
150	H J HEINZ COMPANY (HNZ)	1,400	51,156				69,244
151	HAEMONETICS CP (HAE)	58	3,333				3,664
152	HANOVER INS GROUP (THG)	140	6,202				6,541
153	HARRIS CORP DEL (HRS)	970	31,966				43,941
154	HCC INS HLDGS INC (HCC)	364	10,009				10,534
155	HEWLETT PACKARD CO (HPQ)	1,100	38,082				46,310
156	HITTITE MICROWAVE CORPORATION (HITT)	300	12,568				18,312
157	HMS HOLDINGS CORP (HMSY)	250	13,418				16,193
158	HOME DEPOT INC (HD)	1,200	37,872				42,072
159	HSBC HLDGS PLC ADS (HBC)	570	27,123				29,093
160	HUDSON CITY BANCORP INC COMMON (HCBK)	3,865	51,175				49,240
161	IDACORP INC HLDG CO (IDA)	163	6,074				6,028
162	IDEXX CORP (IDXX)	250	13,756				17,305
163	IMPAX LABS INC (IPXL)	360	6,113				7,240
164	INFORMATICA CORPORATION (INFA)	450	5,862				19,814

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

TOTAL:						24,140,045	(c)
	Description/Symbol/CUSIP Number	Shares	(b)	Book Value	Fair Market Value		
165	INFOSYS TECH LTD SPD ADR (INFY)	224		12,112	17,042		
166	INTEL CORP (INTC)	8,700		175,099	182,961		
167	INTERDIGITAL COMMUNICATIONS CORP (IDCC)	138		3,784	5,746		
168	INTERNATIONAL BUSINESS MACHINES (IBM)						
169	INTUITIVE SURGICAL, INC (ISRG)	1,019		99,664	149,548		
170	J2 GLOBAL COMMUNICATIONS INC - COMMON STOCK (JCOM)	35		9,778	9,021		
171	JOHNSON & JOHNSON (JNJ)	226		5,225	6,543		
172	JP MORGAN CHASE & CO (JPM)	1,440		79,582	89,064		
173	JP MORGAN STRATEGIC INCOME OPPORTUNITIES FD CL A (JSOAX)	2,499		97,484	106,008		
174	JUNIPER NETWORKS (JNPR)	43,023		497,847	508,103		
175	KAO CORP ADR (KCRPY PK)	1,327		38,863	48,993		
176	KEMET CORP (KEM)	520		13,578	13,983		
177	KENAMETAL INC (KMT)	372		4,717	5,424		
178	KIMBERLY CLARK CORP (KMB)	475		18,203	18,744		
179	KIMBERLY CLARK DE MEXICO SA DE CV (KCDMY.PK)	765		45,336	48,226		
180	KIRIN BREWERY LTD (KNBWY PK)	515		12,054	15,857		
181	KOC HOLDINGS AS UNSP/ADR (KHOLY PK)	725		10,275	10,215		
182	KOHL'S CORP (KSS)	894		17,750	21,858		
183	KRAFT FOODS INC (KFT)	700		37,516	38,038		
184	KUMBA IRON ADR (KIROY PK)	1,610		50,963	50,731		
185	LABORATORY CORP AMER HLDGS (LH)	245		10,557	15,994		
186	LENDER PROCESSING SERVICES INC (LPS)	325		24,715	28,574		
187	LOCKHEED MARTIN CORP (LMT)	189		6,903	5,579		
188	LONZA GROUP AG UNSP/ADR (LZAGY.PK)	1,315		108,710	91,932		
189	LUBRIZOL CP (LZ)	1,800		18,757	14,346		
190	LUKOIL HOLDING CO SP/ADR (LUKOY.PK)	475		37,909	50,768		
191	LUXOTTICA GP SPA (LUX)	250		13,782	14,305		
192	MAKITA CORP (MKTAY PK)	530		12,669	16,229		
193	MANTECH INTERNATIONAL CORPORATION - COMMON STOCK (MANT)	300		7,745	12,294		
194	MARATHON OIL CORP COM (MRO)	117		4,999	4,836		
195	MARKEL CORP (MKL)	2,510		85,274	92,945		
196	MASSMART HLDGS UNSP/ADR (MMRTY PK)	15		5,456	5,672		
197	MCDONALD'S CORP (MCD)	326		9,313	14,605		
198	MEAD JOHNSON NUTRITI (MJN)	1,528		77,503	117,289		
199	MEDCO HEALTH SOLUTIONS INC (MHS)	652		28,892	40,587		
200	MEDICIS PHARMA CP (MRX)	1,000		45,388	61,270		
201	MEDNAX, INC. (MD)	173		5,018	4,635		
202	MEDTRONIC INC (MDT)	55		3,534	3,701		
203	METLIFE INC (MET)	2,320		84,110	86,049		
204	MFA MTG INVTs INC (MFA)	1,070		32,725	47,551		
205	MICROS SYSTEMS, INC (MCRS)	1,261		9,528	10,290		
		380		11,915	16,667		

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

		TOTAL:					
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	(c)	24,140,045	27,306,306
206	MICROSOFT CORPORATION (MSFT)	5,065	131,578				141,364
207	MITSUBISHI CORP SPON (MSBHY PK)	300	15,370				16,065
208	MOBILE TELSYS QJSC (MBT)	1,072	22,009				22,373
209	MORGAN STANLEY (MS)	2,000	49,183				54,420
210	MUENCHENER RUECKVERS (MURGY.PK)	1,500	21,894				22,665
211	MURATA MFG INC UNSP/ADR (MRAAY.PK)	1,748	24,031				30,398
212	MURRAY & ROBERTS HLDGS LTD SPONSORED ADR (MURZY PK)	1,591	10,535				9,816
213	MYLAN INC (MYL)	675	12,147				14,263
214	NEDBANK GROUP LTD S/ADR (NDBKY.PK)	387	12,778				15,612
215	NESTLE S.A. (NSRGY PK)	510	25,187				29,998
216	NET 1 UEPS TECHNOLOGIES, INC (UEPS)	203	3,035				2,489
217	NETAPP, INC. (NTAP)	780	38,541				42,869
218	NETEASE COM INC COM STK (NTES)	330	13,116				11,930
219	NETFLIX INC (NFLX)	409	52,528				71,861
220	NEW YORK COMNTY BANCORP INC. (NYB)	2,885	34,275				54,362
221	NIKE INC-CL B (NKE)	550	31,149				46,981
222	NISOURCE INC (NI)	347	5,899				6,114
223	NOBLE ENERGY INC. (NBL)	200	11,738				17,216
224	NORDSON CP (NDSN)	200	15,021				18,376
225	NORDSTROM INC (JWN)	709	25,501				30,047
226	NORFOLK SOUTHERN CORP (NSC)	1,200	61,266				75,384
227	NORTHROP GRUMMAN CORP (NOC)	705	35,619				45,670
228	NOVARTIS AG ADR (NVS)	600	33,836				35,370
229	NSK LIMITED ADR (NPSKY PK)	850	11,026				15,164
230	NUVEEN PREFERRED SECURITIES FUND - CL R (NPSRX)	8,933	153,200				148,019
231	O'REILLY AUTOMOTIVE INC. (ORLY)	275	10,468				16,616
232	OAQ GAZPROM SPONS GDR (OGZPY PK)	320	8,239				8,141
233	OCCIDENTAL PETE CORP (OXY)	1,000	80,700				98,100
234	OCWEN FINL CORP (OCN)	412	4,952				3,930
235	OGE ENERGY CORP (OGE)	257	8,255				11,704
236	OMNICARE INC. (OCR)	140	3,763				3,555
237	OPPENHEIMER DEVELOPING MARKETS FUND CLASS Y (ODVYX)	22,600	575,186				815,179
238	ORACLE CORP (ORCL)	6,634	149,180				207,644
239	ORASCOM CONSTRUCTION INDUSTR (ORSCY.PK)	318	14,921				15,821
240	ORIENTAL FINANCIAL GROUP (OFG)	298	4,217				3,722
241	ORIFLAME COSMETICS (OFLMY PK)	884	25,736				23,647
242	ORION MARINE GROUP INC - COMMON (ORN)	315	5,630				3,654
243	OSHKOSH CORP (OSK)	239	8,428				8,422
244	PACKAGING CORP AMER (PKG)	1,400	20,456				36,176
245	PANERA BREAD CO CL A. (PNRA)	200	14,539				20,242
246	PARTNERRE LTD COM (PRE)	77	5,723				6,187

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

TOTAL:				24,140,045	27,306,306
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	(c)
247	PDL BIOPHARMA INC (PDLI)	327	1,935		2,037
248	PEPSICO INC (PEP)	850	40,282		55,531
249	PERRIGO CO (PRGO)	260	8,915		16,466
250	PETROLEO BRASILEIRO (PBR)	300	10,900		11,352
251	PFIZER INC. (PFE)	5,810	119,744		101,733
252	PHILIPPINE LONG DISTANCE ADR (PHI)	415	23,311		24,182
253	PIMCO COMMODITY REAL RETURN STRATEGY FUND (PCRIX)	45,695	351,515		424,508
254	PIMCO TOTAL RETURN FUND (PTTRX)	428,496	4,455,402		4,649,180
255	PIMCO UNCONSTRAINED BOND FUND CLASS A (PUBAX)	109,658	1,218,400		1,217,201
256	PINNACLE WEST CAPITAL CORP (PNW)	291	10,707		12,062
257	PITNEY BOWES INC (PBI)	1,025	24,618		24,785
258	PLANTRONICS INC (PLT)	98	3,223		3,648
259	PNC FINANCIAL GROUP INC. (PNC)	875	50,431		53,130
260	POTASH CORPORATION OF SASKATCHEWAN INC (POT)	296	41,509		45,830
261	POWER ONE INC (POWER)	443	4,724		4,519
262	PRAXAIR INC (PX)	300	13,795		28,641
263	PRECISION CASTPARTS (PCP)	385	48,502		53,596
264	PRETORIA PORTLAND ADR (PPCY PK)	1,146	10,379		12,434
265	PRICELINE COM INCORPORATED (PCLN)	116	23,642		46,348
266	PROCTER GAMBLE CO (PG)	1,928	104,580		124,028
267	PT BK MANDIR PRS UNSP/ADR (PPERY PK)	1,158	6,545		8,801
268	PT SEMEN GRESIK PERSERO (PSGTY.PK)	427	21,135		22,973
269	PT TELEKOM IND. TBK ADR (TLK)	612	22,635		21,818
270	PT UNITED TRCTRS UNSP/ADR (PUTKY PK)	290	11,343		15,443
271	PUBLICIS GROUPE S.A (PUBGY.PK)	1,100	22,732		28,798
272	PUTNAM DIVERSIFIED INCOME TR (PDINX)	38,354	307,260		310,667
273	QUALCOMM INC (QCOM)	800	35,496		39,592
274	QUALITY SYSTEMS, INC. - COMMON STOCK (QSII)	190	7,347		13,266
275	QUESTCOR PHARMACEUTICALS, INC. (QCOR)	243	2,201		3,579
276	R R DONNELLEY & SONS CO (RRD)	2,450	25,549		42,802
277	RALCORP HOLDINGS INC (RAH)	147	9,363		9,556
278	RANGE RESOURCES CORP DEL (RRC)	545	23,131		24,514
279	RAYONIER INC (RYN)	146	7,038		7,668
280	REGAL ENTERTAINMENT (RGC)	506	6,925		5,940
281	RENAISSANCE HOLDINGS LTD (RNR)	76	4,782		4,840
282	RENT A CTR INC NEW (RCII)	151	4,821		4,874
283	REXAM PLC ADR (REXMY PK)	220	5,642		5,678
284	REYNOLDS AMERN INC (RAI)	1,610	32,303		52,518
285	ROCKWELL COLLINS INC (COL)	780	48,184		45,443
286	ROSS STORES, INC (ROST)	250	14,253		15,813
287	ROYAL DUTCH SHELL PLC (RDS-A)	1,375	84,052		91,823

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

TOTAL:		24,140,045		27,306,306	
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	(c)
288	SALESFORCE COM (CRM)	372	33,068		49,104
289	SANDISK CORP (SNDK)	583	28,228		29,068
290	SANLAM LTD SPONSORED ADR (SOUTH AFRICA) (SLLDY PK)	736	11,512		15,817
291	SANOFI-AVENTIS SPONSORED ADR (SNY)	1,555	53,966		50,118
292	SCHLUMBERGER LTD (SLB)	528	37,611		44,088
293	SCRIPPS NETWORKS INT (SNI)	325	15,128		16,819
294	SENSIENT TECHNOLOGIES (SXT)	103	3,116		3,783
295	SHIN-ETSU CHEMICAL C (SHECY PK)	300	17,112		16,311
296	SHINHAN FINL GROUP CO LTD (SHG)	256	20,035		24,018
297	SHOPRITE HOLDING ADR (SRHGY.PK)	468	9,395		14,433
298	SIEMENS A G ADR (SI)	150	14,645		18,638
299	SIGNATURE BANK (SBNY)	285	10,155		14,267
300	SKYWORKS SOLUTIONS, INC (SWKS)	89	1,334		2,548
301	SOUTHERN CO (SO)	1,600	52,848		61,168
302	SOUTHWESTERN ENERGY (SWN)	552	26,693		20,661
303	ST JUDE MED INC (STJ)	1,200	53,623		51,300
304	STANDARD BANK GP UNSP/ADR (SBGOY PK)	456	12,376		15,080
305	STARBUCKS CORP COM (SBUX)	1,678	44,176		53,914
306	STIFEL FINANCIAL CP (SF)	200	11,119		12,408
307	STREETTRACKS GOLD SHARES (GLD)	2,670	239,197		370,381
308	STRYKER CORPORATION (SYK)	1,000	68,715		53,700
309	STURM RUGER AND CO (RGR)	124	2,184		1,896
310	SUMITOMO MTL INDS LTD ADR (SMMMLY.PK)	400	12,185		9,904
311	SWISSCOM AG S/ADR (SCMWY.PK)	330	12,145		14,537
312	T. ROWE PRICE ASSOCIATES (TROW)	1,295	44,419		83,579
313	T. ROWE PRICE EQUITY INCOME FD (PRFDX)	31,321	690,000		741,992
314	T. ROWE PRICE NEW ASIA FUND (PRASX)	19,521	323,850		374,408
315	TAIWAN SEMICONDUCTOR MFG CO LTD (TSM)	1,882	20,051		23,600
316	TARGET CORPORATION (TGT)	1,298	59,772		78,049
317	TCW EMERGING MARKETS INCOME FUND N CLASS (TGINX)	18,526	201,333		205,449
318	TEKELEC INC (TKLC)	501	7,362		5,967
319	TELEFONICA S A ADR (TEF)	160	11,987		10,947
320	TELLABS, INC. (TLAB)	473	3,679		3,207
321	TELSTRA CORPORATION (TLSYY.PK)	1,000	13,950		14,350
322	TESSERA TECHNOLOGIES INC (TSRA)	347	6,618		7,686
323	TEVA PHARMECEUTICAL SP ADR (TEVA)	496	24,292		25,856
324	TEXAS INSTRUMENTS INC (TXN)	940	26,213		30,550
325	TH K CO LTD (THKLY PK)	1,424	13,048		16,234
326	TIGER BRANDS LTD S/ADR (TBLMY.PK)	461	10,335		13,600
327	TIME WARNER INC. (TWX)	1,640	51,561		52,759
328	TJX COMPANIES INC (TJX)	1,000	30,524		44,390

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

		TOTAL:					
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	24,140,045	(c)	27,306,306
329	TOKYO GAS CO LTD ADR (TKGSY.PK)	425	18,335				
330	TOTAL FINA ELF S.A. (TOT)	1,925	118,020				
331	TOTAL SYSTEMS SERVICES INC. (TSS)	431	6,619				
332	TRAVELERS COMPANIES INC (THE) (TRV)	940	40,836				
333	TRUE RELIGION APPAREL INC (TRLG)	171	4,931				
334	TUDOR PERINI CP (TPC)	228	5,468				
335	TURKCELL ILET NEW (TKC)	1,378	23,078				
336	ULTRAPAR PARTICIP (UGP)	215	11,054				
337	UNILEVER N V N Y (UN)	790	23,160				
338	UNISYS CP (UIS)	141	3,327				
339	UNITED NATURAL FOODS, INC (UNFI)	400	13,360				
340	UNITED ONLINE INC (UNITD)	292	2,207				
341	UNITED TECHNOLOGIES CORP (UTX)	1,151	70,387				
342	UNITEDHEALTH GROUP INC (UNH)	1,422	47,873				
343	US BANCORP DEL NEW (USB)	3,400	81,449				
344	USEC INC (USU)	393	2,215				
345	USINAS SIDERURGICAS (USNZY.PK)	1,611	21,041				
346	V F CORP (VFC)	1,134	81,611				
347	VALE SA PREFERENCE A ADR (VALE-P)	914	22,942				
348	VALEANT PHARMACEUTICALS INTL (VRX)	169	2,763				
349	VALUECLICK INC (VCLK)	224	2,538				
350	VANGUARD INFL-PROTECTED SECS (VIPSX)	8,702	110,429				
351	VANGUARD MID-CAP INDEX FUND (VIMSX)	42,316	614,665				
352	VANGUARD SMALL-CAP INDEX FUND (NAESX)	5,122	114,653				
353	VENOCO INC (VQ)	222	3,960				
354	VERIZON COMMUNICATIONS (VZ)	2,390	76,436				
355	VILASSIS COMMUNICATIONS INC (VCI)	136	4,557				
356	VIRTUS MULTI-SECTOR SHORT TERM BOND FUND CLASS A (NARAX)	64,207	295,713				
357	VISA INC (V)	458	30,321				
358	VULCAN MATERIALS CO (VMC)	800	33,302				
359	WAL-MART STORES INC (WMT)	1,100	59,021				
360	WALT DISNEY HOLDINGS CO (DIS)	1,900	65,095				
361	WEICHAI POWER CO LTD (WEICY.PK)	153	9,409				
362	WELLS FARGO & CO. (WFC)	4,810	125,561				
363	WESFARMERS LTD ADR (WFAFY.PK)	1,507	20,271				
364	WESTAR ENERGY INC. (WR)	418	9,792				
365	WHEELOCK&CO LTD UNSP/ADR (WHLKY.PK)	328	12,978				
366	WHITE MTN INS LTD (WTM)	18	5,775				
367	WHITING PETROLEUM CORP (WLL)	34	2,274				
368	WILEY JOHN & SONS INC CL A (JW-A)	53	2,282				
369	WILLIS GROUP HOLDINGS LTD (WSH)	532	16,142				

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

		TOTAL:			
	Description/Symbol/CUSIP Number	Shares	(b) Book Value	(c) Fair Market Value	
370	WISDOMTREE EMERGING MARKETS DEBT (ELD)	1,885	100,753	98,039	
371	WPP GROUP PLC (WPPGY PK)	180	10,851	11,155	
372	WRIGHT EXPRESS CORP (WXS)	53	1,781	2,438	
373	XEROX CP (XRX)	4,390	39,419	50,573	
374	YUE YUEN INDUSTRIAL (YUEIY.PK)	1,287	20,648	22,934	

Form 990-PF, Part II, Line 10c - Investments: Corporate Bonds

	Description/Symbol/CUSIP Number	Shares	(b) Book Value	(c) Fair Market Value
TOTAL: 1,168,083 1,200,840				
1	ABBOTT LABORATORIES 2 700% 05/27/2015 (ABT052715)	50,000	51,577	50,978
2	AMGEN - 3 450% - 10/01/2020 (AMGN100120)	50,000	49,815	47,642
3	ASTRA ZENECA 5 4% 9/15/12 (AZN091512)	100,000	103,824	107,835
4	AT&T 5.6% 5/15/18 (T051518)	50,000	50,804	55,787
5	AVON PRODUCTS - 5 125% - 01/15/2011 (AVON011511)	150,000	150,182	150,183
6	BAXTER INTL INC 4.250% 03/15/2020 (BAX031520)	100,000	105,021	102,833
7	BEAR STEARNS - 5 500% - 08/15/2011 (073902ML9)	300,000	301,277	309,186
8	CAMPBELL SOUP 3.050% 07/15/2017 (CAMPB071517)	100,000	101,186	100,458
9	ORACLE CORP 5 75% 4/15/18 (ORCL041518)	100,000	102,466	114,395
10	PRAXAIR 4 500% 08/15/2019 (PX081519)	50,000	53,269	52,553
11	WALMART 4 5% 7/01/15 (WMT070115)	100,000	98,662	108,990

Form 990-PF, Part II, Line 13 - Investments - Other

TOTAL:			2,814,640	2,672,592
	Asset Description	(b) Book Value	(c) Fair Market Value	
1	AURORA OFFSHORE FUND LTD II	1,913,642	2,212,337	
2	MS GLOBAL DISTRESSED OPPORTUNITIES FUND	347,489	348,976	
3	MS RE FUND VI OFFSHORE INVESTORS INTL LP	553,509	111,279	
4				
5				
6				
7				
8				
9				
10				
11				

Form 990-PF, Part II, Line 14 - Land, Buildings, and Equipment

		TOTAL:		3,270,276	1,375,313	1,464,111	1,894,963	1,806,165	73,000
	Item or Category	Cost or Other Basis	Accumulated Depreciation Beg. of Year	Accumulated Depreciation End of Year	Book Value Beg. of Year	Book Value End of Year	FMV End of Year		
1	Furniture and Fixtures	149,379	110,893	132,233	38,486	17,146	693		
2	Machinery and Equipment	99,422	99,422	99,422	0	0	0		
3	Buildings	2,611,800	1,110,015	1,175,310	1,501,785	1,436,490	58,059		
4	Improvements	64,886	54,983	57,146	9,903	7,740	313		
5	Land	344,789	0	0	344,789	344,789	13,935		
6									
7									
8									
9									
10									

Form 990-PF, Part II, Line 15 - Other Assets

TOTAL:			1,667	145,300
	Asset Description	(b) Book Value	(c) Fair Market Value	
1	"BRONCO BUSTER" - REMINGTON SILVER RE-CAST	0	35,000	
2	"THE OUTLAW" - REMINGTON SILVER RE-CAST	0	32,000	
3	RAMONDI SCULPTURE 1	1,667	75,000	
4	SALMONES "FANTASY (PAN-LEGS CROSSED)"	0	400	
5	SALMONES "HIGH SPIRITS (LEAP FROG)"	0	1,000	
6	SALMONES "IMMORTALITY"	0	500	
7	SALMONES "NINO SILVESTRE"	0	500	
8	SALMONES "SELF SCULPTURE"	0	900	
9				
10				

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

	Name	Street	City	State	Zip Code	Title	Avg Hrs	Comp	Benefits	Expense Account
1	Barbara J Beckos	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Vice President / Trustee	1	0	0	0
2	Dean J Beckos	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Trustee	1	0	0	0
3	Georgia Beckos-Wood	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Chairperson / Trustee	1	0	0	0
4	Charlene W Courtney	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Treasurer / Trustee	1	0	0	0
5	Michael Della Bella	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Trustee	1	0	0	0
6	Chelsea Hoopes Silver	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Trustee	1	0	0	0
7	Shirley C Myott	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Trustee	1	0	0	0
8	Dennis J Phillips	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Trustee	1	0	0	0
9	Barbara W Wages	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	President / Trustee	1	0	0	0
10	Page Wages	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Secretary / Trustee	1	0	0	0
11	Heather Ward	c/o Foundation Source 5	Wilmington	DE	19809	Trustee	1	0	0	0

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

Recipient(s) paid during the year

Name

CHRISTIAN AND MISSIONARY ALLIANCE

Street

614 GANSEVOORT RD

City

S GLENS FALLS

State

NY

Zip Code

12803

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Food Bank Program

Amount

3,000

Name

COMMUNITY LUNCHBOX

Street

136 MAIN ST

City

SARANAC LAKE

State

NY

Zip Code

12983

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

3,000

Name

CORNELIUS VANDERBILT WHITNEY LONG LAKE LIBRARY

Street

1195 MAIN ST

City

LONG LAKE

State

NY

Zip Code

12847

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Computers and Software

Amount

7,000

Name

CORNERSTONE SOUP KITCHEN AND FOOD PANTRY

Street

293 1/2 MAIN ST

City

HUDSON FALLS

State

NY

Zip Code

12839

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

3,000

Name

CRANDALL LIBRARY

Street

251 GLEN ST CITY PARK

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Expansion Project

Amount

250,000

Name

CREATIVE HEALING CONNECTIONS INC

Street

680 BARTLETT CARRY RD

City

TUPPER LAKE

State

NY

Zip Code

12986

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Wiawaka Scholarships for the Women's Reintegration Program

Amount

3,000

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

Recipient(s) paid during the year

Name

DOUBLE H - HOLE IN THE WOODS RANCH INC

Street

97 HIDDEN VALLEY RD

City

LAKE LUZERNE

State

NY

Zip Code

12846

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Capital Upgrades

Amount

15,950

Name

DOUBLE H - HOLE IN THE WOODS RANCH INC

Street

97 HIDDEN VALLEY RD

City

LAKE LUZERNE

State

NY

Zip Code

12846

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Charitable Event

Amount

500

Name

FOCUS CHURCHES OF ALBANY INC

Street

275 STATE ST

City

ALBANY

State

NY

Zip Code

12210

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Food Bank Program

Amount

3,000

Name

FORT ANN YOUTH LEAGUE INC

Street

PO BOX 172

City

FORT ANN

State

NY

Zip Code

12827

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Phase 2 Project

Amount

5,000

Name

FRANKLIN COMMUNITY CENTER INC

Street

10 FRANKLIN ST

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

"Project Lift" Programs in Saratoga Springs Schools

Amount

5,000

Name

FRANKLIN COMMUNITY CENTER INC

Street

10 FRANKLIN ST

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Food Pantry Program

Amount

3,000

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

Recipient(s) paid during the year

Name

FRIENDS OF THE TOWN OF JOHNBURG NY PARKS

Street

PO BOX 7

City

NORTH CREEK

State

NY

Zip Code

12853

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Adirondack Treks Project

Amount

4,000

Name

GEORGIA MUSEUMS INC

Street

P O BOX 3248

City

CARTERSVILLE

State

GA

Zip Code

30120

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Grant of "Two Champs" by Harry Jackson

Amount

125,000

Name

GLENS FALLS HOSPITAL INC

Street

100 PARK ST

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

HVAC Upgrade

Amount

50,000

Name

GLENS FALLS SYMPHONY ORCHESTRA INC

Street

PO BOX 2036

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Symphony Program

Amount

15,000

Name

HARTFORD VOLUNTEER FIRE CO INC

Street

PO BOX 121

City

HARTFORD

State

NY

Zip Code

12838

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Dual Frequency Paging Equipment

Amount

1,000

Name

HUDSON FALLS BREAD OF LIFE FOOD PANTRY

Street

PO BOX 187

City

HUDSON FALLS

State

NY

Zip Code

12839

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

3,000

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

Recipient(s) paid during the year

Name

JUNIOR ACHIEVEMENT OF NORTHEASTERN NEW YORK

Street

8 STANLEY CIR

City

LATHAM

State

NY

Zip Code

12110

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Economics Education

Amount

5,000

Name

LAKE GEORGE COMMUNITY BAND INC

Street

PO BOX 453

City

LAKE GEORGE

State

NY

Zip Code

12845

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Summer Concert

Amount

500

Name

LETS INVOLVE FORT EDWARD INC

Street

118 BROADWAY

City

FT EDWARD

State

NY

Zip Code

12828

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Community Playground

Amount

5,000

Name

MAKE-A-WISH FOUNDATION OF NORTHEAST NEW YORK

Street

ONE MUSTANG DR

City

COHOES

State

NY

Zip Code

12047

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Wish Sponsorship

Amount

2,500

Name

NORTH CREEK RAILWAY DEPOT PRESERVATION ASSOCIATION

Street

PO BOX 156

City

NORTH CREEK

State

NY

Zip Code

12853

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Purchase of Stools and Tables

Amount

1,000

Name

OLD SARATOGA REFORMED CHURCH

Street

48 PEARL ST

City

SCHUYLERVILLE

State

NY

Zip Code

12871

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Community Food Pantry

Amount

3,000

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

Recipient(s) paid during the year

Name

PEACEFUL ACRES HORSES INC

Street

3740 RYNEX CORNERS RD

City

PATTERSONVILLE

State

NY

Zip Code

12137

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Building of Yurt Units for the Therapeutic Program

Amount

30,000

Name

PENDRAGON INC

Street

15 BRANDY BRK

City

SARANAC LAKE

State

NY

Zip Code

12983

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Wood Theater Productions

Amount

4,000

Name

REGIONAL FOOD BANK OF N E NY INC

Street

965 ALBANY SHAKER RD

City

LATHAM

State

NY

Zip Code

12110

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

3,000

Name

SARATOGA COUNTY ECONOMIC OPPORTUNITY COUNCIL

Street

PO BOX 5120

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

EOC Food Pantry

Amount

3,000

Name

SARATOGA SPRINGS PERFORMING ARTS CENTER INC

Street

108 AVE OF THE PINES HALL OF

City

SARATOGA SPRINGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

General & Unrestricted

Amount

100,000

Name

SEAGLE MUSIC COLONY INC

Street

PO BOX 366

City

SCHROON LAKE

State

NY

Zip Code

12870

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Young Artist Fund

Amount

3,750

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

Recipient(s) paid during the year

Name

SHELTERS OF SARATOGA INC

Street

PO BOX 3089

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

3,000

Name

SLATE VALLEY TEEN CENTER INC

Street

327 SCOTCH HILL RD

City

FAIR HAVEN

State

VT

Zip Code

05743

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Renovation for the New Center

Amount

10,000

Name

SUNNYVIEW HOSPITAL AND REHABILITATION CENTER FOUNDATION I

Street

1270 BELMONT AVE

City

SCHENECTADY

State

NY

Zip Code

12308

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(3)

Purpose of grant/contribution

10 Hi-Low Beds for the Neuro Rehab Institute

Amount

35,000

Name

THE BUS STOP CLUB INC

Street

1014 COFFEE DR

City

SCHENECTADY

State

NY

Zip Code

12303

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Expansion of the Meeting Site

Amount

1,500

Name

THE DEPOT THEATRE INC

Street

PO BOX 414

City

WESTPORT

State

NY

Zip Code

12993

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Play at Wood Theater

Amount

2,000

Name

THE HYDE COLLECTION TRUST

Street

161 WARREN ST

City

GLEN FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Roof Infrastructure

Amount

125,000

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

Recipient(s) paid during the year

Name

THE OPEN DOOR-NY

Street

P O BOX 3306

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

The Open Door

Amount

3,000

Name

THE SALVATION ARMY - GLENS FALLS CORPS

Street

13-15 CHESTER ST

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Food Pantry

Amount

8,000

Name

TO LIFE INC

Street

410 KENWOOD AVE

City

DELMAR

State

NY

Zip Code

12054

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Beat the Odds Program

Amount

2,500

Name

TOWN OF WARRENSBURG

Street

3797 MAIN ST

City

WARRENSBURG

State

NY

Zip Code

12885

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Community Project

Amount

2,500

Name

TOWN OF WARRENSBURG

Street

3797 MAIN ST

City

WARRENSBURG

State

NY

Zip Code

12885

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Community Playground

Amount

2,500

Name

UNITED CEREBRAL PALSY ASSOCIATION OF THE TRI-COUNTIES INC

Street

133 AVIATION RD

City

QUEENSBURY

State

NY

Zip Code

12804

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Purchase of Three Heating and Cooling Units

Amount

50,400

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

Recipient(s) paid during the year

Name

UPPER HUDSON MUSICAL ARTS INC

Street

PO BOX 570

City

NORTH CREEK

State

NY

Zip Code

12853

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Tannery Pond Community Center Performance

Amount

500

Name

WARREN WASHINGTON COUNTY HOMELESS YOUTH COALITION INC

Street

PO BOX 3252

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Transitional Living Program

Amount

5,000

Name

WARREN-HAMILTON COUNTIES ACTION COMMITTEE FOR ECONOMIC OPPORTUNITY

Street

190 MAPLE ST

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Food Bank

Amount

3,000

Name

MAWAKA HOLIDAY HOUSE INC

Street

PO BOX 564

City

TROY

State

NY

Zip Code

12181

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Fire Extinguishers for the Second Floor

Amount

1,200

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

Charles R. Wood Foundation
EIN: 22-2237193
Taxable Year Ending December 31, 2010

Form 990-PF, Part XV- Distributions of Property Value at Fair Market Value at Date of Distribution

Method for Determining Fair Market Value of Artwork: *Appraisal*
Method for Determining Book Value of Artwork: *Fair Market Value on Date Contributed to Foundation*

<u>Date of Distribution</u>	<u>Description of Property</u>	<u>Grant Recipient</u>	<u>Fair Market Value of Property</u>	<u>Book Value of Property</u>
12/22/10	Raimondi Sculpture	Cape Ann Historical Association	\$100,000	\$1,667
12/22/10	Raimondi Sculpture	Charles R. Wood Theater Inc	\$60,000	\$1,666
06/22/10	"Two Champs" by Harry Jackson	Georgia Museums Inc	\$125,000	\$0
TOTALS:			\$285,000	\$3,333

Form 990-PF, Part III, Line 3 - Other increases : \$281,667