Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
MONSWEAG FOUNDATION

A Employer identification number
22-3887737

Number and street (or P O box number if mail is not delivered to street address) Room/suite
194 SIMON WILLARD ROAD

B Telephone number
(617) 422-8211

City or town, state, and ZIP code
CONCORD, MA 01742

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

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 3,867,533.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis)

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))

		(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	8,800.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	22,678.	22,678.		STATEMENT 1
	4 Dividends and interest from securities	76,081.	76,081.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-12,254.			
	b Gross sales price for all assets on line 6a 349,237.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	-2,161.	-2,161.		STATEMENT 3
	12 **Total** Add lines 1 through 11	93,144.	96,598.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	8,800.	0.		0.
	c Other professional fees STMT 5	20,348.	20,348.		0.
	17 Interest				
	18 Taxes STMT 6	1,331.	1,331.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	999.	0.		70.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	31,478.	21,679.		70.
	25 Contributions, gifts, grants paid	195,000.			195,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	226,478.	21,679.		195,070.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-133,334.			
	b **Net investment income** (if negative, enter -0-)		74,919.		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	74,273.	88,518.	88,518.
	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			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 8	1,684,747.	1,604,532.	1,681,949.
	c Investments - corporate bonds STMT 9	1,416,382.	1,358,369.	1,444,261.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	641,785.	632,434.	652,805.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	3,817,187.	3,683,853.	3,867,533.
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 ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	3,817,187.	3,683,853.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	3,817,187.	3,683,853.	
	31 Total liabilities and net assets/fund balances	3,817,187.	3,683,853.	

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	3,817,187.
2 Enter amount from Part I, line 27a	2	-133,334.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,683,853.
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	3,683,853.

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				
b	SEE ATTACHED STATEMENT			
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	349,237.		361,491.	-12,254.

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				-12,254.

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 — -12,254.

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	340,140.	3,476,925.	.097828
2008	341,570.	4,364,328.	.078264
2007	347,570.	4,887,960.	.071107
2006	355,070.	4,832,847.	.073470
2005	480,070.	4,743,177.	.101213

2	**Total** of line 1, column (d)	2	.421882
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	.084376
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,702,840.
5	Multiply line 4 by line 3	5	312,431.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	749.
7	Add lines 5 and 6	7	313,180.
8	Enter qualifying distributions from Part XII, line 4	8	195,070.

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

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	1,498.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	1,498.
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	1,498.
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1,756.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	1,756.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached		8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	258.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 258. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
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? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JOHN A. WEBSTER, JR. Telephone no ▶ (617) 422-8211

Located at ▶ 194 SIMON WILLARD ROAD, CONCORD, MA ZIP+4 ▶ 01742

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

			Yes	No
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		X
	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________				
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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*	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

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			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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
ANN S. WEBSTER 194 SIMON WILLARD ROAD CONCORD, MA 01742	TRUSTEE 0.00	0.	0.	0.
JOHN A. WEBSTER, JR. 194 SIMON WILLARD ROAD CONCORD, MA 01742	TRUSTEE 0.00	0.	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

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.

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	3,622,929.
b	Average of monthly cash balances	1b	136,299.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,759,228.
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	3,759,228.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	56,388.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,702,840.
6	**Minimum investment return** Enter 5% of line 5	6	185,142.

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	185,142.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 1,498.		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,498.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	183,644.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	183,644.
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	183,644.

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	195,070.
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	195,070.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	195,070.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				183,644.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005 253,269.				
b From 2006 119,431.				
c From 2007 119,868.				
d From 2008 126,471.				
e From 2009 168,038.				
f Total of lines 3a through e	787,077.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 195,070.				
a Applied to 2009, but not more than line 2a			0.	
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				183,644.
e Remaining amount distributed out of corpus	11,426.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	798,503.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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	253,269.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	545,234.			
10 Analysis of line 9				
a Excess from 2006 119,431.				
b Excess from 2007 119,868.				
c Excess from 2008 126,471.				
d Excess from 2009 168,038.				
e Excess from 2010 11,426.				

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)

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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 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))

SEE STATEMENT 11

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 ▶ [X] 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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 12				
Total			▶ 3a	195,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion 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	22,678.	
4 Dividends and interest from securities			14	76,081.	
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			14	-2,161.	
8 Gain or (loss) from sales of assets other than inventory			18	-12,254.	
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.		84,344.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 84,344.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Susan M Delgado		5/12/11		

Firm's name ▶ WTAS LLC | Firm's EIN ▶

Firm's address ▶ 125 HIGH STREET, 16TH FLOOR BOSTON, MA 02110 | Phone no (617) 292-8400

023622 03-04-11

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	GOLDMAN SACHS 38662 - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
b	GOLDMAN SACHS 38662 - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
c	GOLDMAN SACHS 46412 - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
d	GOLDMAN SACHS 46412 - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
e	NON US EQUITY PORTFOLIO MANAGERS: PORTFOLIO 4 LLC	P	VARIOUS	VARIOUS
f	NON US EQUITY PORTFOLIO MANAGERS: PORTFOLIO 4 LLC	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
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	48,359.		46,440.	1,919.
b	110,876.		126,653.	-15,777.
c	8,177.		8,599.	-422.
d	181,613.		163,550.	18,063.
e	212.			212.
f			16,249.	-16,249.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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				1,919.
b				-15,777.
c				-422.
d				18,063.
e				212.
f				-16,249.
g				
h				
i				
j				
k				
l				
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	-12,254.
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

REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	1,918 84	Net Long Term Gains (Losses)	(15 776 64)	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**1,918.84**	**Total Long Term Gains (Losses)**	**(15,776.64)**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	11/23/2009	09/03/2010	3,521 13	35,000.00	0 00	33,415.50	1,584.50
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	08/31/2010	09/03/2010	127 12	1,263 62	0 00	1,272 51	(8.89)
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	03/31/2010	09/03/2010	170 16	1,691 40	0 00	1,628 44	62 96
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	04/30/2010	09/03/2010	168 92	1,679.02	0 00	1,633 41	45.61
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	05/28/2010	09/03/2010	158 74	1,577 85	0 00	1,536 57	41 28
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	06/30/2010	09/03/2010	142 52	1,416 62	0 00	1,396 67	19 95
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	07/30/2010	09/03/2010	134 14	1,333 38	0 00	1,325.33	8 05
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	11/30/2009	09/03/2010	111 73	1,110 59	0 00	1,065 89	44 70
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	01/29/2010	09/03/2010	165 37	1,643 74	0 00	1,580 90	62 84
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	02/26/2010	09/03/2010	165.26	1,642.72	0 00	1,584 88	57 84
NET SHORT TERM GAINS (LOSSES)				**48,358.94**	**0.00**	**46,440.10**	**1,918.84**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
GOLDMAN SACHS GLOBAL INCOME IN MUTUAL FUND CLASS I (38141W737)	07/15/2003	04/05/2010	119 90	1,525 18	0 00	1,763.60	(238 42)
GOLDMAN SACHS GLOBAL INCOME IN MUTUAL FUND CLASS I (38141W737)	07/31/2003	04/05/2010	41 41	526 70	0 00	601 58	(74 88)
GOLDMAN SACHS GLOBAL INCOME IN MUTUAL FUND CLASS I (38141W737)	08/06/2003	04/05/2010	2,983 34	37,948 12	0 00	43,225 03	(5,276 90)
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	10/08/2008	09/03/2010	4 28	42 55	0 00	37 76	4 80
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	12/15/2008	09/03/2010	59 35	589 89	0 00	931 76	(341 87)
GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I (38141W810)	12/15/2008	09/03/2010	15.27	151 81	0 00	239.79	(87.98)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
GOLDMAN SACHS LARGE CAP VALUE CLASS I (38142Y773)	12/27/2005	11/04/2010	963 54	11,100 00	0 00	12,381 51	(1,281 51)
GOLDMAN SACHS LARGE CAP VALUE CLASS I (38142Y773)	12/13/2007	11/04/2010	63 86	735 70	0 00	894 08	(158 38)
GOLDMAN SACHS LARGE CAP VALUE CLASS I (38142Y773)	12/13/2007	11/04/2010	714 16	8,227.11	0 00	9,998.23	(1,771.12)
GOLDMAN SACHS SMALL CAP VALUE CLASS I (38142V209)	12/08/2005	11/04/2010	61 14	2,373 53	0 00	2,591 83	(218 30)
GOLDMAN SACHS SMALL CAP VALUE CLASS I (38142V209)	12/08/2005	11/04/2010	558 82	21,693 28	0 00	23,688 24	(1,994.96)
GOLDMAN SACHS SMALL CAP VALUE CLASS I (38142V209)	12/12/2006	11/04/2010	15 71	609.98	0 00	716 20	(106 22)
GOLDMAN SACHS SMALL CAP VALUE CLASS I (38142V209)	12/12/2006	11/04/2010	90 41	3,509 60	0 00	4,120 75	(611.15)
GOLDMAN SACHS SMALL CAP VALUE CLASS I (38142V209)	12/12/2006	11/04/2010	507 28	19,692 61	0 00	23,121 83	(3,429 22)
GOLDMAN SACHS SMALL CAP VALUE CLASS I (38142V209)	12/10/2004	11/04/2010	55 38	2,150 00	0 00	2,340 53	(190 53)
NET LONG TERM GAINS (LOSSES)				**110,876.06**	**0.00**	**126,652.72**	**(15,776.64)**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	(421 51)	Net Long Term Gains (Losses)	18,062 92	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**(421.51)**	**Total Long Term Gains (Losses)**	**18,062.92**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
GILEAD SCIENCES CMN (375558103)	01/19/2010	09/07/2010	16 00	536 59	0.00	741 62	(205 03)
GILEAD SCIENCES CMN (375558103)	02/12/2010	09/07/2010	30 00	1,006 10	0 00	1,389.42	(383 32)
GILEAD SCIENCES CMN (375558103)	04/23/2010	09/07/2010	24 00	804 88	0 00	987 91	(183 03)
SYMANTEC CORP CMN (871503108)	10/30/2009	09/27/2010	58 00	894 61	0 00	1,021 35	(126 74)
APOLLO GROUP CLASS A COMMON STOCK (037604105)	09/10/2010	11/05/2010	31 00	1,142 33	0 00	1,472 31	(329 98)
POLYCOM INC CMN (73172K104)	09/07/2010	11/05/2010	109 00	3,792 73	0 00	2,986 14	806 59
NET SHORT TERM GAINS (LOSSES)				**8,177.24**	**0.00**	**8,598.75**	**(421.51)**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
APPLE, INC CMN (037833100)	11/05/2007	01/19/2010	7 00	1,496.41	0 00	1,303 89	192 52
EOG RESOURCES INC CMN (26875P101)	03/06/2008	01/19/2010	10 00	969 30	0 00	1,196 21	(226 91)
GOOGLE, INC CMN CLASS A (38259P508)	03/22/2006	01/19/2010	1 00	585 84	0 00	342 99	242 86
VISA INC CMN CLASS A (92826C839)	03/27/2008	01/19/2010	8 00	700 67	0 00	509 84	190 84
VISA INC CMN CLASS A (92826C839)	04/01/2008	01/19/2010	25 00	2,189 61	0 00	1,538.65	650 95
UNITED PARCEL SERVICE, INC CLASS B COMMON STOCK (911312106)	12/29/2005	02/08/2010	59 00	3,360 70	0 00	4,534 74	(1,174 04)
WEIGHT WATCHERS INTERNATIONAL, INC CMN (948626106)	08/17/2006	02/08/2010	18 00	513 17	0 00	765 26	(252.09)
WEIGHT WATCHERS INTERNATIONAL, INC CMN (948626106)	08/18/2006	02/08/2010	26 00	741 25	0 00	1,109 83	(368 58)
WEIGHT WATCHERS INTERNATIONAL, INC CMN (948626106)	08/21/2006	02/08/2010	8 00	228 08	0 00	339 35	(111.27)
EXPEDITORS INTL WASH INC CMN (302130109)	12/29/2005	02/12/2010	50 00	1,640 76	0 00	1,732 75	(91 99)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
UNITED PARCEL SERVICE, INC CLASS B COMMON STOCK (911312106)	12/29/2005	02/12/2010	112 00	6,278 89	0 00	8,608 32	(2,329 43)
EXPEDITORS INTL WASH INC CMN (302130109)	12/29/2005	02/16/2010	51 00	1,727.71	0 00	1,767 41	(39 70)
WEIGHT WATCHERS INTERNATIONAL, INC CMN (948626106)	05/22/2007	02/16/2010	15 00	434 69	0 00	777.93	(343 24)
WEIGHT WATCHERS INTERNATIONAL, INC CMN (948626106)	05/23/2007	02/16/2010	34 00	985 30	0 00	1,799 84	(814 54)
WEIGHT WATCHERS INTERNATIONAL, INC CMN (948626106)	05/24/2007	02/16/2010	36 00	1,043 26	0 00	1,880 58	(837 32)
UNITED PARCEL SERVICE, INC CLASS B COMMON STOCK (911312106)	02/01/2006	02/19/2010	18.00	1,041 27	0 00	1,339.65	(298 38)
UNITED PARCEL SERVICE, INC CLASS B COMMON STOCK (911312106)	08/03/2006	02/19/2010	25 00	1,446 21	0 00	1,700 67	(254 46)
UNITED PARCEL SERVICE, INC CLASS B COMMON STOCK (911312106)	08/03/2006	03/08/2010	11 00	655 92	0 00	748 29	(92.37)
UNITED PARCEL SERVICE, INC CLASS B COMMON STOCK (911312106)	02/13/2007	03/08/2010	34 00	2,027 39	0 00	2,516.70	(489.31)
CME GROUP INC CMN CLASS A (12572Q105)	06/12/2007	04/08/2010	1.00	312 57	0 00	551.62	(239 05)
INTUIT INC CMN (461202103)	12/29/2005	04/08/2010	52 00	1,780 38	0 00	1,398 28	382 10
THE BANK OF NY MELLON CORP CMN (064058100)	10/15/2008	04/08/2010	38 00	1,196 81	0 00	1,188 87	7 94
VISA INC. CMN CLASS A (92826C839)	04/01/2008	04/08/2010	1.00	91 27	0 00	61.55	29 72
ALLERGAN INC CMN (018490102)	12/29/2005	04/23/2010	26 00	1,613 60	0 00	1,415.66	197 94
PRAXAIR, INC CMN SERIES (74005P104)	12/29/2005	05/12/2010	21 00	1,696 31	0 00	1,131.80	564.52
TERADATA CORPORATION CMN (88076W103)	10/11/2007	05/13/2010	20 00	663 22	0 00	539.46	123.76
PRAXAIR, INC CMN SERIES (74005P104)	12/29/2005	05/17/2010	65 00	5,073 62	0 00	3,503 18	1,570.45
PRAXAIR, INC CMN SERIES (74005P104)	12/29/2005	05/19/2010	33 00	2,514 25	0 00	1,778 54	735 72
PRAXAIR, INC CMN SERIES (74005P104)	12/29/2005	05/20/2010	34 00	2,553 07	0 00	1,832 43	720 64
VERISIGN INC CMN (92343E102)	05/15/2008	06/04/2010	27 00	770 16	0 00	1,095 94	(325 78)
VERISIGN INC CMN (92343E102)	05/30/2008	06/04/2010	6 00	171 15	0 00	239 99	(68 84)
VERISIGN INC CMN (92343E102)	06/02/2008	06/04/2010	11 00	313 77	0 00	433 13	(119 36)
WALGREEN CO CMN (931422109)	12/29/2005	06/17/2010	51 00	1,490 44	0 00	2,257 26	(766 82)
GILEAD SCIENCES CMN (375558103)	02/26/2009	08/06/2010	51 00	1,823 64	0 00	2,501.09	(677.45)
GILEAD SCIENCES CMN (375558103)	02/26/2009	08/09/2010	52 00	1,864 04	0 00	2,550 13	(686.09)
GILEAD SCIENCES CMN (375558103)	03/02/2009	08/09/2010	8 00	286 78	0 00	352.85	(66 07)
GILEAD SCIENCES CMN (375558103)	03/02/2009	08/31/2010	15 00	478 82	0 00	661 59	(182 77)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such New tax legislation effective 1/1/2011 will govern the manner in which we report tax basis information to you The information in this statement is not yet determined pursuant to such new legislation

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
GILEAD SCIENCES CMN (375558103)	03/11/2009	08/31/2010	27 00	861 87	0 00	1,194 24	(332 37)
GILEAD SCIENCES CMN (375558103)	03/17/2009	08/31/2010	24 00	766 11	0 00	1,081.70	(315.59)
GILEAD SCIENCES CMN (375558103)	04/23/2009	08/31/2010	41 00	1,308 77	0 00	1,875.93	(567 16)
GILEAD SCIENCES CMN (375558103)	07/06/2009	08/31/2010	27 00	861 88	0 00	1,234.12	(372.25)
GILEAD SCIENCES CMN (375558103)	07/24/2009	08/31/2010	15 00	478 82	0 00	721.18	(242 36)
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	09/04/2007	08/31/2010	3 00	95 11	0 00	151.74	(56.63)
SYMANTEC CORP CMN (871503108)	04/09/2009	09/01/2010	82 00	1,144 32	0 00	1,409 16	(264 84)
SYMANTEC CORP CMN (871503108)	04/15/2009	09/01/2010	274 00	3,823 69	0 00	4,463 57	(639 88)
GILEAD SCIENCES CMN (375558103)	07/24/2009	09/07/2010	68 00	2,280 49	0 00	3,269 36	(988.87)
NOVO-NORDISK A/S ADR ADR CMN (670100205)	03/04/2009	09/07/2010	42 00	3,677 12	0 00	1,957 72	1,719 40
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	09/04/2007	09/10/2010	27 00	916 01	0 00	1,365 64	(449 63)
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	03/14/2008	09/10/2010	84 00	2,849 79	0 00	3,133 40	(283 61)
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	03/17/2008	09/10/2010	7 00	237 48	0 00	250 00	(12 52)
SYMANTEC CORP CMN (871503108)	04/15/2009	09/16/2010	32 00	476 88	0 00	521 29	(44 42)
SYMANTEC CORP CMN (871503108)	04/23/2009	09/16/2010	87 00	1,296 51	0 00	1,490 60	(194.09)
SYMANTEC CORP CMN (871503108)	05/26/2009	09/16/2010	56 00	834 53	0 00	816 93	17 61
TERADATA CORPORATION CMN (88076W103)	10/11/2007	09/21/2010	50 00	1,869 60	0 00	1,348.65	520 95
PRICELINE.COM INC CMN (741503403)	09/21/2009	09/23/2010	11 00	3,704 29	0 00	1,812 45	1,891 84
APPLE, INC. CMN (037833100)	11/05/2007	09/27/2010	8 00	2,350 05	0 00	1,490 16	859 89
APPLE, INC CMN (037833100)	11/13/2007	09/27/2010	3 00	881 27	0 00	502 66	378 61
GOOGLE, INC. CMN CLASS A (38259P508)	03/22/2006	09/27/2010	3.00	1,607 21	0 00	1,028.96	578 26
NOVO-NORDISK A/S ADR ADR CMN (670100205)	03/04/2009	09/27/2010	19 00	1,821 24	0 00	885 64	935 60
SYMANTEC CORP CMN (871503108)	05/26/2009	09/27/2010	41 00	632 39	0 00	598 11	34.29
SYMANTEC CORP CMN (871503108)	07/06/2009	09/27/2010	80 00	1,233 94	0 00	1,233 46	0.48
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	03/17/2008	09/27/2010	22 00	778 65	0 00	785 71	(7 06)
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	03/02/2009	09/27/2010	91 00	3,220 79	0 00	1,628 05	1,592 74
NIKE CLASS-B CMN CLASS B (654106103)	04/01/2009	09/28/2010	18 00	1,438.70	0 00	845.82	592.88

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

REALIZED GAINS AND LOSSES (Continued)

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LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
PRICELINE COM INC CMN (741503403)	09/21/2009	09/28/2010	7 00	2,408 34	0 00	1,153.38	1,254 96
VERISIGN INC CMN (92343E102)	06/02/2008	09/28/2010	39 00	1,225 78	0 00	1,535 63	(309 85)
VERISIGN INC CMN (92343E102)	06/23/2008	09/28/2010	70 00	2,200 11	0.00	2,744 41	(544.29)
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	03/02/2009	09/29/2010	12 00	421 20	0 00	214 69	206 51
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	03/11/2009	09/29/2010	52 00	1,825 18	0 00	989 05	836 13
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	04/23/2009	09/29/2010	52 00	1,825.18	0 00	1,185.56	639 62
TERADATA CORPORATION CMN (88076W103)	10/11/2007	10/18/2010	12 00	459 46	0 00	323.68	135 78
TERADATA CORPORATION CMN (88076W103)	10/19/2007	10/18/2010	29 00	1,110 35	0 00	804.38	305 98
TERADATA CORPORATION CMN (88076W103)	10/19/2007	10/19/2010	22 00	819 04	0.00	610 22	208 82
ADOBE SYSTEMS INC CMN (00724F101)	05/01/2009	11/05/2010	100 00	2,949 95	0 00	2,746.69	203 26
ALLERGAN INC CMN (018490102)	12/29/2005	11/05/2010	68 00	4,920 39	0 00	3,702 49	1,217 90
APPLE, INC. CMN (037833100)	11/13/2007	11/05/2010	13 00	4,144 59	0 00	2,178.18	1,966 41
APPLE, INC CMN (037833100)	12/31/2007	11/05/2010	3 00	956 44	0 00	598 81	357 64
CME GROUP INC CMN CLASS A (12572Q105)	02/08/2008	11/05/2010	8 00	2,391 24	0 00	4,135 94	(1,744 71)
CME GROUP INC CMN CLASS A (12572Q105)	06/12/2007	11/05/2010	3 00	896 71	0 00	1,654 87	(758 16)
EOG RESOURCES INC CMN (26875P101)	03/06/2008	11/05/2010	14 00	1,228 05	0 00	1,674 70	(446 65)
EXPEDITORS INTL WASH INC CMN (302130109)	12/29/2005	11/05/2010	73 00	3,808 34	0 00	2,529 81	1,278 53
GOOGLE, INC CMN CLASS A (38259P508)	03/22/2006	11/05/2010	4 00	2,493 00	0 00	1,371 94	1,121 06
GOOGLE, INC CMN CLASS A (38259P508)	05/02/2006	11/05/2010	4 00	2,493 00	0 00	1,567 41	925 59
INTERCONTINENTALEXCHANGE INC CMN (45865V100)	10/26/2006	11/05/2010	21 00	2,446 03	0 00	1,788 64	657 40
INTERCONTINENTALEXCHANGE INC CMN (45865V100)	11/07/2006	11/05/2010	11 00	1,281 26	0 00	972 63	308 62
INTUIT INC CMN (461202103)	12/29/2005	11/05/2010	63 00	3,042 21	0 00	1,694 07	1,348 14
LOWES COMPANIES INC CMN (548661107)	10/28/2009	11/05/2010	54 00	1,211 19	0 00	1,062.74	148 45
MASTERCARD INCORPORATED CMN CLASS A (57636Q104)	02/05/2008	11/05/2010	11.00	2,823 54	0.00	2,328.66	494.88
MASTERCARD INCORPORATED CMN CLASS A (57636Q104)	02/08/2008	11/05/2010	2 00	513 37	0 00	405 79	107 58
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	01/30/2009	11/05/2010	106 00	6,243 29	0 00	4,795 11	1,448 18
NIKE CLASS-B CMN CLASS B (654106103)	04/01/2009	11/05/2010	27 00	2,265.53	0 00	1,268.73	996 80

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NOVO-NORDISK A/S ADR ADR CMN (670100205)	03/04/2009	11/05/2010	27 00	2,796 07	0 00	1,258 54	1,537.54
PRICELINE COM INC CMN (741503403)	09/24/2009	11/05/2010	9 00	3,455 31	0 00	1,436 87	2,018 44
PRICELINE.COM INC CMN (741503403)	09/30/2009	11/05/2010	4 00	1,535.69	0 00	653 84	881 85
QUALCOMM INC CMN (747525103)	12/29/2005	11/05/2010	64 00	3,090 82	0 00	2,817 92	272 90
SYNGENTA AG SPONSORED ADR CMN (87160A100)	02/27/2009	11/05/2010	37 00	2,167.79	0 00	1,588 20	579 59
SYNGENTA AG SPONSORED ADR CMN (87160A100)	03/03/2009	11/05/2010	4 00	234 36	0 00	161.98	72.37
TERADATA CORPORATION CMN (88076W103)	10/19/2007	11/05/2010	60 00	2,454 55	0 00	1,664 23	790.32
THE BANK OF NY MELLON CORP CMN (064058100)	10/15/2008	11/05/2010	37 00	1,037 09	0 00	1,157 58	(120.49)
VERISIGN INC CMN (92343E102)	06/23/2008	11/05/2010	13 00	457 72	0 00	509 68	(51.95)
VERISIGN INC CMN (92343E102)	07/15/2008	11/05/2010	91 00	3,204 05	0 00	3,087 62	116.43
VISA INC CMN CLASS A (92826C839)	04/01/2008	11/05/2010	15 00	1,199 68	0 00	923 19	276 49
VISA INC. CMN CLASS A (92826C839)	04/02/2008	11/05/2010	23 00	1,839 51	0 00	1,413 63	425.88
VISA INC CMN CLASS A (92826C839)	04/03/2008	11/05/2010	23 00	1,839 51	0 00	1,479.46	360 05
VISA INC CMN CLASS A (92826C839)	04/04/2008	11/05/2010	9 00	719 81	0 00	583.19	136.62
WALGREEN CO CMN (931422109)	12/29/2005	11/05/2010	83 00	2,970 51	0 00	3,673.58	(703.07)
NET LONG TERM GAINS (LOSSES)				**181,613.08**	**0.00**	**163,550.24**	**18,062.92**

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

SOURCE	AMOUNT
GOLDMAN SACHS 38662	22,531.
GOLDMAN SACHS 38662 - OID	1.
GOLDMAN SACHS 46412	17.
GOLDMAN SACHS 48883	129.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	22,678.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS 38662	51,469.	0.	51,469.
GOLDMAN SACHS 46412	5,318.	0.	5,318.
NON US EQUITY PORTFOLIO MANAGERS: PORTFOLIO 4 LLC	19,294.	0.	19,294.
TOTAL TO FM 990-PF, PART I, LN 4	76,081.	0.	76,081.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
SEC 988 GAINS (FROM K-1)	-388.	-388.	
OTHER INCOME (FROM K-1)	-1,773.	-1,773.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,161.	-2,161.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	8,800.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	8,800.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	19,470.	19,470.		0.
BOND AMORTIZATION	878.	878.		0.
TO FORM 990-PF, PG 1, LN 16C	20,348.	20,348.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	1,331.	1,331.		0.
TO FORM 990-PF, PG 1, LN 18	1,331.	1,331.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA FILING FEE	70.	0.		70.
NON DEDUCTIBLE EXPENSES	885.	0.		0.
RECLAIMABLE TAXES	44.	0.		0.
TO FORM 990-PF, PG 1, LN 23	999.	0.		70.

FORM 990-PF | CORPORATE STOCK | STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS - PUBLIC EQUITY	1,604,532.	1,681,949.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,604,532.	1,681,949.

FORM 990-PF | CORPORATE BONDS | STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS - FIXED INCOME	1,358,369.	1,444,261.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,358,369.	1,444,261.

FORM 990-PF | OTHER INVESTMENTS | STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS - ALTERNATIVE INVESTMENTS	COST	632,434.	652,805.
TOTAL TO FORM 990-PF, PART II, LINE 13		632,434.	652,805.

FORM 990-PF | PART XV - LINE 1A LIST OF FOUNDATION MANAGERS | STATEMENT 11

NAME OF MANAGER

ANN S. WEBSTER
JOHN A. WEBSTER, JR.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CHILDREN'S HOSPITAL BOSTON 300 LONGWOOD AVE BOSTON, MA 02115	N/A GENERAL	501 (C)(3)	100,000.
CONCORD MUSEUM PO BOX 146 200 LEXINGTON ROAD CONCORD, MA 01742	N/A GENERAL	501 (C)(3)	10,000.
EMERSON HEALTH CARE FOUNDATION, INC. 133 OLD ROAD TO NINE ACRE CENTER CONCORD, MA 01742	N/A GENERAL	501 (C)(3)	10,000.
NEW BEDFORD WHALING MUSEUM 18 JOHNNY CAKE HILL NEW BEDFORD, MA 02740	N/A GENERAL	501 (C)(3)	10,000.
THE HOME FOR LITTLE WANDERERS 271 HUNTINGTON AVE BOSTON, MA 02115	N/A GENERAL	501 (C)(3)	50,000.
LOUISA MAY ALCOTT'S ORCHARD HOUSE PO BOX 343 399 LEXINGTON ROAD CONCORD, MA 01742	N/A GENERAL	501 (C)(3)	10,000.
SAINT LUKE'S HOSPITAL 101 PAGE STREET NEW BEDFORD, MA 02740	N/A GENERAL	501 (C)(3)	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			195,000.