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

2010

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

For calendar year 2010, or tax year beginning _____, and ending _____

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return
<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

Name of foundation THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION, INC.	A Employer identification number 22-2478755				
Number and street (or P O box number if mail is not delivered to street address) PO BOX 206	Room/suite _____				
City or town, state, and ZIP code NORWALK, CT 06852-0206	B Telephone number 203-246-2793				
<p>H Check type of organization:</p> <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/></td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/>	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/>				
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 16201631.	J Accounting method: Cash <input type="checkbox"/> Accrual Other (specify) _____				
<p>E If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>					

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))		(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			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	Interest on savings and temporary cash investments	6545.	6545.		STATEMENT 1
	4 Dividends and interest from securities	523039.	523039.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2149433.			
	b Gross sales price for all assets on line 6a	3113789.			
	7 Capital gain net income (from Part IV, line 2)		2149433.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	2679017.	2679017.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	50000.	0.	50000.	
	14 Other employee salaries and wages	60008.	0.	60008.	
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3	5520.	5520.	0.
	c Other professional fees				
	17 Interest	STMT 4	2139.	2139.	0.
	18 Taxes		5584.	311.	5273.
	19 Depreciation and depletion		531.	382.	
	20 Occupancy		7200.	7200.	0.
	21 Travel, conferences, and meetings		2719.	2719.	0.
	22 Printing and publications				
	23 Other expenses	STMT 5	77331.	12331.	65000.
	24 Total operating and administrative expenses. Add lines 13 through 23		211032.	30602.	180281.
25 Contributions, gifts, grants paid		1021900.		1021900.	
26 Total expenses and disbursements. Add lines 24 and 25		1232932.	30602.	1202181.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1446085.			
b Net investment income (if negative, enter -0-)		2648415.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	545459.	951802.	951802.
	2	Savings and temporary cash investments			
	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			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	10000.	10000.	10000.
	10a	Investments - U.S. and state government obligations	STMT 6	187178.	162269.
	b	Investments - corporate stock	STMT 7	4416122.	5260383.
	c	Investments - corporate bonds	STMT 8	1219673.	1439026.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ►	3590.		
		Less accumulated depreciation	STMT 9 ►	1534.	907.
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)		6379339.	7825536.
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			
	22	Other liabilities (describe ►)	STATEMENT 10	0.	112.
	23	Total liabilities (add lines 17 through 22)		0.	112.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		0.	0.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	7586315.	7586315.	
	29	Retained earnings, accumulated income, endowment, or other funds	-1206976.	239109.	
	30	Total net assets or fund balances	6379339.	7825424.	
	31	Total liabilities and net assets/fund balances	6379339.	7825536.	

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	6379339.
2	Enter amount from Part I, line 27a	2	1446085.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	7825424.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7825424.

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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.)
a					
b	SEE ATTACHED STATEMENTS				
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					
b					
c					
d					
e	3113789.	964356.			2149433.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					2149433.
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		2149433.
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). If (loss), enter -0- in Part I, line 8	{ }		3		N/A

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 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	1213307.	14002439.	.086650
2008	1402742.	17271868.	.081215
2007	1169008.	20065634.	.058259
2006	1027229.	18204418.	.056427
2005	866569.	17723052.	.048895

2 Total of line 1, column (d)

2 **.331446**

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 **.066289**

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 **15209989.**

5 Multiply line 4 by line 3

5 **1008255.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 **26484.**

7 Add lines 5 and 6

7 **1034739.**

8 Enter qualifying distributions from Part XII, line 4

8 **1202181.**

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.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1 26484.
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 26484.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5 26484.
6 Credits/Payments:	
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 4070.
b Exempt foreign organizations - tax withheld at source	6b 0.
c Tax paid with application for extension of time to file (Form 8868)	6c 0.
d Backup withholding erroneously withheld	6d 0.
7 Total credits and payments. Add lines 6a through 6d	7 4070.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8 30.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9 22444.
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 ►	11 0.
	Refunded ►

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1a <input checked="" type="checkbox"/> 1b <input checked="" type="checkbox"/>
<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>	
c Did the foundation file Form 1120-POL for this year?	1c <input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	
(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.	
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.	
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2 <input checked="" type="checkbox"/>
<i>If "Yes," attach a detailed description of the activities.</i>	
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>	3 <input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a <input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b <input checked="" type="checkbox"/>
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5 <input checked="" type="checkbox"/>
<i>If "Yes," attach the statement required by General Instruction T</i>	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	
• By language in the governing instrument, or	6 <input checked="" type="checkbox"/>
• 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?	7 <input checked="" type="checkbox"/>
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>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►	
DE, CT	
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	8b <input checked="" type="checkbox"/>
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)? <i>If "Yes," complete Part XIV</i>	9 <input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10 <input checked="" type="checkbox"/>

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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 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 ► THE FOUNDATION Located at ► PO BOX 206, NORWALK, CT	Telephone no. ► 203-246-2793 ZIP+4 ► 06852-0206	
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 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"/> X 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"/> X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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"/> X 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"/> X No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	►
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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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"/> X No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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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)?

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 instructions)?

N/A

►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

Yes No

7b

X

If "Yes," attach the statement required by Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
RODNEY S. EIELSON 4770 SO LAKE DR BOYNTON BEACH, FL 33476	PRESIDENT 5.00	50000.	0.	0.
AMY BLOOM 11 ALDEN AVENUE NORWALK, CT 06855	SEC TREAS & DIRECTOR 25.00	30004.	0.	0.
LORI G. BRAYTON 9 FIRST STREET NORWALK, CT 06855	SEC TREAS & DIRECTOR 25.00	30004.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

►

0

Part IX-A **Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	► 0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	14453245.
b Average of monthly cash balances	1b	988368.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	15441613.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	15441613.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	231624.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15209989.
6 Minimum investment return. Enter 5% of line 5	6	760499.

Part XI Distributable Amount (see 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	760499.
2a Tax on investment income for 2010 from Part VI, line 5	2a	26484.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	26484.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	734015.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	734015.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	734015.

Part XII Qualifying Distributions (see 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	1202181.
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	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1202181.
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	5	26484.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1175697.

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.

THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.

Form 990-PF (2010)

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				734015.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009	525045.			
f Total of lines 3a through e	525045.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 1202181.			0.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount			734015.	
e Remaining amount distributed out of corpus	468166.			
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:	993211.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	993211.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	525045.			
e Excess from 2010	468166.			

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Form 990-PF (2010)

THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.

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Part XIV **Private Operating Foundations** (see 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)

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 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 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:

AMY BLOOM, 203-246-2793

PO BOX 206, NORWALK, CT 06852-0206

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

SEE ATTACHMENT "GUIDELINES FOR APPLICANTS"

c. Any submission deadlines:

NONE

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

SEE ATTACHMENT "GUIDELINES FOR APPLICANTS"

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE SCHEDULE ATTACHED				
Total				► 3a 1021900.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income	
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments					14	6545.
4 Dividends and interest from securities					14	523039.
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory					18	2149433.
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a						
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)			0.		2679017.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13	2679017.
(See worksheet in line 13 instructions to verify calculations.)						

Relationship of Activities to the Accomplishment of Exempt Purposes

Tax Return Carryovers to 2011

• NAME: THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION, INC ID Number: 22-2478755

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.)
a AT&T - 4000 SHS	P		03/02/10
b SHERWIN-WILLIAMS CO - 4000 SHS	P		03/25/10
c SHERWIN-WILLIAMS CO - 3000 SHS	P		03/26/10
d BANK OF AMERICA - 2000 SHS	P		05/24/10
e NATIONAL BANK GREECE - 1000 SHS	P		05/24/10
f BP PLC - 10856 SHS	P		05/27/10
g SUNTRUST CAPITAL IX - 4000 SHS	P		06/18/10
h INTERN'L BUSINESS MACHINES - 3000 SHS	P		07/13/10
i GENERAL ELECTRIC CAP - NOTE	P		08/06/10
j MORGAN STANLEY - NOTE	P		08/16/10
k INTERN'L LEASE FINANCE - REDEMPTION	P		09/01/10
l SHERWIN-WILLIAMS CO - 1500 SHS	P		09/17/10
m SHERWIN-WILLIAMS CO - 1500 SHS	P		09/20/10
n SHERWIN-WILLIAMS CO - 3000 SHS	P		09/20/10
o SHERWIN-WILLIAMS CO - 3000 SHS	P		09/24/10

(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 104240.		100000.	4240.
b 267397.		4907.	262490.
c 200547.		3680.	196867.
d 30925.		75570.	-44645.
e 16200.		25000.	-8800.
f 487582.		66535.	421047.
g 99998.		100000.	-2.
h 392019.		58356.	333663.
i 260550.		250000.	10550.
j 101450.		100407.	1043.
k 100000.		99891.	109.
l 108523.		1840.	106683.
m 109347.		1840.	107507.
n 221846.		3680.	218166.
o 225538.		3680.	221858.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4240.
b			262490.
c			196867.
d			-44645.
e			-8800.
f			421047.
g			-2.
h			333663.
i			10550.
j			1043.
k			109.
l			106683.
m			107507.
n			218166.
o			221858.

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 }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).
If (loss), enter "-0-" in Part I, line 8 }

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 SHERWIN-WILLIAMS CO - 2000 SHS	P		09/27/10
b FORTUNE BRANDS - 4000 SHS	P		10/07/10
c BP PLC - 10856 SHS	P		05/27/10
d BAC HOME LOANS - RETURN PRINC	P		
e BAC HOME LOANS - RETURN PRINC	P		
f BAC HOME LOANS - RETURN PRINC	P		
g BAC HOME LOANS - RETURN PRINC	P		
h BAC HOME LOANS - RETURN PRINC	P		
i BAC HOME LOANS - RETURN PRINC	P		
j GOVT NATIONAL MORTGAGE ASSOC - RETURN PRINC	P		
k GOVT NATIONAL MORTGAGE ASSOC - RETURN PRINC	P		
l CITIMORTGAGE - RETURN PRINC	P		
m			
n			
o			

(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 150819.		2453.	148366.
b 200196.		31595.	168601.
c 1690.			1690.
d 495.		495.	0.
e 566.		566.	0.
f 4706.		4706.	0.
g 1207.		1207.	0.
h 370.		370.	0.
i 1667.		1667.	0.
j 12392.		12392.	0.
k 12392.		12392.	0.
l 1127.		1127.	0.
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			148366.
b			168601.
c			1690.
d			0.
e			0.
f			0.
g			0.
h			0.
i			0.
j			0.
k			0.
l			0.
m			
n			
o			

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	2149433.
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). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

LINE 10a
U.S. GOVERNMENT OBLIGATIONS

INVESTMENTS

	BEGINNING OF YEAR BOOK VALUE	BOOK VALUE	FAIR MARKET VALUE
	187,178	162,269	164,703

LINE 10b
CORPORATE STOCKS:

SHARES	BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
940 ACCO BRANDS CORP	2,024	2,024	8,009
4000 AGIC EQUITY & CONVERTIBLE INC FD		100,000	72,840
2000 ALLIANZ SE 8 375% PFD	50,000	50,000	52,562
5000 AMERICAN ELECTRIC POWER	74,550	195,889	179,900
4000 AT&T, INC	100,000	99,319	117,520
2000 BANK OF AMERICA CORP	75,570		
10586 BP P.L.C.	56,057		
20000 BRISTOL MYERS SQUIBB CO	289,078	289,078	529,600
16795 CALAMOS GLOBAL DYNAMIC INCOME FUND	251,581	244,156	140,574
5000 CENTERPOINT ENERGY INC	60,746	60,746	78,600
12000 CHEVRON TEXACO CORP	84,065	84,065	1,095,000
4000 CITIGROUP CAPITAL XIX	100,000	100,000	99,200
4000 CITIGROUP CAPITAL XVI	100,000	100,000	91,600
2000 CITIGROUP CAPITAL XX	50,000	50,000	50,860
5000 CITIGROUP FDG INC		50,000	48,850
16874 CLARCOR INC	62,746	62,746	723,726
8000 CORTS VI IBM	200,000	200,000	204,480
4000 CORTS GS CAPITAL I		96,400	91,000
5000 COCA-COLA CO		254,437	328,850
2000 DEUTSCHE BANK CAP FUND IX	50,000	50,000	46,040
28000 EXXON MOBILE	86,673	86,673	2,047,360
4000 FORTUNE BRANDS INC	31,595	31,595	
55000 GENERAL ELECTRIC	113,469	113,469	1,005,950
4000 HSBC HOLDING PLC		100,000	106,600
16650 ING CLARION GLOBAL REAL ESTATE INC FD	249,750	249,750	129,038
12500 ING GLOBAL EQUITY DIVIDEND & PREM OPPTY FD	236,565	217,960	135,625
15000 INT'L BUSINESS MACHINES CORP	254,388	196,031	2,201,400
10000 MERCK & CO., INC	140,274	140,274	360,400
10000 MICROSOFT CORP		262,082	279,100
4000 JPMORGAN CHASE CAP XXIV	100,000	100,000	103,160
4000 MORGAN STANLEY CAP TRUST	100,000	100,000	95,000
2000 MORGAN STANLEY CAP TRUST VI	50,000	50,000	47,400
1000 NATIONAL BANK OF GREECE 9% PFD	25,000		
4000 NATIONAL CITY CAP TRUST II	100,000	100,000	99,920
4000 NICHOLAS-APPLEGATE EQUITY & CONVERT INC FD	100,000		
16650 NUVEEN PFD & CONV INCOME FD	249,750	249,339	139,028
16650 NUVEEN QUALITY PFD INCOME FD	247,988	246,865	123,210
739 NYSE EUREX	50,000	50,000	22,155
1000 PHILIP MORRIS INTERNATIONAL		49,627	58,530
6000 PROCTOR & GAMBLE CO	116,646	236,426	385,980
2000 PRUDENTIAL FINANCIAL INC 9% PFD	50,000	50,000	54,980
4000 QUALCOM INC		156,136	197,960
2000 ROYCE VALUE TRUST, INC PFD	50,000	49,769	50,800
19000 SHERWIN-WILLIAMS CO	45,387	23,307	1,591,250
4000 SUNTRUST CAPITAL IX 7.875% PFD	100,000		
8333 UIL HOLDINGS CORP	197,573	197,573	249,657
5000 WESTERN ASSET EMERG MKT DEBT	100,000	100,000	91,550
2000 ZIMMER HOLDINGS INC	14,647	14,647	107,360
TOTAL CORPORATE STOCKS	4,416,122	5,260,383	13,642,624

LINE 10c
CORPORATE BONDS:

	BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
\$ 100,000 AMERICAN EXPRESS CREDIT 5 875% 5/02/13	96,869	96,869	108,754
100,000 CITIGROUP SR NOTES 2/27/12	99,844	99,844	104,233
50,000 CITIGROUP SR NOTES 9/15/14	48,397	48,397	51,724
100,000 COUNTRYWIDE ALTERNATIVE LOAN TR 5.70% 2/25/35	100,000	100,000	73,634
275,000 GENERAL ELECTRIC CAPITAL CORP 4.875% 1/15/13	525,000	275,000	286,330
100,000 GOLDMAN SACHS GROUP INC 5.63% 1/15/17		103,935	105,744
250,000 ILLINOIS STATE BUILD AMER BDS 6.2%		261,045	249,095
100,000 INTERNATIONAL LEASE FINANCE CORP 4.875% 9/01/10	99,891		
100,000 JEA FL ELECT SYS BUILD AMER BDS 5.582% 10/21/10		104,264	92,816
250,000 LODI CA ELECTRIC SYSTEM	249,672	249,672	258,785
100,000 MORGAN STANLEY MED TERM NOTE 5% 8/31/25		100,000	99,331
TOTAL CORPORATE BONDS	1,219,673	1,439,026	1,430,446

TOTAL INVESTMENTS **5,822,973** **6,861,678** **15,237,773**

THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION INC

Transactions by Account

As of December 31, 2010

Type	Date	Num	Name	Amount	Balance
GRANTS					
Check	1/4/2010	5272	NORWALK SEAPORT ASSOCIATION	5,000.00	5,000.00
Check	1/11/2010	5271	LUPUS FOUNDATION OF AMERICA	15,000.00	20,000.00
Check	1/11/2010	5273	SAINT CATHERINE ACADEMY	3,000.00	23,000.00
Check	1/12/2010	5274	GOODSPEED OPERA HOUSE	3,000.00	26,000.00
Check	1/12/2010	5275	COUNCIL OF CHURCHES OF GREATER BRIDGEPORT	1,000.00	27,000.00
Check	1/12/2010	5276	SHEPHERD, INC	2,500.00	29,500.00
Check	1/19/2010	5278	AIDS PROJECT NEW HAVEN INC	30,000.00	59,500.00
Check	1/19/2010	5279	SCHOOL SISTERS OF NOTRE DAME	9,900.00	69,400.00
Check	2/1/2010	5288	BOYS & GIRLS VILLAGE INC	2,500.00	71,900.00
Check	2/1/2010	5293	HARTFORD SYMPHONY ORCHESTRA INC	1,500.00	73,400.00
Check	2/8/2010	5290	CAROLINE HOUSE INC	1,500.00	74,900.00
Check	2/8/2010	5291	NORWALK MARCHING BEARS INC	3,000.00	77,900.00
Check	2/8/2010	5292	CAPITAL CLASSIC INC	1,000.00	78,900.00
Check	2/15/2010	5281	THE BRIDGE FAMILY CENTER INC	1,500.00	80,400.00
Check	2/20/2010	5289	SPECIAL OLYMPICS	1,000.00	81,400.00
Check	2/23/2010	5284	LUPUS FOUNDATION OF AMERICA	10,000.00	91,400.00
Check	2/23/2010	5285	SACRED HEART UNIVERSITY	10,000.00	101,400.00
Check	2/28/2010	5280	HABITAT FOR HUMANITY OF S. PALM	20,000.00	121,400.00
Check	3/1/2010	5286	MARY STAR OF THE SEA CATHOLIC CHURCH	5,000.00	126,400.00
Check	3/1/2010	5287	INNOCENT JUSTICE FOUNDATION	2,000.00	128,400.00
Check	3/6/2010	5294	CATHOLIC CHARITIES OF FAIRFIELD	1,000.00	129,400.00
Check	3/13/2010	5295	YWCA OF DARIEN NORWALK INC	1,000.00	130,400.00
Check	3/15/2010	5296	FOOTHILLS CHRISTIAN MINISTRIES INC	2,500.00	132,900.00
Check	3/15/2010	5297	WOMEN'S RESOURCE CENTER	2,500.00	135,400.00
Check	3/15/2010	5298	MISHKAM ISREAL DAY CARE	1,000.00	136,400.00
Check	3/20/2010	5299	WOMEN'S MENTORING NETWORK	2,000.00	138,400.00
Check	3/20/2010	5300	CAMP CONVANT INC	1,000.00	139,400.00
Check	3/27/2010	5301	CT AUDUBON SOCIETY	1,000.00	140,400.00
Check	3/27/2010	5302	HIGH HOPES THERAPEUTIC	1,000.00	141,400.00
Check	3/27/2010	5303	NORWALK SYMPHONY SOCIETY INC	5,000.00	146,400.00
Check	3/27/2010	5304	THE ARC OF GREATER ENFIELD INC	1,500.00	147,900.00
Check	3/27/2010	5305	HARTFORD STAGE COMPANY	2,000.00	149,900.00
Check	3/27/2010	5309	ELDERHOUSE INC	5,000.00	154,900.00
Check	4/1/2010	5313	FARMINGWORKERS CHILDREN	1,000.00	155,900.00
Check	4/2/2010	5307	SO OTHERS MAY EAT INCOPORATED	2,500.00	158,400.00
Check	4/6/2010	5320	STAMFORD SAILING FOUNDATION	1,000.00	159,400.00
Check	4/8/2010	5317	HORIZONS STUDENT ENRICHMENT	1,000.00	160,400.00
Check	4/17/2010	5311	KIDS IN CRISIS INC	5,000.00	165,400.00
Check	4/17/2010	5315	S.A.V.E.	2,500.00	167,900.00
Check	4/17/2010	5321	211 PALM BEACH	1,000.00	168,900.00
Check	4/20/2010	5318	KEVIN M. EIDT MEMORIAL SCHOLARSHIP	1,000.00	169,900.00
Check	4/23/2010	5322	THE COURAGE TO SPEAK FOUNDATION INC	1,500.00	171,400.00
Check	4/24/2010	5312	MALTA HOUSE INC	5,000.00	176,400.00
Check	4/24/2010	5314	ADVENT LUTHERAN CHURCH	25,000.00	201,400.00
Check	4/24/2010	5319	CHILD & FAMILY INSTITUTE	1,000.00	202,400.00
Check	5/1/2010	5323	CARDINAL SHEHAN CENTER	2,000.00	204,400.00
Check	5/1/2010	5324	ST MARY'S HOSPITAL FOUNDATION	1,000.00	205,400.00
Check	5/12/2010	5325	NORWALK HOUSING FOUNDATION	7,000.00	212,400.00
Check	5/12/2010	5326	PALM BEACH HABITATION CENTER	1,500.00	213,900.00
Check	5/12/2010	5327	EAST CATHOLIC HIGH SCHOOL	1,000.00	214,900.00
Check	5/19/2010	5308	AMERICAN CANCER SOCIETY	50,000.00	264,900.00
Check	5/22/2010	5328	FAIRFIELD UNIVERSITY	7,000.00	271,900.00
Check	5/22/2010	5329	SOUTHERN SCHOLARSHIP FOUNDATION INC	1,000.00	272,900.00
Check	5/22/2010	5330	CT BALLET INC	1,000.00	273,900.00
Check	5/22/2010	5331	CJ FOUNDATION FOR CHILDREN IN NEED INC	3,000.00	276,900.00
Check	5/22/2010	5339	FAMILY CENTERS INC	2,500.00	279,400.00
Check	5/22/2010	5340	CT DEVELOPMENT FUND	500.00	279,900.00
Check	5/26/2010	5332	YWCA OF SAN DIEGO	3,000.00	282,900.00
Check	5/29/2010	5333	SALVATION ARMY A CALIFORNIA CORP	2,500.00	285,400.00
Check	6/4/2010	5336	DOMESTIC VIOLENCE CRISIS	4,000.00	289,400.00
Check	6/4/2010	5337	YALE UNIVERSITY SCHOOL OF MEDICINE	2,000.00	291,400.00
Check	6/4/2010	5338	JUNIOR ACHIEVEMENTS OF SW CT	2,000.00	293,400.00
Check	6/10/2010	5341	SACRED HEART UNIVERSITY	7,500.00	300,900.00
Check	6/10/2010	5342	PREVENT BLINDNESS TRI-STATE	1,000.00	301,900.00
Check	6/10/2010	5343	CAMP HORIZONS	1,400.00	303,300.00
Check	6/12/2010	2139	CLOVER HILL SCHOOL	300.00	303,600.00
Check	6/18/2010	5334	ST PHILIP CHURCH	18,000.00	321,600.00
Check	6/19/2010	5344	LYME ACADEMY COLLEGE	1,500.00	323,100.00
Check	6/19/2010	5346	GEORGE WASHINGTON	5,000.00	328,100.00
Check	6/19/2010	5347	SILVERMINE ARTS	2,500.00	330,600.00
Check	7/7/2010	5360	MARINERS HOSPITAL	2,000.00	332,600.00

THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION INC

Transactions by Account

As of December 31, 2010

Type	Date	Num	Name	Amount	Balance
Check	7/7/2010	5361	OAK MILL	1,500.00	334,100.00
Check	7/9/2010	5354	ANIMAL PROTECTION & RESCUE LEAGUE INC	3,000.00	337,100.00
Check	7/9/2010	5355	NIANTIC COMMUNITY CHURCH	1,000.00	338,100.00
Check	7/9/2010	5356	GROUNDWORK BPT	1,500.00	339,600.00
Check	7/9/2010	5357	ST LUKES LIFE WORKER	3,000.00	342,600.00
Check	7/9/2010	5358	ST VINCENT DEPAUL	1,000.00	343,600.00
Check	7/9/2010	5359	HORIZONS STUDENT ENRICHMENT	2,000.00	345,600.00
Check	7/11/2010	5362	VILLA MARIA EDUCATION	1,000.00	346,600.00
Check	7/11/2010	5363	STEPPING STONES MUSEUM	5,000.00	351,600.00
Check	7/11/2010	5364	CLOVER HILL SCHOOL	29,000.00	380,600.00
Check	7/17/2010	5365	CHRISTIAN FELLOWSHIP	1,000.00	381,600.00
Check	7/22/2010	5372	MUSIC & ARTS CENTER	2,000.00	383,600.00
Check	7/23/2010	5367	JEWISH FAMILY SERVICES	1,000.00	384,600.00
Check	7/26/2010	5366	HARTFORD FOOD SYSTEMS INC	1,000.00	385,600.00
Check	7/27/2010	5368	SAINT MARY MAGDALEN SCHOOL	2,000.00	387,600.00
Check	8/11/2010	5369	MERCY HOUSING	2,500.00	390,100.00
Check	8/11/2010	5370	NEW HAVEN HOME RECOVERY	1,500.00	391,600.00
Check	8/11/2010	5371	EARTHY PLACE	2,500.00	394,100.00
Check	8/11/2010	5376	VISITING NURSE & HOSPICE	2,000.00	396,100.00
Check	8/19/2010	5379	BOY SCOUTS OF AMERICA	1,000.00	397,100.00
Check	8/19/2010	5380	CENTER FOR WOMEN & FAMILIES	2,000.00	399,100.00
Check	8/20/2010	5381	CHILDREN'S HOME SOCIETY OF FLORIDA	1,000.00	400,100.00
Check	8/31/2010	5375	HARTFORD AREA HABITAT	1,500.00	401,600.00
Check	9/1/2010	5374	CT BEARDSLEY ZOO	15,000.00	416,600.00
Check	9/1/2010	5377	HOMES OF HOPE	2,500.00	419,100.00
Check	9/10/2010	5378	NEW LONDON HOSPITALITY CENTER INC	3,000.00	422,100.00
Check	9/20/2010	5382	TRINITY EVANGELICAL FREE CHURCH	25,000.00	447,100.00
Check	9/20/2010	5383	BARTLETT ARBORETUM ASSOCIATION	3,000.00	450,100.00
Check	9/23/2010	5384	HENRY MORRISON PLAYER	1,000.00	451,100.00
Check	9/23/2010	5385	FLORENCE FULLER CHILD	1,000.00	452,100.00
Check	9/25/2010	5386	GIANT STEPS AMER INST NEURO INTEGRATED	3,000.00	455,100.00
Check	10/1/2010	5387	TKF - TARIQ KHAMISA FOUNDATION	2,500.00	457,600.00
Check	10/7/2010	5388	CARIDAD CENTER	10,000.00	467,600.00
Check	10/10/2010	5389	LITERACY VOLUNTEERS	1,000.00	468,600.00
Check	10/12/2010	5390	BOCA RATON HISTORIAL	20,000.00	488,600.00
Check	10/29/2010	5391	CT RADIO INF SYSTEM	1,500.00	490,100.00
Check	10/29/2010	5392	TRINITY CHRISTIAN ACADEMY	5,000.00	495,100.00
Check	11/6/2010	5395	ASSOCIATION OF WALDO OF SAN DIEGO	25,000.00	520,100.00
Check	11/6/2010	5398	PLANNED PARENTHOOD	1,000.00	521,100.00
Check	11/8/2010	5397	BUNOUGH'S COMMUNITY	1,000.00	522,100.00
Check	11/10/2010	5399	YWCA OF GREENWICH	2,500.00	524,600.00
Check	11/10/2010	5400	YMCA OF STAMFORD	4,000.00	528,600.00
Check	11/11/2010	5396	WOMEN'S CIRCLE	25,000.00	553,600.00
Check	11/24/2010	5394	ZOOLOGICAL SOCIETY SD	13,000.00	566,600.00
Check	11/24/2010	5413	AMERICARES	25,000.00	591,600.00
Check	11/27/2010	5401	FISRT PRESBYTERIAN CHURCH	15,000.00	606,600.00
Check	11/28/2010	5403	ACHIEVEMENT CENTERS	10,000.00	616,600.00
Check	11/30/2010	5406	THE MARITIME AQUARIUM	20,000.00	636,600.00
Check	12/1/2010	5402	WESTPORT COUNTRY PLAYHOUSE	5,000.00	641,600.00
Check	12/1/2010	5407	WOMENS BUSINESS DEVELOPMENT	2,000.00	643,600.00
Check	12/1/2010	5408	BROAD RIVER HOMES	2,500.00	646,100.00
Check	12/1/2010	5409	GREATER BRIDGEPORT OPPORTUNITIES	2,000.00	648,100.00
Check	12/1/2010	5410	CHRIST EPISCOPAL CHURCH	20,000.00	668,100.00
Check	12/1/2010	5414	PERSON TO PERSON	3,000.00	671,100.00
Check	12/1/2010	5415	YMCA OF WESTPORT/WESTON	5,000.00	676,100.00
Check	12/1/2010	5423	HOUSATONIC COMMUNITY COLLEGE FOUNDATION	1,000.00	677,100.00
Check	12/1/2010	5444	HOUSATONIC COMMUNITY COLLEGE FOUNDATION	1,000.00	678,100.00
Check	12/4/2010	5411	SARAH FOUNDATION	3,500.00	681,600.00
Check	12/4/2010	5412	CT ASSOCIATION FOR PERFORMING ARTS	2,000.00	683,600.00
Check	12/4/2010	5416	PROJECT RETURN INC	3,000.00	686,600.00
Check	12/4/2010	5417	MERCY LEARNING CENTER	4,000.00	690,600.00
Check	12/4/2010	5418	HOPE RURAL SCHOOL	1,000.00	691,600.00
Check	12/8/2010	5404	CYSTIC FIBROSIS FOUNDATION	25,000.00	716,600.00
Check	12/8/2010	5405	BETHESDA HOSPITAL	75,000.00	791,600.00
Check	12/10/2010	5438	FAMILY REENTRY	2,000.00	793,600.00
Check	12/12/2010	5419	EBONY HOUSEWOMEN	1,000.00	794,600.00
Check	12/12/2010	5439	FAMILY & CHILDREN AGENCY	10,000.00	804,600.00
Check	12/13/2010	5420	NURSING & HOME CARE	2,000.00	806,600.00
Check	12/13/2010	5421	CATHOLIC CHARITIES OF FAIRFIELD	5,000.00	811,600.00
Check	12/13/2010	5422	INSIGHT VISION CENTER	9,800.00	821,400.00
Check	12/14/2010	5424	NORWALK EMERGENCY SHELTER	35,000.00	856,400.00
Check	12/15/2010	5427	UC SANDIEGO AQUARIUM	2,000.00	858,400.00

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Accrual Basis

THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION INC
Transactions by Account
As of December 31, 2010

Type	Date	Num	Name	Amount	Balance
Check	12/16/2010	5428	SCHEPENS EYE RESEARCH	20,000.00	878,400.00
Check	12/17/2010	5425	NORWALK SENIOR CENTER	7,000.00	885,400.00
Check	12/23/2010	5440	ST JEROME CHURCH	12,000.00	897,400.00
Check	12/23/2010	5442	COMMUNITY MEDIATION INC	3,000.00	900,400.00
Check	12/24/2010	5429	NORWALK COMMUNITY COLLEGE	30,000.00	930,400.00
Check	12/26/2010	5430	NORWALK EDUCATION	7,500.00	937,900.00
Check	12/27/2010	5426	NORWALK HOSPITAL FUND	50,000.00	987,900.00
Check	12/27/2010	5443	DISPUTE SETTLEMENT	2,000.00	989,900.00
Check	12/28/2010	5431	BETHEL RECOVERY CENTER	3,000.00	992,900.00
Check	12/28/2010	5432	MUSIC THEATRE OF CT	1,500.00	994,400.00
Check	12/28/2010	5433	BIG BOTHERS & BIG SISTERS	2,500.00	996,900.00
Check	12/29/2010	5441	PET ANIMAL WELFARE SOCIETY OF CT	1,000.00	997,900.00
Check	12/31/2010	5434	GREATER BRIDGEPORT ADELESCENT	1,000.00	998,900.00
Check	12/31/2010	5435	ODDFELLOWS PLAYHOUSE	1,000.00	999,900.00
Check	12/31/2010	5436	BETHANY COVENANT CHURCH	20,000.00	1,019,900.00
Check	12/31/2010	5437	FIDELO GUIDE DOG	1,000.00	1,020,900.00
Check	12/31/2010	5445	NEW HAVEN SYMPHONY	1,000.00	1,021,900.00
Total GRANTS				1,021,900.00	1,021,900.00
TOTAL				1,021,900.00	1,021,900.00

Depreciation and Amortization Detail FORM 990-PF PAGE 1

990-PF

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST INCOME	6545.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6545.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS & INTEREST FROM SECURITIES	523039.	0.	523039.
TOTAL TO FM 990-PF, PART I, LN 4	523039.	0.	523039.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5520.	5520.		0.
TO FORM 990-PF, PG 1, LN 16B	5520.	5520.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	5273.	0.		5273.
FILING FEES	311.	311.		0.
TO FORM 990-PF, PG 1, LN 18	5584.	311.		5273.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OUTSIDE SERVICES/FEES	65000.	0.		65000.
TELEPHONE/COMMUNICATION	684.	684.		0.
OFFICE EXPENSES	1110.	1110.		0.
MANAGEMENT FEES	10537.	10537.		0.
TO FORM 990-PF, PG 1, LN 23	77331.	12331.		65000.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		162269.	164703.
TOTAL U.S. GOVERNMENT OBLIGATIONS			162269.	164703.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			162269.	164703.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK (SEE ATTACHED)	5260383.	13642624.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5260383.	13642624.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (SEE ATTACHED)	1439026.	1430446.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1439026.	1430446.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	9
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	1910.	1366.	544.
COMPUTER & EQUIPMENT	1680.	168.	1512.
TOTAL TO FM 990-PF, PART II, LN 14	3590.	1534.	2056.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	10
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE	0.	112.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	112.