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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 , 2010, and ending , 20

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: **FRED AND FLOY WILLMOTT FOUNDATION 14-217520** A Employer identification number: **22-2587484**

Number and street (or P.O. box number if mail is not delivered to street address): **ONE HSBC CENTER, 23RD FLOOR** Room/suite: **()** B Telephone number (see page 10 of the instructions): **() -**

City or town, state, and ZIP code: **BUFFALO, NY 14203-2885**

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 5,266,388.** J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	117,196.	112,984.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	161,193.			
b Gross sales price for all assets on line 6a	2,509,638.			
7 Capital gain net income (from Part IV, line 2)		164,309.		
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) (attach schedule)				
11 Other income (attach schedule)	6,977.			STMT 1
12 Total. Add lines 1 through 11	285,366.	277,293.		
13 Compensation of officers, directors, trustees, etc.	65,755.	46,029.		19,727.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,909.	NONE	NONE	1,909.
c Other professional fees (attach schedule)	26,700.			26,700.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	965.	709.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT. 3	250.	1,028.		250.
24 Total operating and administrative expenses. Add lines 13 through 23	95,579.	47,766.	NONE	48,586.
25 Contributions, gifts, grants paid	256,820.			256,820.
26 Total expenses and disbursements. Add lines 24 and 25	352,399.	47,766.	NONE	305,406.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-67,033.			
b Net investment income (if negative, enter -0-)		229,527.		
c Adjusted net income (if negative, enter -0-)				

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 Revenue
 Operating and Administrative Expenses
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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	79,565.	168,011.	168,013.
	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)			
	b	Investments - corporate stock (attach schedule) . STMT 4	2,297,110.	2,049,101.	2,642,593.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 5	2,183,898.	2,276,428.	2,455,782.
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,560,573.	4,493,540.	5,266,388.	
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)				
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 and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	4,560,573.	4,493,540.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	4,560,573.	4,493,540.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,560,573.	4,493,540.		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 4,560,573.
2	Enter amount from Part I, line 27a	2 -67,033.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 4,493,540.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 4,493,540.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)				(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
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						
2 Capital gain net income or (net capital loss)				2	164,309.	
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.						

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	279,660.	4,565,620.	0.06125345517		
2008	331,919.	5,297,685.	0.06265359303		
2007	337,365.	6,132,977.	0.05500835891		
2006	327,380.	5,764,295.	0.05679445622		
2005	312,737.	5,734,459.	0.05453644363		
2 Total of line 1, column (d)				2	0.29024630696
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	0.05804926139
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5				4	4,906,695.
5 Multiply line 4 by line 3				5	284,830.
6 Enter 1% of net investment income (1% of Part I, line 27b)				6	2,295.
7 Add lines 5 and 6				7	287,125.
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	305,406.

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

Table with 11 rows and 2 columns. Rows include: 1a Exempt operating foundations, b Domestic foundations, 2 Tax under section 511, 3 Add lines 1 and 2, 4 Subtitle A (income) tax, 5 Tax based on investment income, 6 Credits/Payments (6a-6d), 7 Total credits and payments, 8 Enter any penalty, 9 Tax due, 10 Overpayment, 11 Enter the amount of line 10 to be: Credited to 2011 estimated tax / Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (1a-10, Yes, No). Rows include: 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation... 1b Did it spend more than \$100 during the year... 1c Did the foundation file Form 1120-POL... 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 3 Has the foundation made any changes, not previously reported to the IRS... 4a Did the foundation have unrelated business gross income of \$1,000 or more... 4b If "Yes," has it filed a tax return on Form 990-T... 5 Was there a liquidation, termination, dissolution, or substantial contraction... 6 Are the requirements of section 508(e) satisfied either... 7 Did the foundation have at least \$5,000 in assets at any time during the year? 8a Enter the states to which the foundation reports... 8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF... 9 Is the foundation claiming status as a private operating foundation... 10 Did any persons become substantial contributors during the tax year?

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 ▶ N/A				
14	The books are in care of ▶ HSBC BANK USA Telephone no. ▶ (800)284-5866			
Located at ▶ ONE HSBC CENTER, BUFFALO, NY ZIP + 4 ▶ 14203				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/>			
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 ▶				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? <input type="checkbox"/>	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶			
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. ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870. 6b X

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No 7b 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 STATEMENT 7	AS REQ'D	65,755.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		NONE	NONE	NONE

Total number of other employees paid over \$50,000 **NONE**

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
SEE STATEMENT 9		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,752,845.
b	Average of monthly cash balances	1b	228,571.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,981,416.
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	NONE
3	Subtract line 2 from line 1d	3	4,981,416.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	74,721.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,906,695.
6	Minimum investment return. Enter 5% of line 5	6	245,335.

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	245,335.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,295.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,295.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	243,040.
4	Recoveries of amounts treated as qualifying distributions	4	6,000.
5	Add lines 3 and 4	5	249,040.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	249,040.

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	305,406.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	305,406.
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	2,295.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	303,111.

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				249,040.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			NONE	
b Total for prior years: 20 <u>08</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	27,773.			
b From 2006	46,571.			
c From 2007	36,906.			
d From 2008	69,447.			
e From 2009	53,073.			
f Total of lines 3a through e	233,770.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ <u>305,406.</u>				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				249,040.
e Remaining amount distributed out of corpus	56,366.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	290,136.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				NONE
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)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	27,773.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	262,363.			
10 Analysis of line 9:				
a Excess from 2006	46,571.			
b Excess from 2007	36,906.			
c Excess from 2008	69,447.			
d Excess from 2009	53,073.			
e Excess from 2010	56,366.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

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.

N/A

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

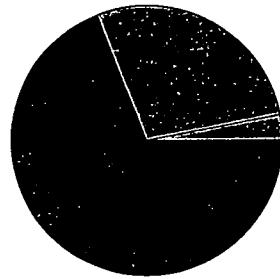
Part XV Supplementary Information (continued)




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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 29				
Total				▶ 3a 256,820.
b <i>Approved for future payment</i>				
Total				▶ 3b

PORTFOLIO SUMMARY

Total market value as of Nov. 30, 2010**	\$5,096,119.37
Additions	\$0.00
Withdrawals	(\$53,133.37)
Income received	\$19,276.51
Change in market value of account	\$204,125.98
Total market value as of Dec. 31, 2010**	\$5,266,388.49



-  3.19% Cash & Cash Equivalents
-  27.82% Fixed Income
-  68.99% Equities

Portfolio Asset Summary*

	Total Market Value**	% of Portfolio	Cost	Estimated Annual Income	Current Yield
■ Cash & Cash Equivalents	\$168,013.38	3.19%	\$168,011.01	\$25	0.01%
■ Fixed Income	\$1,465,117.59	27.82%	\$1,470,671.87	\$59,134	4.06%
■ Equities	\$3,633,257.52	68.99%	\$2,854,857.59	\$57,272	1.58%
Total	\$5,266,388.49	100.00%	\$4,493,540.47	\$116,431	2.22%

Income Summary

	This Period	Year to Date	Realized	Year to Date
Dividends	\$14,196.41	\$53,903.01	\$28,639.78	\$58,400.47
Miscellaneous	\$5,080.10	\$61,924.76	\$39,526.90	\$93,170.23
Total	\$19,276.51	\$115,827.77	\$68,166.68	\$151,570.70

Net Gain/Loss Summary

Net ST Gain/Loss	\$28,639.78
Net LT Gain/Loss	\$39,526.90
Total	\$68,166.68

* All values reported in U.S. dollars
 ** Includes Accrued Income



PRINCIPAL PORTFOLIO

Asset Summary*	Total Market Value**	% of Portfolio	Cost	Estimated Annual Income	Current Yield
Cash & Cash Equivalents	\$150,660.13	2.87%	\$150,657.95	\$22	0.01%
Fixed Income	\$1,465,117.59	27.91%	\$1,470,671.87	\$59,134	4.06%
Equities	\$3,633,257.52	69.22%	\$2,854,857.59	\$57,272	1.58%
Total	\$5,249,035.24	100.00%	\$4,476,187.41	\$116,428	2.22%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes

CASH AND CASH EQUIVALENTS

Summary

	Total Market Value**	% of Portfolio	Estimated Annual Income
Taxable Money Market Funds	\$150,660.13	2.87%	\$22
Total	\$150,660.13	2.87%	\$22

Holdings*
 (Description sorted by type/alphabetical)

Taxable Money Market Funds

Holdings*	Quantity	Cost	Price/Unit***	Market Value	Accrued Income	Estimated Annual Income	Current Yield
FIDELITY INSTL CASH U S GOVT PORT A (CUSIP #:609999CT2)	150,657.95	150,657.95	1.00	150,657.95	2.18	22	0.01%

Total Cash and Cash Equivalents

		\$150,657.95		\$150,657.95	\$2.18	\$22	0.01%
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* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes



FIXED INCOME

Summary

	Total Market Value**	% of Portfolio	Estimated Annual Income
Common & Collective Fds-Fxd IN	\$1,465,117.59	27.91%	\$59,134
Total	\$1,465,117.59	27.91%	\$59,134

Holdings*
(Description sorted by Maturity)

Common & Collective Fds-Fxd IN

	Par Value	Cost	Price/Unit***	Market Value	Accrued Income	Total Market Value**	Estimated Annual Income	Current Yield
HSBC BANK USA NA DIVERSIFIED INVESTMENT FUND TAXABLE INCOME FUND (CUSIP #:568998AD0)	26,717.91	1,470,671.87	54.47	1,455,324.56	9,793.03	1,465,117.59	59,134	4.06%
Total Fixed Income		\$1,470,671.87		\$1,455,324.56	\$9,793.03	\$1,465,117.59	\$59,134	4.06%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes

EQUITIES

Summary	Total Market Value**	% of Portfolio	Estimated Annual Income
Closed End Equity Mutual Funds	\$408,959.12	7.79%	\$5,991
Global/Intl Equity Mutual Fds	\$229,249.36	4.37%	\$5,448
Non-U.S. Common Stocks	\$31,828.80	0.61%	\$0
U.S. Common Stocks	\$2,642,593.00	50.34%	\$45,094
U.S. Equity Mutual Funds	\$320,627.24	6.11%	\$739
Total	\$3,633,257.52	69.22%	\$57,272

Holdings*
 (Description sorted by type/alphabetical)

Closed End Equity Mutual Funds

Holdings*	Shares	Cost	Price/Unit***	Market Value	Accrued Income	Estimated Annual Income	Current Yield
ISHARES INC RUSSELL 2000 INDEX FD (Ticker Symbol:IWM)	754.00	51,401.16	78.24	58,992.96	0.00	674	1.14%
ISHARES INC RUSSELL 2000 VALUE INDEX FD (Ticker Symbol:IWN)	894.00	40,800.55	71.09	63,554.46	0.00	1,035	1.63%
ISHARES INC MSCI EAFE INDEX FD (Ticker Symbol:EFA)	1,666.00	90,613.74	58.22	96,994.52	0.00	2,327	2.40%
ISHARES INC S & P MIDCAP 400 INDEX FD (Ticker Symbol:IJH)	958.00	74,636.80	90.69	86,881.02	0.00	917	1.05%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes



EQUITIES

Holdings* (Description sorted by type/alphabetical)	Shares	Cost	Price/Unit****	Market Value	Accrued Income	Estimated Annual Income	Current Yield
ISHARES S&P MIDCAP 400/BARRA VALUE INDEX FUND (Ticker Symbol:IJJ)	840.00	47,844.48	79.46	66,746.40	0.00	1,038	1.55%
SPDR GOLD TRUST (Ticker Symbol:GLD)	258.00	30,609.42	138.72	35,789.76	0.00	0	0.00%
Global/Intl Equity Mutual Fds							
ALLIANCEBERNSTEIN INTL VALUE FD ADVISOR CL FD#459 (Ticker Symbol:ABIYX)	9,581.93	118,593.91	13.92	133,380.47	0.00	4,820	3.61%
HARDING LOEVNER INTL EQUITY PORT (Ticker Symbol:HL MIX)	3,159.25	44,521.77	14.98	47,325.57	0.00	183	0.39%
MFS INTERNATIONAL GROWTH FUND (Ticker Symbol:MGIX)	1,837.37	26,678.58	26.42	48,543.32	0.00	445	0.92%
Non-U.S. Common Stocks							
WEATHERFORD INTNTL LTD (Ticker Symbol:WFT)	1,396.00	21,935.71	22.80	31,828.80	0.00	0	0.00%
U.S. Common Stocks							
ABBOTT LABS (Ticker Symbol:ABT)	823.00	48,596.31	47.91	39,429.93	0.00	1,448	3.67%
AMERICAN EAGLE OUTFITTERS INC (Ticker Symbol:AEO)	1,746.00	26,770.55	14.63	25,543.98	0.00	768	3.01%
APPLE INC (Ticker Symbol:AAPL)	331.00	19,046.02	322.56	106,767.36	0.00	0	0.00%
AUTOMATIC DATA PROCESSING INC (Ticker Symbol:ADP)	897.00	40,196.62	46.28	41,513.16	322.92	1,292	3.11%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes

EQUITIES

Holdings*
 (Description sorted by type/alphabetical)

	Shares	Cost	Price/Unit***	Market Value	Accrued Income	Estimated Annual Income	Current Yield
BANK OF AMERICA CORP (Ticker Symbol:BAC)	2,232.00	37,079.70	13.34	29,774.88	0.00	89	0.30%
BRINKER INTL INC (Ticker Symbol:EAT)	1,373.00	25,807.87	20.88	28,668.24	0.00	769	2.68%
CARNIVAL CORP (Ticker Symbol:CCL)	806.00	24,697.44	46.11	37,164.66	0.00	322	0.87%
CATERPILLAR INC (Ticker Symbol:CAT)	583.00	16,270.53	93.66	54,603.78	0.00	1,026	1.88%
CERNER CORP (Ticker Symbol:CERN)	305.00	25,983.15	94.74	28,895.70	0.00	0	0.00%
CHEVRON CORPORATION (Ticker Symbol:CVX)	638.00	47,556.90	91.25	58,217.50	0.00	1,837	3.16%
CISCO SYSTEMS INC (Ticker Symbol:CSCO)	2,448.00	32,412.10	20.23	49,523.04	0.00	0	0.00%
CITIGROUP INC (Ticker Symbol:C)	11,447.00	49,255.49	4.73	54,144.31	0.00	0	0.00%
CITRIX SYS INC (Ticker Symbol:CTXS)	512.00	23,667.42	68.41	35,025.92	0.00	0	0.00%
COACH INC (Ticker Symbol:COH)	290.00	8,758.32	55.31	16,039.90	43.50	174	1.08%
COGNIZANT TECHNOLOGY SOLUTIONS CORP (Ticker Symbol:CTSH)	382.00	25,130.53	73.29	27,996.78	0.00	0	0.00%
COLGATE PALMOLIVE CO (Ticker Symbol:CL)	667.00	30,588.62	80.37	53,606.79	0.00	1,414	2.64%
CORPORATE OFFICE PROPERTIES TRUST (Ticker Symbol:OFC)	1,028.00	39,586.94	34.95	35,928.60	424.05	1,696	4.72%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes



EQUITIES

Holdings*
 (Description sorted by type/alphabetical)

Holdings* (Description sorted by type/alphabetical)	Shares	Cost	Price/Unit***	Market Value	Accrued Income	Estimated Annual Income	Current Yield
CREE INC (Ticker Symbol:CREE)	598.00	9,151.43	65.89	39,402.22	0.00	0	0.00%
DANAHER CORP (Ticker Symbol:DHR)	1,526.00	58,678.42	47.17	71,981.42	30.52	122	0.17%
DEVON ENERGY CORPORATION NEW (Ticker Symbol:DVN)	533.00	38,674.48	78.51	41,845.83	0.00	341	0.81%
DISNEY WALT CO NEW (Ticker Symbol:DIS)	777.00	22,101.20	37.51	29,145.27	310.80	311	1.07%
DU PONT E I DE NEMOURS & CO (Ticker Symbol:DD)	912.00	34,604.79	49.88	45,490.56	0.00	1,496	3.29%
EXPRESS SCRIPTS INC CL A (Ticker Symbol:ESRX)	789.00	13,236.36	54.05	42,645.45	0.00	0	0.00%
EXXON MOBIL CORPORATION (Ticker Symbol:XOM)	1,314.00	47,024.56	73.12	96,079.68	0.00	2,313	2.41%
FRANKLIN RESOURCES INC (Ticker Symbol:BEN)	379.00	39,503.95	111.21	42,148.59	94.75	379	0.90%
GENERAL ELECTRIC CORP (Ticker Symbol:GE)	3,946.00	31,681.51	18.29	72,172.34	552.44	2,210	3.06%
GENERAL MLS INC (Ticker Symbol:GIS)	712.00	25,428.41	35.59	25,340.08	0.00	797	3.15%
GILEAD SCIENCES INC (Ticker Symbol:GILD)	1,242.00	52,792.23	36.24	45,010.08	0.00	0	0.00%
ILLINOIS TOOL WKS INC (Ticker Symbol:ITW)	780.00	39,931.36	53.40	41,652.00	265.20	1,061	2.55%
ITT CORPORATION (Ticker Symbol:ITT)	1,585.00	62,544.01	52.11	82,594.35	427.00	1,585	1.92%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes

EQUITIES

Holdings*
 (Description sorted by type/alphabetical)

Holdings* (Description sorted by type/alphabetical)	Shares	Cost	Price/Unit***	Market Value	Accrued Income	Estimated Annual Income	Current Yield
JOHNSON & JOHNSON (Ticker Symbol:JNJ)	931.00	50,785.70	61.85	57,582.35	0.00	2,011	3.49%
JP MORGAN CHASE & CO (Ticker Symbol:JPM)	813.00	31,889.97	42.42	34,487.46	0.00	163	0.47%
LEGG MASON INC (Ticker Symbol:LM)	1,185.00	38,172.57	36.27	42,979.95	71.10	284	0.66%
LOWES COS INC (Ticker Symbol:LOW)	1,737.00	48,686.70	25.08	43,563.96	0.00	764	1.75%
MARATHON OIL CORP (Ticker Symbol:MRO)	1,095.00	39,473.81	37.03	40,547.85	0.00	1,095	2.70%
MCCORMICK & CO INC (Ticker Symbol:MKC)	880.00	34,345.39	46.53	40,946.40	246.40	986	2.41%
MERCK & CO INC (Ticker Symbol:MRK)	1,344.00	50,843.57	36.04	48,437.76	510.72	2,043	4.22%
METLIFE INC (Ticker Symbol:MET)	637.00	25,526.88	44.44	28,308.28	0.00	471	1.66%
MICROSOFT CORP (Ticker Symbol:MSFT)	1,721.00	44,508.49	27.91	48,033.11	0.00	1,101	2.29%
MONSANTO CO NEW (Ticker Symbol:MON)	621.00	35,524.66	69.64	43,246.44	0.00	696	1.61%
NETAPP INC (Ticker Symbol:NTAP)	512.00	24,671.73	54.96	28,139.52	0.00	0	0.00%
NORFOLK SOUTHERN CORP (Ticker Symbol:NSC)	619.00	36,738.88	62.82	38,885.58	0.00	891	2.29%
OCCIDENTAL PETE CORP (Ticker Symbol:OXY)	658.00	29,449.58	98.10	64,549.80	250.04	1,000	1.55%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes



EQUITIES

Holdings*
 (Description sorted by type/alphabetical)

Holdings* (Description sorted by type/alphabetical)	Shares	Cost	Price/Unit***	Market Value	Accrued Income	Estimated Annual Income	Current Yield
PEABODY ENERGY CORP (Ticker Symbol:BTU)	977.00	51,087.25	63.98	62,508.46	0.00	332	0.53%
PEPSICO INC (Ticker Symbol:PEP)	628.00	37,925.87	65.33	41,027.24	301.44	1,206	2.94%
PFIZER INC (Ticker Symbol:PFE)	1,236.00	36,452.82	17.51	21,642.36	0.00	989	4.57%
PRAXAIR INC (Ticker Symbol:PX)	663.00	37,498.37	95.47	63,296.61	0.00	1,193	1.88%
PROCTER & GAMBLE CO (Ticker Symbol:PG)	775.00	43,113.25	64.33	49,855.75	0.00	1,493	3.00%
RAYTHEON COMPANY (Ticker Symbol:RTN)	895.00	33,265.57	46.34	41,474.30	0.00	1,343	3.24%
SANDISK CORP (Ticker Symbol:SNDK)	741.00	28,107.03	49.86	36,946.26	0.00	0	0.00%
SCHLUMBERGER LTD (Ticker Symbol:SLB)	328.00	19,460.18	83.50	27,388.00	137.55	276	1.01%
T ROWE PRICE GROUP INC (Ticker Symbol:TROW)	553.00	20,335.93	64.54	35,690.62	0.00	597	1.67%
TARGET CORP (Ticker Symbol:TGT)	815.00	42,967.33	60.13	49,005.95	0.00	815	1.66%
TRAVELERS COMPANIES INC (Ticker Symbol:TRV)	908.00	35,349.80	55.71	50,584.68	0.00	1,308	2.58%
UNITED TECHNOLOGIES CORP (Ticker Symbol:UTX)	498.00	27,601.51	78.72	39,202.56	0.00	847	2.16%
UNITEDHEALTH GROUP INC (Ticker Symbol:UNH)	1,138.00	38,225.76	36.11	41,093.18	0.00	569	1.38%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes

EQUITIES

Holdings*
 (Description sorted by type/alphabetical)

	Shares	Cost	Price/Unit***	Market Value	Accrued Income	Estimated Annual Income	Current Yield
VISA INC-CLASS A (Ticker Symbol:V)	822.00	48,885.69	70.38	57,852.36	0.00	493	0.85%
WELLS FARGO & CO (Ticker Symbol:WFC)	1,542.00	49,515.93	30.99	47,786.58	0.00	308	0.64%
3M CO (Ticker Symbol:MMM)	176.00	11,933.83	86.30	15,188.80	0.00	370	2.43%
U.S. Equity Mutual Funds							
FIDELITY ADVISOR MID CAP II FUND (Ticker Symbol:FLIMX)	5,402.25	79,771.82	18.12	97,888.77	0.00	0	0.00%
FRANKLIN VALUE INVS TR SMALL CAP VALUE FD ADVISOR CL (Ticker Symbol:FVADX)	1,179.93	49,939.21	45.83	54,076.19	0.00	269	0.50%
HSBC INVESTOR OPPORTUNITY FUND CLASS I #10 (Ticker Symbol:RESCX)	4,008.65	41,697.29	13.99	56,081.01	0.00	0	0.00%
JANUS PERKINS MID CAP VALUE FUND (Ticker Symbol:JMVAX)	2,337.92	50,235.15	22.57	52,766.85	0.00	470	0.89%
LORD ABBETT DEVELOPING GROWTH FUND (Ticker Symbol:LADYX)	2,649.00	36,476.73	22.58	59,814.42	0.00	0	0.00%
Total Equities		\$2,854,857.59		\$3,629,269.09	\$3,988.43	\$57,272	1.58%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes

INVESTED INCOME PORTFOLIO

Asset Summary*	Total Market Value**	% of Portfolio	Cost	Estimated Annual Income	Current Yield
Cash & Cash Equivalents	\$17,353.25	100.00%	\$17,353.06	\$3	0.02%
Total	\$17,353.25	100.00%	\$17,353.06	\$3	0.02%



* All values reported in U.S. dollars
 ** Includes Accrued Income
 *** Prices are rounded to the nearest 100th decimal place for statement formatting purposes

CASH AND CASH EQUIVALENTS

Summary

	Total Market Value**	% of Portfolio	Estimated Annual Income
Cash	\$0.00	0.00%	\$0
Taxable Money Market Funds	\$17,353.25	100.00%	\$3
Total	\$17,353.25	100.00%	\$3

Holdings*
(Description sorted by type/alphabetical)

	Quantity	Cost	Price/Unit***	Market Value	Accrued Income	Estimated Annual Income	Current Yield
Cash							
INCOME	17,352.86	17,352.86	1.00	17,352.86	0.00	0	0.00%
INVESTED INCOME	(17,352.86)	(17,352.86)	1.00	(17,352.86)	0.00	0	0.00%

Taxable Money Market Funds

FIDELITY INSTL CASH U S GOVT PORT A (CUSIP #:609999CT2)	17,353.06	17,353.06	1.00	17,353.06	0.19	3	0.01%
Total Cash and Cash Equivalents		\$17,353.06		\$17,353.06	\$0.19	\$3	0.02%

* All values reported in U.S. dollars

** Includes Accrued Income

*** Prices are rounded to the nearest 100th decimal place for statement formatting purposes

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					71.	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					3,020.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					7,169.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					3,663.	
		1044. CADBURY PLC SPONS ADR PROPERTY TYPE: SECURITIES					VAR	01/15/2010
53,751.00		54,272.00				-521.00		
		828. KLA INSTRS CORP PROPERTY TYPE: SECURITIES					VAR	01/15/2010
28,071.00		33,316.00				-5,245.00		
		115. AMAZON COM INC PROPERTY TYPE: SECURITIES					03/26/2009	01/21/2010
14,439.00		8,602.00				5,837.00		
		100. AT & T INC PROPERTY TYPE: SECURITIES					08/22/2008	01/27/2010
2,585.00		3,120.00				-535.00		
		46. ABBOTT LABS PROPERTY TYPE: SECURITIES					09/25/2008	01/27/2010
2,459.00		2,737.00				-278.00		
		159. ALCOA INC PROPERTY TYPE: SECURITIES					11/09/2009	01/27/2010
2,081.00		2,099.00				-18.00		
		20. AMAZON COM INC PROPERTY TYPE: SECURITIES					03/26/2009	01/27/2010
2,410.00		1,496.00				914.00		
		24. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					02/14/2008	01/27/2010
4,984.00		3,089.00				1,895.00		

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,710.00		114. BANK AMER CORP PROPERTY TYPE: SECURITIES 1,903.00					08/06/2009 -193.00	01/27/2010
3,053.00		50. BOEING CO PROPERTY TYPE: SECURITIES 2,651.00					09/23/2009 402.00	01/27/2010
1,164.00		4. CME GROUP INC. PROPERTY TYPE: SECURITIES 1,214.00					11/05/2009 -50.00	01/27/2010
3,070.00		59. CATERPILLAR INC PROPERTY TYPE: SECURITIES 2,274.00					05/08/2009 796.00	01/27/2010
1,504.00		26. CELGENE CORP PROPERTY TYPE: SECURITIES 999.00					04/01/2009 505.00	01/27/2010
3,123.00		136. CISCO SYS INC PROPERTY TYPE: SECURITIES 3,811.00					05/04/2007 -688.00	01/27/2010
1,881.00		54. COACH INC PROPERTY TYPE: SECURITIES 1,738.00					12/18/2007 143.00	01/27/2010
2,607.00		48. COCA COLA CO PROPERTY TYPE: SECURITIES 2,521.00					05/18/2007 86.00	01/27/2010
2,960.00		37. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES 2,075.00					VAR 885.00	01/27/2010
2,069.00		57. CORPORATE OFFICE PROPERTIES TRUST PROPERTY TYPE: SECURITIES 2,195.00					01/22/2010 -126.00	01/27/2010
2,193.00		38. CREE RESH INC PROPERTY TYPE: SECURITIES 582.00					12/30/2008 1,611.00	01/27/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,076.00		42. DANAHER CORP PROPERTY TYPE: SECURITIES 3,456.00					11/15/2007 -380.00	01/27/2010
2,063.00		30. DEVON ENERGY CORPORATION (NEW) PROPERTY TYPE: SECURITIES 2,177.00					01/15/2010 -114.00	01/27/2010
2,936.00		101. DISNEY WALT CO PROPERTY TYPE: SECURITIES 2,975.00					06/08/2006 -39.00	01/27/2010
1,951.00		44. ECOLAB INC PROPERTY TYPE: SECURITIES 2,035.00					10/08/2009 -84.00	01/27/2010
1,777.00		105. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 1,852.00					03/13/2009 -75.00	01/27/2010
1,877.00		22. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES 738.00					11/22/2006 1,139.00	01/27/2010
4,768.00		73. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 2,612.00					03/18/1999 2,156.00	01/27/2010
1,611.00		100. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 330.00					09/09/1986 1,281.00	01/27/2010
419.00		26. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 439.00					12/12/2008 -20.00	01/27/2010
2,852.00		40. GENERAL MLS INC PROPERTY TYPE: SECURITIES 2,857.00					01/15/2010 -5.00	01/27/2010
2,118.00		44. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES 1,971.00					03/13/2009 147.00	01/27/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,015.00		20. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 2,130.00					10/23/2008 885.00	01/27/2010
4,328.00		8. GOOGLE INC-CL A PROPERTY TYPE: SECURITIES 3,672.00					02/26/2008 656.00	01/27/2010
4,303.00		88. ITT INDS INC IND PROPERTY TYPE: SECURITIES 3,634.00					VAR 669.00	01/27/2010
2,012.00		16. INTERNATIONAL BUSINESS MACHS CORP PROPERTY TYPE: SECURITIES 1,473.00					02/18/2009 539.00	01/27/2010
3,144.00		81. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 3,253.00					06/17/2008 -109.00	01/27/2010
3,296.00		52. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 3,357.00					09/19/2007 -61.00	01/27/2010
1,869.00		26. LABORATORY CORP AMER HLDGS PROPERTY TYPE: SECURITIES 2,051.00					09/19/2007 -182.00	01/27/2010
1,729.00		48. LILLY ELI & CO PROPERTY TYPE: SECURITIES 1,655.00					11/05/2009 74.00	01/27/2010
2,119.00		96. LOWES COS INC PROPERTY TYPE: SECURITIES 2,955.00					12/13/2006 -836.00	01/27/2010
2,839.00		74. MERCK & CO INC PROPERTY TYPE: SECURITIES 2,799.00					12/22/2009 40.00	01/27/2010
4,825.00		164. MICROSOFT CORP PROPERTY TYPE: SECURITIES 7,955.00					03/07/2000 -3,130.00	01/27/2010

**FORM 990-PF - PART IV
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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,326.00		85. MORGAN STANLEY DEAN WITTER DISCOVER PROPERTY TYPE: SECURITIES 1,940.00					03/31/2009 386.00	01/27/2010
2,736.00		36. OCCIDENTAL PETE CORP PROPERTY TYPE: SECURITIES 1,919.00					VAR 817.00	01/27/2010
2,099.00		35. PEPSICO INC PROPERTY TYPE: SECURITIES 2,114.00					12/21/2009 -15.00	01/27/2010
1,724.00		47. PETROLEO BRASILEIRO SA SPONSORED ADR PROPERTY TYPE: SECURITIES 1,649.00					05/29/2009 75.00	01/27/2010
1,293.00		68. PFIZER INC PROPERTY TYPE: SECURITIES 2,976.00					08/28/2000 -1,683.00	01/27/2010
2,802.00		37. PRAXAIR INC PROPERTY TYPE: SECURITIES 2,096.00					09/07/2006 706.00	01/27/2010
3,135.00		60. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES 2,241.00					07/07/2006 894.00	01/27/2010
2,600.00		43. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 2,476.00					VAR 124.00	01/27/2010
2,993.00		64. QUALCOMM INC PROPERTY TYPE: SECURITIES 3,339.00					04/07/2006 -346.00	01/27/2010
2,338.00		44. RAYTHEON CO PROPERTY TYPE: SECURITIES 2,160.00					VAR 178.00	01/27/2010
1,788.00		288. REGIONS FINANCIAL CORP PROPERTY TYPE: SECURITIES 1,965.00					09/23/2009 -177.00	01/27/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,326.00		45. TARGET CORP PROPERTY TYPE: SECURITIES 2,411.00					02/14/2008 -85.00	01/27/2010
816.00		10. 3M CO PROPERTY TYPE: SECURITIES 694.00					08/03/2006 122.00	01/27/2010
2,524.00		50. TRAVELERS COMPANIES INC PROPERTY TYPE: SECURITIES 1,958.00					VAR 566.00	01/27/2010
1,880.00		28. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 1,552.00					01/20/2006 328.00	01/27/2010
2,908.00		35. VISA INC-CLASS A PROPERTY TYPE: SECURITIES 2,067.00					04/09/2009 841.00	01/27/2010
1,829.00		40. VULCAN MATLS CO PROPERTY TYPE: SECURITIES 1,934.00					02/02/2009 -105.00	01/27/2010
2,416.00		151. WEATHERFORD INTNTL LTD PROPERTY TYPE: SECURITIES 2,736.00					07/08/2009 -320.00	01/27/2010
2,339.00		56. NOBLE CORP PROPERTY TYPE: SECURITIES 2,128.00					10/06/2009 211.00	01/27/2010
20,187.00		101. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES 12,999.00					02/14/2008 7,188.00	01/28/2010
31,971.00		917. PETROLEO BRASILEIRO SA SPONSORED AD PROPERTY TYPE: SECURITIES 32,181.00					05/29/2009 -210.00	02/04/2010
18,261.00		421. VULCAN MATLS CO PROPERTY TYPE: SECURITIES 19,423.00					03/26/2009 -1,162.00	02/04/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
15,441.00		356. VULCAN MATLS CO PROPERTY TYPE: SECURITIES 17,211.00					02/02/2009	02/04/2010
							-1,770.00	
40,466.00		563. TOYOTA MTR CORP SPONSD ADR PROPERTY TYPE: SECURITIES 40,513.00					02/04/2010	02/23/2010
							-47.00	
135,094.00		2479.202 HSBC BANK USA D I F TAXABLE BON PROPERTY TYPE: SECURITIES 137,325.00					04/30/1991	02/26/2010
							-2,231.00	
26,648.00		440. ISHARES-RUSSELL 2000 VALUE INDEX FD PROPERTY TYPE: SECURITIES 31,577.00					VAR	03/02/2010
							-4,929.00	
28,333.00		413. ISHARES S&P MIDCAP 400/BARRA VAL ID PROPERTY TYPE: SECURITIES 32,367.00					01/10/2007	03/02/2010
							-4,034.00	
49,326.00		1942. AT & T INC PROPERTY TYPE: SECURITIES 60,280.00					VAR	03/11/2010
							-10,954.00	
50,941.00		932. COCA COLA CO PROPERTY TYPE: SECURITIES 48,567.00					VAR	03/19/2010
							2,374.00	
37,464.00		846. ECOLAB INC PROPERTY TYPE: SECURITIES 39,120.00					10/08/2009	04/01/2010
							-1,656.00	
21,499.00		162. AMAZON COM INC PROPERTY TYPE: SECURITIES 11,753.00					VAR	04/05/2010
							9,746.00	
39,826.00		1129. DISNEY WALT CO PROPERTY TYPE: SECURITIES 33,254.00					06/08/2006	04/05/2010
							6,572.00	
26,682.00		85. CME GROUP INC. PROPERTY TYPE: SECURITIES 25,801.00					11/05/2009	04/09/2010
							881.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
38,409.00		302. INTERNATIONAL BUSINESS MACHS CORP PROPERTY TYPE: SECURITIES 27,796.00					02/18/2009	04/09/2010
							10,613.00	
51,418.00		1656. MORGAN STANLEY DEAN WITTER DISCOVE PROPERTY TYPE: SECURITIES 37,801.00					03/31/2009	04/12/2010
							13,617.00	
29,421.00		504. CELGENE CORP PROPERTY TYPE: SECURITIES 19,302.00					VAR	04/27/2010
							10,119.00	
32,627.00		932. LILLY ELI & CO PROPERTY TYPE: SECURITIES 32,129.00					11/05/2009	04/27/2010
							498.00	
42,247.00		1746. STAPLES INC PROPERTY TYPE: SECURITIES 41,443.00					04/05/2010	04/27/2010
							804.00	
28,410.00		53. GOOGLE INC-CL A PROPERTY TYPE: SECURITIES 24,326.00					02/26/2008	04/30/2010
							4,084.00	
40,862.00		1338. MICROSOFT CORP PROPERTY TYPE: SECURITIES 51,929.00					VAR	05/03/2010
							-11,067.00	
37,421.00		3097. ALCOA INC PROPERTY TYPE: SECURITIES 40,879.00					11/09/2009	05/11/2010
							-3,458.00	
57,633.00		2323. IPATH S&P 500 VIX S/T FU ETN PROPERTY TYPE: SECURITIES 47,311.00					04/19/2010	05/11/2010
							10,322.00	
39,273.00		510. LABORATORY CORP AMER HLDGS PROPERTY TYPE: SECURITIES 39,351.00					VAR	05/11/2010
							-78.00	
25,631.00		179. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 19,009.00					VAR	05/14/2010
							6,622.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
27,931.00		700. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 28,111.00					06/17/2008 -180.00	05/14/2010
28,719.00		223. AMAZON COM INC PROPERTY TYPE: SECURITIES 15,119.00					03/16/2009 13,600.00	05/17/2010
46,242.00		1236. QUALCOMM INC PROPERTY TYPE: SECURITIES 49,184.00					VAR -2,942.00	05/17/2010
35,274.00		665. PROSHARES SHORT S&P 500 PROPERTY TYPE: SECURITIES 33,335.00					05/14/2010 1,939.00	05/21/2010
11,671.00		222. PROSHARES SHORT S&P 500 PROPERTY TYPE: SECURITIES 11,128.00					05/14/2010 543.00	05/21/2010
28,068.00		440. BOEING CO PROPERTY TYPE: SECURITIES 23,180.00					VAR 4,888.00	05/24/2010
31,098.00		520. CATERPILLAR INC PROPERTY TYPE: SECURITIES 19,184.00					VAR 11,914.00	05/24/2010
30,870.00		1088. NOBLE CORP PROPERTY TYPE: SECURITIES 41,300.00					10/06/2009 -10,430.00	06/09/2010
27,272.00		207. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 18,140.00					VAR 9,132.00	06/10/2010
16,598.00		419. COACH INC PROPERTY TYPE: SECURITIES 13,485.00					12/18/2007 3,113.00	06/24/2010
11,158.00		312. COACH INC PROPERTY TYPE: SECURITIES 10,041.00					12/18/2007 1,117.00	07/02/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
118,594.00		10626.694					VAR	07/13/2010
		HSBC INVESTOR INTL EQUITY FD PROPERTY TYPE: SECURITIES						
		167,457.00					-48,863.00	
21,133.00		644.					07/02/2010	07/14/2010
		CARNIVAL CORP PROPERTY TYPE: SECURITIES						
		19,733.00					1,400.00	
45,480.00		93.					VAR	07/14/2010
		GOOGLE INC-CL A PROPERTY TYPE: SECURITIES						
		37,823.00					7,657.00	
20,677.00		1223.					07/02/2010	07/15/2010
		TOLL BROS INC PROPERTY TYPE: SECURITIES						
		19,746.00					931.00	
28,257.00		746.					04/05/2010	07/26/2010
		UNDER ARMOUR-A PROPERTY TYPE: SECURITIES						
		23,052.00					5,205.00	
41,450.00		591.					07/14/2010	08/11/2010
		FREEPORT-MCMORAN COPPER & GOLD B PROPERTY TYPE: SECURITIES						
		38,004.00					3,446.00	
31,786.00		270.					07/21/2010	09/10/2010
		SALESFORCE.COM PROPERTY TYPE: SECURITIES						
		25,312.00					6,474.00	
30,323.00		1646.					07/02/2010	09/10/2010
		TOLL BROS INC PROPERTY TYPE: SECURITIES						
		26,575.00					3,748.00	
46,635.00		6605.512					VAR	09/28/2010
		HSBC INVESTOR MID CAP FD Y-TRUS PROPERTY TYPE: SECURITIES						
		31,263.00					15,372.00	
25,015.00		436.					05/10/2010	09/28/2010
		RALCORP HOLDINGS INC PROPERTY TYPE: SECURITIES						
		26,874.00					-1,859.00	
36,630.00		2257.					03/16/2010	09/28/2010
		TD AMERITRADE HOLDING CORP PROPERTY TYPE: SECURITIES						
		42,385.00					-5,755.00	

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31,006.00		684. UNDER ARMOUR-A PROPERTY TYPE: SECURITIES 21,136.00					04/05/2010 9,870.00	09/28/2010
36,145.00		2051. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 35,740.00					VAR 405.00	10/06/2010
9,114.00		803. BANK AMER CORP PROPERTY TYPE: SECURITIES 15,145.00					04/09/2010 -6,031.00	10/25/2010
13,869.00		271. CREE RESH INC PROPERTY TYPE: SECURITIES 14,383.00					VAR -514.00	10/26/2010
4,350.00		85. CREE RESH INC PROPERTY TYPE: SECURITIES 1,301.00					12/30/2008 3,049.00	10/26/2010
34,655.00		5596. REGIONS FINANCIAL CORP PROPERTY TYPE: SECURITIES 38,190.00					09/23/2009 -3,535.00	10/28/2010
28,713.00		779. GENERAL MLS INC PROPERTY TYPE: SECURITIES 27,821.00					01/15/2010 892.00	11/02/2010
33,702.00		538. BOEING CO PROPERTY TYPE: SECURITIES 27,292.00					09/11/2009 6,410.00	11/17/2010
2,955.00		64. ABBOTT LABS PROPERTY TYPE: SECURITIES 3,808.00					09/25/2008 -853.00	11/30/2010
8,131.00		26. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES 2,930.00					VAR 5,201.00	11/30/2010
3,075.00		69. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES 3,092.00					03/22/2010 -17.00	11/30/2010

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1,921.00		172. BANK AMER CORP PROPERTY TYPE: SECURITIES 3,244.00					04/09/2010	11/30/2010
							-1,323.00	
2,135.00		106. BRINKER INTL INC PROPERTY TYPE: SECURITIES 1,992.00					05/11/2010	11/30/2010
							143.00	
3,071.00		64. CAMERON INTERNATIONAL CORPORATION PROPERTY TYPE: SECURITIES 2,218.00					06/09/2010	11/30/2010
							853.00	
2,551.00		62. CARNIVAL CORP PROPERTY TYPE: SECURITIES 1,900.00					07/02/2010	11/30/2010
							651.00	
3,769.00		45. CATERPILLAR INC PROPERTY TYPE: SECURITIES 1,256.00					03/23/2009	11/30/2010
							2,513.00	
2,100.00		24. CERNER CORP PROPERTY TYPE: SECURITIES 2,045.00					05/03/2010	11/30/2010
							55.00	
3,978.00		49. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES 3,652.00					03/19/2010	11/30/2010
							326.00	
3,629.00		189. CISCO SYS INC PROPERTY TYPE: SECURITIES 5,296.00					05/04/2007	11/30/2010
							-1,667.00	
3,633.00		884. CITIGROUP INC PROPERTY TYPE: SECURITIES 4,039.00					04/09/2010	11/30/2010
							-406.00	
2,674.00		40. CITRIX SYS INC PROPERTY TYPE: SECURITIES 1,849.00					07/14/2010	11/30/2010
							825.00	
1,246.00		22. COACH INC PROPERTY TYPE: SECURITIES 708.00					12/18/2007	11/30/2010
							538.00	

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1,884.00		29. COGNIZANT TECHNOLOGY SOLUTIONS CORP PROPERTY TYPE: SECURITIES 1,908.00					11/02/2010 -24.00	11/30/2010
3,914.00		51. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES 2,364.00					VAR 1,550.00	11/30/2010
2,682.00		79. CORPORATE OFFICE PROPERTIES TRUST PROPERTY TYPE: SECURITIES 3,012.00					01/22/2010 -330.00	11/30/2010
2,978.00		46. CREE RESH INC PROPERTY TYPE: SECURITIES 704.00					12/30/2008 2,274.00	11/30/2010
5,070.00		118. DANAHER CORP PROPERTY TYPE: SECURITIES 4,855.00					11/15/2007 215.00	11/30/2010
2,896.00		41. DEVON ENERGY CORPORATIOIN (NEW) PROPERTY TYPE: SECURITIES 2,975.00					01/15/2010 -79.00	11/30/2010
2,192.00		60. DISNEY WALT CO PROPERTY TYPE: SECURITIES 1,756.00					VAR 436.00	11/30/2010
3,266.00		70. DU PONT E I DE NEMOURS & CO PROPERTY TYPE: SECURITIES 2,656.00					04/01/2010 610.00	11/30/2010
3,193.00		61. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES 1,023.00					11/22/2006 2,170.00	11/30/2010
7,065.00		102. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 3,650.00					03/18/1999 3,415.00	11/30/2010
3,304.00		29. FRANKLIN RESOURCES INC. PROPERTY TYPE: SECURITIES 3,023.00					08/09/2010 281.00	11/30/2010

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4,828.00		305. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 4,819.00					02/09/2010 9.00	11/30/2010
1,935.00		55. GENERAL MLS INC PROPERTY TYPE: SECURITIES 1,964.00					01/15/2010 -29.00	11/30/2010
3,488.00		96. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES 4,301.00					03/13/2009 -813.00	11/30/2010
5,599.00		123. ITT INDS INC IND PROPERTY TYPE: SECURITIES 4,878.00					09/30/2004 721.00	11/30/2010
2,356.00		63. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 2,530.00					06/17/2008 -174.00	11/30/2010
4,434.00		72. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 4,648.00					09/19/2007 -214.00	11/30/2010
2,997.00		92. LEGG MASON INC PROPERTY TYPE: SECURITIES 2,964.00					11/02/2010 33.00	11/30/2010
2,984.00		134. LOWES COS INC PROPERTY TYPE: SECURITIES 4,125.00					12/13/2006 -1,141.00	11/30/2010
2,977.00		68. MCCORMICK & CO INC PROPERTY TYPE: SECURITIES 2,654.00					06/24/2010 323.00	11/30/2010
3,579.00		104. MERCK & CO INC PROPERTY TYPE: SECURITIES 3,934.00					12/22/2009 -355.00	11/30/2010
1,851.00		49. METLIFE INC PROPERTY TYPE: SECURITIES 1,964.00					06/10/2010 -113.00	11/30/2010

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,360.00		133. MICROSOFT CORP PROPERTY TYPE: SECURITIES 4,493.00					06/05/2000 -1,133.00	11/30/2010
2,841.00		48. MONSANTO CO PROPERTY TYPE: SECURITIES 2,746.00					09/10/2010 95.00	11/30/2010
2,016.00		40. NETAPP INC PROPERTY TYPE: SECURITIES 1,927.00					10/08/2010 89.00	11/30/2010
2,904.00		48. NORFOLK SOUTHN CORP PROPERTY TYPE: SECURITIES 2,849.00					09/14/2010 55.00	11/30/2010
4,497.00		51. OCCIDENTAL PETE CORP PROPERTY TYPE: SECURITIES 2,283.00					10/11/2006 2,214.00	11/30/2010
4,435.00		76. PEABODY ENERGY CORP PROPERTY TYPE: SECURITIES 3,984.00					10/26/2010 451.00	11/30/2010
3,091.00		48. PEPSICO INC PROPERTY TYPE: SECURITIES 2,899.00					12/21/2009 192.00	11/30/2010
1,560.00		96. PFIZER INC PROPERTY TYPE: SECURITIES 4,202.00					08/28/2000 -2,642.00	11/30/2010
4,639.00		51. PRAXAIR INC PROPERTY TYPE: SECURITIES 2,889.00					09/07/2006 1,750.00	11/30/2010
4,888.00		84. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES 3,138.00					07/07/2006 1,750.00	11/30/2010
3,674.00		60. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 3,357.00					12/15/2004 317.00	11/30/2010

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,810.00		61. RAYTHEON CO PROPERTY TYPE: SECURITIES 2,591.00				VAR	11/30/2010	219.00
4,464.00		100. SANDISK CORP PROPERTY TYPE: SECURITIES 4,099.00				05/03/2010	11/30/2010	365.00
3,571.00		47. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES 2,789.00				09/10/2010	11/30/2010	782.00
3,576.00		63. TARGET CORP PROPERTY TYPE: SECURITIES 3,375.00				02/14/2008	11/30/2010	201.00
1,169.00		14. 3M CO PROPERTY TYPE: SECURITIES 971.00				08/03/2006	11/30/2010	198.00
3,778.00		70. TRAVELERS COMPANIES INC PROPERTY TYPE: SECURITIES 2,725.00				06/09/2005	11/30/2010	1,053.00
2,910.00		39. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 2,162.00				01/20/2006	11/30/2010	748.00
3,214.00		88. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES 2,956.00				01/29/2010	11/30/2010	258.00
4,749.00		64. VISA INC-CLASS A PROPERTY TYPE: SECURITIES 4,900.00				05/14/2010	11/30/2010	-151.00
3,206.00		119. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES 3,821.00				05/14/2010	11/30/2010	-615.00
4,217.00		210. WEATHERFORD INTNTL LTD PROPERTY TYPE: SECURITIES 3,805.00				07/08/2009	11/30/2010	412.00

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross safe price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
23,351.00		280. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES 16,612.00					09/10/2010	12/13/2010
9,745.00		73. SPDR GOLD TRUST PROPERTY TYPE: SECURITIES 8,661.00					05/26/2010	12/17/2010
28,256.00		1321. WEATHERFORD INTNTL LTD PROPERTY TYPE: SECURITIES 22,967.00					VAR	12/17/2010
41,379.00		827. CAMERON INTERNATIONAL CORPORATION PROPERTY TYPE: SECURITIES 28,659.00					06/09/2010	12/20/2010
33,631.00		533. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES 19,909.00					07/07/2006	12/20/2010
27,927.00		555. SANDISK CORP PROPERTY TYPE: SECURITIES 22,752.00					05/03/2010	12/23/2010
		CAPITAL GAIN DISTRIBUTION					117.00	
		TOTAL GAIN (LOSS)					----- 164,309. =====	

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
RECOVERY OF GRANT FED TAX REFUND	6,000. 977.
TOTALS	----- 6,977. =====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAX	33.	709.
EST TAX 1ST QTR FYE 2010	233.	
EST TAX 2ND QTR FYE 2010	233.	
EST TAX 3RD QTR FYE 2010	233.	
EST TAX 4TH QTR FYE 2010	233.	
TOTALS	965.	709.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CTF EXPENSE			
NYS FILING FEE	250.	1,028.	250.
	-----	-----	-----
TOTALS	=====	=====	=====

22-2587484

FRED AND FLOY WILLMOTT FOUNDATION 14-217520

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENTS	2,297,110.	2,049,101.	2,642,593.
TOTALS	2,297,110.	2,049,101.	2,642,593.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENTS	C	2,183,898.	2,276,428.	2,455,782.
TOTALS		2,183,898.	2,276,428.	2,455,782.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

NY

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

HSBC BANK USA

ADDRESS:

PO BOX 4203

BUFFALO, NY 14240

TITLE:

CO-TRUSTEE

COMPENSATION 55,634.

OFFICER NAME:

REV JOHN D COOKE

ADDRESS:

641 STOLLE ROAD

ELMA, NY 14059-9360

TITLE:

CO-TRUSTEE

COMPENSATION 10,121.

TOTAL COMPENSATION: 65,755.

=====

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
=====

EMPLOYEE NAME:
NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
=====

NAME:
NONE

RECIPIENT NAME:
HOPE HALL
ADDRESS:
1612 BUFFALO ROAD
ROCHESTER, NY 14624
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
UNIVERSITY OF ROCHESTER
SCHOOL OF MEDICINE
ADDRESS:
BOX 270012
ROCHESTER, NY 14627-0012
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EASTMAN THEATRE EXPANSION PROJECT
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
HOUSE OF MERCY
ADDRESS:
725 HUDSON AVENUE
ROCHESTER, NY 14621
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 14,000.

RECIPIENT NAME:
BORINQUENE DANCE THEATRE, INC
ADDRESS:
PO BOX 10493
ROCHESTER, NY 14610
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
NATIONAL KIDNEY FDT OF UPSTATE NY
ADDRESS:
15 PRINCE STREET
ROCHESTER, NY 14607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
CALVARY ST. ANDREWS
ADDRESS:
68 ASHLAND STREET
ROCHESTER, NY 14620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
CHRIST UNITED METHODIST CHURCH
ADDRESS:
350 SARATOGA ROAD
SNYDER, NY 14226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
GENESEE CENTER FOR ARTS
AND EDUCATION
ADDRESS:
713 MONROE AVENUE
ROCHESTER, NY 14607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
NATIONAL ALLIANCE ON MENTAL ILLNESS
NAMI ROCHESTER, MS PATRICIA SINE
ADDRESS:
320 N. GOODMAN STREET, SUITE 102
ROCHESTER, NY 14607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
WEBSTER CHRISTIAN SCHOOL
ADDRESS:
675 HOLT ROAD
WEBSTER, NY 14580
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
RESEARCH FOUNDATION SUNY-BROCKPORT
ADDRESS:
350 NEW CAMPUS DRIVE
BROCKPORT, NY 14420
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
LANDMARK SOCIETY OF WNY
ADDRESS:
133 S. FITZHUGH STREET
ROCHESTER, NY 14608-2204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
NATIONAL ALLIANCE ON MENTAL ILLNESS
NAMI ROCHESTER, MS PATRICIA SINE
ADDRESS:
320 N. GOODMAN STREET, SUITE 102
ROCHESTER, NY 14607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ROCHESTER YOUNG SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
AUSANGATE CREATIONS
ADDRESS:
681 SOUTH AVENUE
ROCHESTER, NY 14620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
SUSAN B ANTHONY HOUSE
ADDRESS:
17 MADISON ST
ROCHESTER, NY 14608
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ROCHESTER FRIENDLY HOME
ADDRESS:
3156 EAST AVE.
ROCHESTER, NY 14618
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
WRITERS AND BOOKS
ADDRESS:
740 UNIVERSITY AVENUE
ROCHESTER, NY 14607-1259
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
EMPIRE STATE COLLEGE
FOUNDATION
ADDRESS:
28 UNION AVE
SARASOTA SPRINGS, NY 12866-4390
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

WILSON COMMENCEMENT
PARK

ADDRESS:

251 JOSEPH AVENUE
ROCHESTER, NY 14605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501 (c) (3) PUBLIC CHARITY

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

ALDERGATE UNITED
METHODIST CHURCH

ADDRESS:

4115 DEWEY AVENUE
ROCHESTER, NY 14616

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501 (c) (3) PUBLIC CHARITY

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

ST JOHN FISHER COLLEGE

ADDRESS:

3690 EAST AVENUE
ROCHESTER, NY 14618

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501 (c) (3) PUBLIC CHARITY

AMOUNT OF GRANT PAID 3,500.

=====

RECIPIENT NAME:
GRACE URBAN MINISTRIES
ADDRESS:
858 DEWEY AVENUE
ROCHESTER, NY 14613-2097
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
PARTNERS IN COMMUNITY
DEVELOPMENT
ADDRESS:
45 MAXSON STREET
ROCHESTER, NY 14609
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ARTS & CULTURAL COUNCIL
FOR GREATER ROCHESTER
ADDRESS:
277 NORTH GOODMAN STREET
ROCHESTER, NY 14607-1511
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
THE ASSOCIATION FOR THE BLIND
ADDRESS:
422 SOUTH CLINTON AVE.
ROCHESTER, NY 14620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
URBAN LEAGUE OF ROCHESTER, INC.
ADDRESS:
265 N. CLINTON AVENUE
ROCHESTER, NY 14605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
EAST HOUSE
ADDRESS:
1701 LAC DEVILLE BLVD
ROCHESTER, NY 14618-5663
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
COURT APPOINTED SPECIAL ADV-CASA
HALL OF JUSTICE-FAMILY COURT
ADDRESS:
ROOM 332
ROCHESTER, NY 14614
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
LEROY CHRISTIAN COMMUNITY
PROJECT
ADDRESS:
124 E MAIN STREET
LEROY, NY 14482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
ROCHESTER PRESBYTERIAN HOME
ADDRESS:
256 THURSTON ROAD
ROCHESTER, NY 14619
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
WESTSIDE HEALTH SERVICES
WOODWARD HEALTH CENTER
ADDRESS:
480 GENESEE STREET
ROCHESTER, NY 14611
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NORTH CHILI UNITED METHODIST CHURCH
ADDRESS:
2200 WESTSIDE DRIVE
ROCHESTER, NY 14624
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
NORTHEASTERN SEMINARY
ADDRESS:
2265 WESTSIDE DRIVE
ROCHESTER, NY 14624
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
ARC OF MONROE COUNTY
ADDRESS:
985 ELMWOOD AVENUE
ROCHESTER, NY 14620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
GRACE COMMUNITY VILLAGE, INC.
ADDRESS:
121 DRIVING PARK AVENUE
ROCHESTER, NY 14613
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
ST PAUL'S EVANGELICAL LUTHER CHURCH
ADDRESS:
234 BAY STREET
ROCHESTER, NY 14605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
HERITAGE CHRISTIAN SERVICES INC.
ADDRESS:
349 WEST COMMERCIAL ST., STE 2795
EAST ROCHESTER, NY 14445
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:
ROCHESTER CHILDREN'S THEATRE INC
NAZARETH COLLEGE ARTS CENTER
ADDRESS:
4245 EAST AVENUE
ROCHESTER, NY 14607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
LUTHERAN CHURCH OF THE
INCARNATE WORD
ADDRESS:
597 EAST AVENUE
ROCHESTER, NY 14607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
CHILDREN AWAITING PARENTS, INC.
ADDRESS:
595 BLOSSOM ROAD, SUITE 306
ROCHESTER, NY 14610
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
MONROE #1 BOCES
EDUCATIONAL FDT INC
ADDRESS:
41 O'CONNOR ROAD
FAIRPORT, NY 14450
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ADVOCACY CENTER, INC.
ADDRESS:
590 SOUTH AVENUE
ROCHESTER, NY 14620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
LAKESIDE FOUNDATION
ADDRESS:
156 WEST AVENUE
BROCKPORT, NY 14420
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
ROCHESTER CITY SCHOOL DISTRICT
ADDRESS:
131 W. BROAD STREET
ROCHESTER, NY 14614
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
GENESEE AREA CAMPUS MINISTRIES
UNIVERSITY OF ROCHESTER
ADDRESS:
320 WILSON BOULEVARD
ROCHESTER, NY 14627
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
CAMERON COMMUNITY MINISTRIES
ADDRESS:
48 CAMERON STREET
ROCHESTER, NY 14606
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
CENTER FOR YOUTH
ADDRESS:
905 MONROE AVENUE
ROCHESTER, NY 14620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
GENESEE LAND TRUST
ADDRESS:
500 EAST AVENUE, SUITE 200
ROCHESTER, NY 14607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
JUDICIAL PROCESS
COMMISSION, INC.
ADDRESS:
285 ORMOND STREET
ROCHESTER, NY 14605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
ROCHESTER CITY BALLET
ADDRESS:
1326 UNIVERSITY AVENUE
ROCHESTER, NY 14607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PETER AND WOLF PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
EPISCOPAL SENIOR LIFE
COMMUNITIES
ADDRESS:
505 MOUNT HOPE AVENUE
ROCHESTER, NY 14613
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,620.

RECIPIENT NAME:
HOCHSTEIN SCHOOL OF MUSIC
ATTN: MARGARET QUACKENBUSH
ADDRESS:
50 N. PLYMOUTH AVE.
ROCHESTER, NY 14614
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
MENTAL HEALTH ASSOCIATION
OF ROCHESTER-MONROE COUNTY
ADDRESS:
320 NORTH GOODMAN STREET
ROCHESTER, NY 14607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
ROCHESTER HEARING & SPEECH
CENTER
ADDRESS:
1000 ELMWOOD AVENUE SUITE 400
ROCHESTER, NY 14620-3092
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
HORIZONS AT HARLEY SCHOOL
ADDRESS:
1981 CLOVER STREET
ROCHESTER, NY 14618
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,200.

RECIPIENT NAME:
COMMUNITY FOOD CUPBOARD
ROCHESTER
ADDRESS:
253 N. CLINTON AVENUE
ROCHESTER, NY 14604
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
ST LUKE & ST. SIMON EPISCOPAL
CHURCH
ADDRESS:
17 S. FITZBURGH STREET
ROCHESTER, NY 14614
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501 (c) (3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
SCARLET THREAD MINISTRIES
ADDRESS:
32 MILL STREET
SODUS, NY 14551
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
HUMANE SOCIETY OF GREATER ROCHESTER
ROCHESTER P.C.A. INC.
ADDRESS:
99 VICTOR ROAD
FAIRPORT, NY 14450
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
501(c)(3) PUBLIC CHARITY
AMOUNT OF GRANT PAID 6,000.

TOTAL GRANTS PAID: 256,820.
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