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Form 990-PF

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 01-01-2010, and ending 12-31-2010

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

THE BENSON FAMILY CHARITABLE TRUST
C/O LEVINE KATZ NANNIS SOLOMON PCNumber and street (or P O box number if mail is not delivered to street address)
250 FIRST AVENUE NO 101

Room/suite

City or town, state, and ZIP code
NEEDHAM, MA 024942805H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 15,107,542**

J Accounting method

 Cash Accrual Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

22-5017058

B Telephone number (see page 10 of the instructions)

(781) 453-8700

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 type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
3 Interest on savings and temporary cash investments	18	18	
4 Dividends and interest from securities.	38,089	38,089	
5a Gross rents			
b Net rental income or (loss) _____			
6a Net gain or (loss) from sale of assets not on line 10	153,734		
b Gross sales price for all assets on line 6a 7,581,257			
7 Capital gain net income (from Part IV, line 2)		153,734	
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)			
12 Total. Add lines 1 through 11	191,841	191,841	

13 Compensation of officers, directors, trustees, etc	0	0	0
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees (attach schedule)			
b Accounting fees (attach schedule)	18,000	18,000	0
c Other professional fees (attach schedule)			
17 Interest	90,219	90,219	0
18 Taxes (attach schedule) (see page 14 of the instructions)			
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (attach schedule)	347,913	347,913	0
24 Total operating and administrative expenses.			
Add lines 13 through 23	456,132	456,132	0
25 Contributions, gifts, grants paid	645,001		645,001
26 Total expenses and disbursements. Add lines 24 and 25	1,101,133	456,132	645,001
27 Subtract line 26 from line 12			
a Excess of revenue over expenses and disbursements	-909,292		
b Net investment income (if negative, enter -0-)		0	
c Adjusted net income (if negative, enter -0-)			

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	4,650,957	1,519,775	1,519,775
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			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	10,401,512	11,259,490	13,587,767
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)			
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)	15,052,469	12,779,265	15,107,542
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	632	632	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	15,051,837	12,778,633	
30	Total net assets or fund balances (see page 17 of the instructions)	15,052,469	12,779,265	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	15,052,469	12,779,265	

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	15,052,469
2	Enter amount from Part I, line 27a	2	-909,292
3	Other increases not included in line 2 (itemize) ►	3	149,509
4	Add lines 1, 2, and 3	4	14,292,686
5	Decreases not included in line 2 (itemize) ►	5	1,513,421
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,779,265

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 Additional Data Table				
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 See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right.$		2	153,734
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				
$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)} \\ \text{If (loss), enter -0- in Part I, line 8} \end{array} \right.$				3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	502,900	12,537,682	0 040111
2008	318,400	21,512,534	0 014801
2007	1,460,900	28,157,229	0 051884
2006	1,119,150	20,479,934	0 054646
2005	148,000	17,653,238	0 008384
2 Total of line 1, column (d).			2 0 169826
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 033965
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.			4 14,731,227
5 Multiply line 4 by line 3.			5 500,346
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 0
7 Add lines 5 and 6.			7 500,346
8 Enter qualifying distributions from Part XII, line 4.			8 645,001

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1			
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2			
	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-)	3			
3	Add lines 1 and 2.				
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-				
6	Credits/Payments	5			
a	2010 estimated tax payments and 2009 overpayment credited to 2010			6a	27,758
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.	6	27,758		
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached				
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	7			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►				
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ►	2,000	Refunded ►		
		25,758			

Part VII-A Statements Regarding Activities

	Yes	No
1a	No	
1b	No	
1c	No	
2	No	
3	No	
4a	No	
4b		
5	No	
6	Yes	
7	Yes	
8a		
8b	Yes	
9		
10		

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

*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.*

c Did the foundation file **Form 1120-POL** for this year?

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.

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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on **Form 990-T** for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

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*

8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► NH

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.*

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► CRAIG R BENSON Located at ► C/O LKNS 250 FIRST AVE SUITE 101 NEEDHAM MA	Telephone no ► (781) 453-8700 ZIP +4 ► 02494		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15		
16	and enter the amount of tax-exempt interest received or accrued during the year ►			
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		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? ► 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? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► 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 20 of the instructions)?	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	No
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 <input checked="" type="checkbox"/> No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	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 ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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	No

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/> Yes	5b
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	If "Yes," attach the statement required by Regulations section 53.4945–5(d). Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes <input type="checkbox"/> No	6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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 (see page 22 of the instructions)

List all offices, directories, trustees, foundations managed 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
CRAIG R BENSON C/O LKNS 250 FIRST AVENUE SUITE 101 NEEDHAM, MA 024942805	TRUSTEE 0 00	0	0	

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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	0
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 N/A	0
2	
3 All other program-related investments. See page 24 of the instructions	
Total. Add lines 1 through 3.	►
	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	12,606,878
b	Average of monthly cash balances.	1b	2,348,682
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	14,955,560
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	14,955,560
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	224,333
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,731,227
6	Minimum investment return. Enter 5% of line 5.	6	736,561

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	736,561
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	736,561
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	736,561
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	736,561

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	645,001
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	645,001
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	645,001

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				736,561
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			515,776	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ _____ 645,001				
a Applied to 2009, but not more than line 2a			515,776	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . .	0			
d Applied to 2010 distributable amount.			129,225	
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				607,336
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)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006.				
b Excess from 2007.				
c Excess from 2008.				
d Excess from 2009.				
e Excess from 2010.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a	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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	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 organization had \$5,000 or more in assets at any time during the year—see page 27 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))

CRAIG R BENSON

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

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	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	645,001
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(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	18	
4 Dividends and interest from securities.			14	38,089	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	153,734	
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		191,841	0
13 Total Add line 12, columns (b), (d), and (e).			13		191,841
(See worksheet in line 13 instructions on page 28 to verify calculations.)					

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization or

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt

(3) Rental of facilities, equipment,

(4) Reimbursement arrangements

(8) Performance of services or membership of fundraising solicitations

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

(a) Line No | **(b) Amount involved** | **(c) Name of noncharitable exempt organization** | **(d) Description of transfers, transactions, and sharing arrangements**

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organization

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		
<p>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.</p>				
<p>Signature of officer or trustee</p>		<p>2011-06-14 Date</p>		
		<p>Title</p>		
<p>Sign Here Paid Preparer's Use Only</p>	<p>Preparer's Signature</p>		<p>Date</p>	
	<p>JEFFREY D SOLOMON CPA CVA</p>		<p>Check if self-employed <input type="checkbox"/></p>	<p>PTIN</p>
	<p>Firm's name</p>	<p>LEVINE KATZ NANNIS SOLOMON PC</p>		<p>Firm's EIN <input type="checkbox"/></p>
	<p>250 FIRST AVENUE SUITE 101</p>			
<p>Firm's address</p>	<p>NEEDHAM, MA 024942805</p>		<p>Phone no (781) 453-8700</p>	

Sign Here

Additional Data

Software ID:
Software Version:
EIN: 22-5017058
Name: THE BENSON FAMILY CHARITABLE TRUST
C/O LEVINE KATZ NANNIS SOLOMON PC

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
A	334 PUTS ISHARES RUSSELL JUN 10 60 00		2010-04-20	2010-05-19
B	676 PUTS ISHARES RUSSELL JUN 10 60 00		2010-04-20	2010-05-19
C	169 PUTS ISHARES RUSSELL 12/31/2010		2001-10-12	2010-12-31
D	124 PUTS ISHARES RUSSELL 12/31/2010		2010-04-20	2010-09-08
E	61 PUTS ISHARES RUSSELL 12/31/2010		2010-04-20	2010-09-08
F	80 PUTS ISHARES RUSSELL 03/31/2011		2010-04-20	2010-09-08
G	40 PUTS ISHARES RUSSELL 03/31/2011		2010-04-20	2010-09-08
H	102 PUTS ISHARES RUSSELL 09/30/2010		2010-04-20	2010-09-30
I	206 PUTS ISHARES RUSSELL 09/30/2010		2010-04-20	2010-09-30
J	39 PUTS ISHARES RUSSELL 12/31/2010		2010-09-08	2010-12-31
K	175 PUTS ISHARES RUSSELL 12/31/2010		2010-09-08	2010-12-31
L	1,895S TRINTECH GROUP PLC ADR		2010-06-10	2010-12-01
M	3,620S TRINTECH GROUP PLC ADR		2010-06-14	2010-12-01
N	6,075S TRINTECH GROUP PLC ADR		2010-06-08	2010-12-01
O	905S TRINTECH GROUP PLC ADR		2010-06-11	2010-12-01
P	8,055S TRINTECH GROUP PLC ADR		2010-06-07	2010-12-01
Q	7,155S TRINTECH GROUP PLC ADR		2010-06-09	2010-12-01
R	3,015S TRINTECH GROUP PLC ADR		2010-04-30	2010-11-29
S	1,625S TRINTECH GROUP PLC ADR		2010-04-29	2010-11-29
T	5,560S TRINTECH GROUP PLC ADR		2010-04-28	2010-11-29
U	2,375S TRINTECH GROUP PLC ADR		2010-05-10	2010-11-30
V	9,195S TRINTECH GROUP PLC ADR		2010-05-05	2010-11-30
W	270S TRINTECH GROUP PLC ADR		2010-05-04	2010-11-30
X	4,270S TRINTECH GROUP PLC ADR		2010-05-06	2010-11-30
Y	2,065S TRINTECH GROUP PLC ADR		2010-05-03	2010-11-30
Z	10,560S TRINTECH GROUP PLC ADR		2010-05-21	2010-11-30
AA	70S TRINTECH GROUP PLC ADR		2010-04-30	2010-11-30
AB	2,050S TRINTECH GROUP PLC ADR		2010-05-24	2010-11-30
AC	6,107S TRINTECH GROUP PLC ADR		2010-05-26	2010-11-30
AD	1,720S TRINTECH GROUP PLC ADR		2010-05-17	2010-11-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AE	3,495S TRINTECH GROUP PLC ADR		2010-05-25	2010-11-30
AF	10,195S TRINTECH GROUP PLC ADR		2010-05-07	2010-11-30
AG	3,660S TRINTECH GROUP PLC ADR		2010-05-19	2010-11-30
AH	12,455S TRINTECH GROUP PLC ADR		2010-05-20	2010-11-30
AI	200S TRINTECH GROUP PLC ADR		2010-06-02	2010-12-01
AJ	423S TRINTECH GROUP PLC ADR		2010-05-26	2010-12-01
AK	7,070S TRINTECH GROUP PLC ADR		2010-05-27	2010-12-01
AL	5,320S TRINTECH GROUP PLC ADR		2010-06-03	2010-12-01
AM	10,575S TRINTECH GROUP PLC ADR		2010-05-28	2010-12-01
AN	3,975S TRINTECH GROUP PLC ADR		2010-06-04	2010-12-01
AO	78,948S ABSOLUTE SOFTWARE CORPORATIO		2006-11-09	2010-01-08
AP	4,705S BARRY (R G)		2006-01-31	2010-01-05
AQ	2,760S BARRY (R G)		2006-02-08	2010-01-05
AR	17,602S BARRY (R G)		2006-02-09	2010-01-05
AS	7,373S BARRY (R G)		2006-02-09	2010-01-05
AT	20,000S METRO HEALTH NETWORKS, INC		2000-11-28	2010-01-05
AU	30,752S METRO HEALTH NETWORKS, INC		2005-12-05	2010-01-05
AV	12,586S METRO HEALTH NETWORKS, INC		2000-11-14	2010-01-05
AW	7,373S BARRY (R G)		2006-02-09	2010-01-06
AX	41,407S METRO HEALTH NETWORKS, INC		2005-12-05	2010-01-07
AY	2,400S METRO HEALTH NETWORKS, INC		2006-03-10	2010-01-08
AZ	7,741S METRO HEALTH NETWORKS, INC		2005-12-05	2010-01-08
BA	428S METRO HEALTH NETWORKS, INC		2006-03-13	2010-01-08
BB	3,000S METRO HEALTH NETWORKS, INC		2006-03-08	2010-01-08
BC	11,600S METRO HEALTH NETWORKS, INC		2006-03-09	2010-01-08
BD	2,300S METRO HEALTH NETWORKS, INC		2006-03-14	2010-01-19
BE	2,200S METRO HEALTH NETWORKS, INC		2007-03-27	2010-01-19
BF	3,000S METRO HEALTH NETWORKS, INC		2007-03-16	2010-01-19
BG	5,572S METRO HEALTH NETWORKS, INC		2006-03-13	2010-01-19
BH	19,998S METRO HEALTH NETWORKS, INC		2007-03-28	2010-01-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BI	15,000S METRO HEALTH NETWORKS, INC		2006-11-07	2010-01-19
BJ	3,600S METRO HEALTH NETWORKS, INC		2006-03-21	2010-01-19
BK	8,900S METRO HEALTH NETWORKS, INC		2007-03-29	2010-05-04
BL	5,000S METRO HEALTH NETWORKS, INC		2007-04-03	2010-05-04
BM	25,238S METRO HEALTH NETWORKS, INC		2007-04-04	2010-05-04
BN	5,352S METRO HEALTH NETWORKS, INC		2007-03-28	2010-05-04
BO	24,812S METRO HEALTH NETWORKS, INC		2007-04-04	2010-05-05
BP	12,443S METRO HEALTH NETWORKS, INC		2007-04-09	2010-05-05
BQ	38,550S METRO HEALTH NETWORKS, INC		2007-04-05	2010-05-05
BR	4,460S METRO HEALTH NETWORKS, INC		2007-04-09	2010-05-06
BS	27,830S METRO HEALTH NETWORKS, INC		2007-04-09	2010-05-10
BT	6,700S METRO HEALTH NETWORKS, INC		2007-04-10	2010-05-11
BU	13,092S METRO HEALTH NETWORKS, INC		2007-04-09	2010-05-11
BV	17,600S METRO HEALTH NETWORKS, INC		2007-04-16	2010-05-11
BW	14,768S METRO HEALTH NETWORKS, INC		2007-04-17	2010-05-11
BX	16,474S METRO HEALTH NETWORKS, INC		2007-05-31	2010-05-12
BY	1,132S METRO HEALTH NETWORKS, INC		2007-04-17	2010-05-12
BZ	12,509S METRO HEALTH NETWORKS, INC		2007-05-11	2010-05-12
CA	11,550S METRO HEALTH NETWORKS, INC		2007-04-18	2010-05-12
CB	57,020S METRO HEALTH NETWORKS, INC		2007-05-31	2010-05-13
CC	10,545S METRO HEALTH NETWORKS, INC		2007-05-31	2010-05-18
CD	30,125S METRO HEALTH NETWORKS, INC		2007-05-31	2010-05-18
CE	3,100S BARRY (R G)		2006-02-09	2010-06-28
CF	20,040S IMAGE SENSING SYSTEMS, INC		2006-03-06	2010-06-28
CG	560S IMAGE SENSING SYSTEMS, INC		2006-02-08	2010-06-28
CH	2,190S IMAGE SENSING SYSTEMS, INC		2006-03-09	2010-06-29
CI	960S IMAGE SENSING SYSTEMS, INC		2006-03-06	2010-06-29
CJ	50S IMAGE SENSING SYSTEMS, INC		2006-03-14	2010-06-29
CK	1,200S IMAGE SENSING SYSTEMS, INC		2006-03-08	2010-06-29
CL	5,910S ABSOLUTE SOFTWARE CORPORATION		2006-11-09	2010-09-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CM	4,500S DATA I/O CORP		2009-02-24	2010-09-10
CN	8,460S BARRY (R G)		2006-02-09	2010-09-10
CO	30,120S BARRY (R G)		2006-02-09	2010-12-06
CP	8,172S BARRY (R G)		2006-02-09	2010-12-07
CQ	35,665S BARRY (R G)		2006-02-09	2010-12-22
CR	8,075S HQ SUSTAINABLE MARITIMES, INC		2010-08-10	2010-07-28
CS	7,365S PALMS, INC		2010-04-05	2009-11-25
CT	7,934S SUNTECH POWER HOLDINGS ADR		2010-04-16	2009-12-23
CU	3,328S CANADIAN SOLAR, INC		2010-01-06	2009-06-22
CV	38S CANADIAN SOLAR, INC		2010-01-06	2009-06-23
CW	3,442S TREX COMPANY, INC		2010-03-25	2009-04-22
CX	5,900S TREX COMPANY, INC		2010-03-25	2009-05-29
CY	8,080S PALM, INC		2010-04-05	2009-05-26
CZ	5,305S PALM, INC		2010-04-05	2009-05-29
DA	2,379S CANADIAN SOLAR, INC		2010-04-15	2009-06-23
DB	1,765S SOLARFUN POWER HOLDING ADR		2010-04-15	2009-06-23
DC	3,180S SOLARFUN POWER HOLDING ADR		2010-04-15	2009-06-22
DD	1,003S CANADIAN SOLAR, INC		2010-04-16	2009-06-23
DE	3,300S CANADIAN SOLAR, INC		2010-04-16	2009-06-24
DF	1,655S SOLARFUN POWER HOLDING ADR		2010-04-16	2009-06-23
DG	6,651S SOLARFUN POWER HOLDING ADR		2010-04-16	2009-06-24
DH	4,419S SUNTECH POWER HOLDINGS ADR		2010-04-16	2009-05-14
DI	4,820S TRINA SOLAR LTD ADR		2010-04-16	2009-06-23
DJ	2,784S TRINA SOLAR LTD ADR		2010-04-16	2009-06-22
DK	8,025S YINGLI GREEN ENERGY HOLDINGS ADR		2010-04-16	2009-05-14
DL	6,556S YINGLI GREEN ENERGY HOLDINGS ADR		2010-04-16	2009-06-23
DM	780S ARUBA NETWORKS, INC		2010-07-23	2009-08-03
DN	585S OPENTABLE, INC		2010-08-30	2000-10-28
DO	1,460S OPENTABLE, INC		2010-09-08	2000-10-28
DP	1,490S OPENTABLE, INC		2010-09-09	2000-10-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DQ	831S BLUE COAT SYSTEMS, INC		2010-01-06	2008-06-13
DR	1,048S BLUE COAT SYSTEMS, INC		2010-01-06	2008-05-01
DS	4,435S BLUE COAT SYSTEMS, INC		2010-02-24	2008-06-13
DT	4,351S TREX COMPANY, INC		2010-03-24	2009-02-20
DU	363S TREX COMPANY, INC		2010-03-24	2009-02-12
DV	7S TREX COMPANY, INC		2010-03-24	2009-03-25
DW	2,550S TREX COMPANY, INC		2010-03-24	2009-02-19
DX	2,429S TREX COMPANY, INC		2010-03-24	2009-02-11
DY	620S TREX COMPANY, INC		2010-03-24	2009-02-27
DZ	1,969S TREX COMPANY, INC		2010-03-25	2009-03-25
EA	6,009S PALM, INC		2010-04-05	2009-03-23
EB	5,010S BLUE COAT SYSTEMS, INC		2010-04-13	2008-06-13
EC	1,937S RIVERBED TECHNOLOGY, INC		2010-04-13	2009-03-19
ED	5,458S RIVERBED TECHNOLOGY, INC		2010-04-13	2008-04-23
EE	194S BLUE COAT SYSTEMS, INC		2010-04-14	2008-06-13
EF	988S RIVERBED TECHNOLOGY, INC		2010-04-14	2009-03-19
EG	8,440S ARUBA NETWORKS, INC		2010-07-23	2009-06-23
EH	4,830S ARUBA NETWORKS, INC		2010-09-15	2009-08-05
EI	5,280S ARUBA NETWORKS, INC		2010-09-15	2009-08-03
EJ	10,150S LDK SOLAR CO LTD ADR		2010-09-15	2009-03-10
EK	110S LDK SOLAR CO LTD ADR		2010-09-15	2009-03-23
EL	656S OPENTABLE, INC		2010-12-06	2000-11-25
EM	794S OPENTABLE, INC		2010-12-06	2000-10-28
EN	2,220S OPENTABLE, INC		2010-12-07	2009-12-02
EO	299S OPENTABLE, INC		2010-12-07	2000-11-25
EP	670S OPENTABLE, INC		2010-12-07	2009-12-01
EQ	8,300S ENERGY CONVERSION DEVICES, INC		2010-12-31	2010-02-01
ER	4,825S MAKO SURGICAL CORP		2010-12-31	2010-05-10
ES	6,395S MAKO SURGICAL CORP		2010-12-31	2010-05-11
ET	2,960S OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-06-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
EU	1,935S OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-06-03
EV	2,155S OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-06-04
EW	1,100S OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-06-07
EX	3,715S OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-06-24
EY	1,105S OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-06-25
EZ	260S OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-06-28
FA	1,265S OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-07-06
FB	3,240S OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-07-08
FC	6,500S LIGHTBRIDGE CORPORATION		2010-12-31	2010-07-09
FD	8,120S LIGHTBRIDGE CORPORATION		2010-12-31	2010-07-13
FE	8,655S SUNPOWER CORPORATION		2010-12-31	2010-09-15
FF	2,000S MAKO SURGICAL CORP		2010-12-31	2010-09-28
FG	4,622S MAKO SURGICAL CORP		2010-12-31	2010-09-29
FH	1,416 SHS GREEN MOUNTAIN COFFEE ROASTERS OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-10-07
FI	7,236S MAKO SURGICAL CORP		2010-12-31	2010-10-27
FJ	2,480S OCEAN POWER TECHNOLOGIES OCEAN POWER TECHNOLOGIES, INC		2010-12-31	2010-12-01
FK	CURRENCY TRANSLATION GAIN - CAD TO USD	P	2006-11-09	2010-01-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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	32,538		11,559	20,979
B	65,856		23,380	42,476
C			21,240	-21,240
D	38,480		31,085	7,395
E	18,930		15,299	3,631
F	44,582		31,020	13,562
G	22,291		15,518	6,773
H			15,475	-15,475
I			31,237	-31,237
J			9,554	-9,554
K			44,044	-44,044
L	12,241		10,744	1,497
M	23,384		20,996	2,388
N	39,242		34,870	4,372
O	5,846		5,148	698
P	52,032		46,466	5,566
Q	46,219		40,234	5,985
R	19,502		17,412	2,090
S	10,511		9,424	1,087
T	35,964		31,993	3,971
U	15,346		13,839	1,507
V	59,414		53,756	5,658
W	1,745		1,599	146
X	27,591		24,970	2,621
Y	13,343		11,975	1,368
Z	68,234		62,279	5,955
AA	452		404	48
AB	13,246		12,250	996
AC	39,461		34,881	4,580
AD	11,114		10,314	800

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
AE	22,583		20,903	1,680
AF	65,876		58,542	7,334
AG	23,649		22,122	1,527
AH	80,479		71,996	8,483
AI	1,292		1,192	100
AJ	2,732		2,416	316
AK	45,670		40,732	4,938
AL	34,365		30,874	3,491
AM	68,310		61,677	6,633
AN	25,677		22,885	2,792
AO	460,746		351,312	109,434
AP	39,848		30,735	9,113
AQ	23,375		18,155	5,220
AR	149,075		113,006	36,069
AS	64,792		47,335	17,457
AT	40,394		46,973	-6,579
AU	62,110		58,610	3,500
AV	25,420		28,700	-3,280
AW	64,939		47,335	17,604
AX	86,544		78,917	7,627
AY	5,439		4,959	480
AZ	17,544		14,753	2,791
BA	970		878	92
BB	6,799		6,255	544
BC	26,290		24,037	2,253
BD	5,198		4,569	629
BE	4,972		4,895	77
BF	6,780		6,685	95
BG	12,592		11,437	1,155
BH	45,193		42,112	3,081

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
BI	33,898		32,864	1,034
BJ	8,136		6,567	1,569
BK	29,836		17,726	12,110
BL	16,762		10,062	6,700
BM	84,606		50,789	33,817
BN	17,942		11,270	6,672
BO	86,396		49,932	36,464
BP	43,327		24,153	19,174
BQ	134,233		76,325	57,908
BR	15,624		8,657	6,967
BS	97,092		54,020	43,072
BT	23,762		13,005	10,757
BU	46,433		25,412	21,021
BV	62,421		34,499	27,922
BW	52,377		28,637	23,740
BX	60,121		27,805	32,316
BY	4,131		2,195	1,936
BZ	45,651		24,032	21,619
CA	42,151		21,845	20,306
CB	220,766		96,239	124,527
CC	45,224		17,798	27,426
CD	130,123		50,845	79,278
CE	36,024		19,902	16,122
CF	263,655		243,202	20,453
CG	7,368		6,729	639
CH	28,725		26,691	2,034
CI	12,592		11,650	942
CJ	656		605	51
CK	15,740		14,451	1,289
CL	22,778		25,497	-2,719

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
CM	19,128		10,820	8,308
CN	83,971		54,314	29,657
CO	345,471		193,373	152,098
CP	93,218		52,465	40,753
CQ	409,056		228,972	180,084
CR	34,856		26,257	8,599
CS	81,386		29,210	52,176
CT	133,900		117,770	16,130
CU	37,521		110,152	-72,631
CV	416		1,258	-842
CW	34,549		73,718	-39,169
CX	63,125		126,361	-63,236
CY	89,758		32,046	57,712
CZ	63,248		21,040	42,208
DA	26,071		57,067	-30,996
DB	10,578		16,316	-5,738
DC	19,697		29,396	-9,699
DD	10,992		22,811	-11,819
DE	41,357		75,051	-33,694
DF	9,919		15,037	-5,118
DG	43,690		60,430	-16,740
DH	63,053		65,594	-2,541
DI	51,249		127,722	-76,473
DJ	30,093		73,772	-43,679
DK	63,048		107,818	-44,770
DL	83,631		88,082	-4,451
DM	7,105		13,670	-6,565
DN	15,190		31,690	-16,500
DO	37,911		81,212	-43,301
DP	38,690		83,994	-45,304

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
DQ	13,640		25,114	-11,474
DR	23,881		31,672	-7,791
DS	72,796		128,786	-55,990
DT	52,515		93,216	-40,701
DU	5,396		7,777	-2,381
DV	58		150	-92
DW	32,180		54,631	-22,451
DX	37,274		52,039	-14,765
DY	5,789		13,283	-7,494
DZ	16,296		42,170	-25,874
EA	47,276		23,832	23,444
EB	82,234		161,058	-78,824
EC	24,679		56,183	-31,504
ED	68,086		158,311	-90,225
EE	3,184		6,423	-3,239
EF	12,588		29,439	-16,851
EG	65,151		147,918	-82,767
EH	42,043		98,582	-56,539
EI	48,097		107,766	-59,669
EJ	49,078		82,166	-33,088
EK	569		890	-321
EL	17,707		48,238	-30,531
EM	20,617		58,385	-37,768
EN	59,835		162,876	-103,041
EO	8,071		21,937	-13,866
EP	17,983		49,156	-31,173
EQ	76,921		76,921	0
ER	61,336		61,336	0
ES	82,461		82,461	0
ET	16,683		16,683	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
EU	10,842		10,842	0
EV	11,972		11,972	0
EW	6,107		6,107	0
EX	20,738		20,738	0
EY	6,135		6,135	0
EZ	1,406		1,406	0
FA	8,934		8,934	0
FB	23,395		23,395	0
FC	46,075		46,075	0
FD	57,960		57,960	0
FE	106,199		106,199	0
FF	19,927		19,927	0
FG	43,941		43,941	0
FH	39,866		39,866	0
FI	79,475		79,475	0
FJ	16,368		16,368	0
FK	49,849			49,849

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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			20,979
B			42,476
C			-21,240
D			7,395
E			3,631
F			13,562
G			6,773
H			-15,475
I			-31,237
J			-9,554
K			-44,044
L			1,497
M			2,388
N			4,372
O			698
P			5,566
Q			5,985
R			2,090
S			1,087
T			3,971
U			1,507
V			5,658
W			146
X			2,621
Y			1,368
Z			5,955
AA			48
AB			996
AC			4,580
AD			800

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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	
AE			1,680
AF			7,334
AG			1,527
AH			8,483
AI			100
AJ			316
AK			4,938
AL			3,491
AM			6,633
AN			2,792
AO			109,434
AP			9,113
AQ			5,220
AR			36,069
AS			17,457
AT			-6,579
AU			3,500
AV			-3,280
AW			17,604
AX			7,627
AY			480
AZ			2,791
BA			92
BB			544
BC			2,253
BD			629
BE			77
BF			95
BG			1,155
BH			3,081

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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	
BI			1,034
BJ			1,569
BK			12,110
BL			6,700
BM			33,817
BN			6,672
BO			36,464
BP			19,174
BQ			57,908
BR			6,967
BS			43,072
BT			10,757
BU			21,021
BV			27,922
BW			23,740
BX			32,316
BY			1,936
BZ			21,619
CA			20,306
CB			124,527
CC			27,426
CD			79,278
CE			16,122
CF			20,453
CG			639
CH			2,034
CI			942
CJ			51
CK			1,289
CL			-2,719

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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	
CM			8,308
CN			29,657
CO			152,098
CP			40,753
CQ			180,084
CR			8,599
CS			52,176
CT			16,130
CU			-72,631
CV			-842
CW			-39,169
CX			-63,236
CY			57,712
CZ			42,208
DA			-30,996
DB			-5,738
DC			-9,699
DD			-11,819
DE			-33,694
DF			-5,118
DG			-16,740
DH			-2,541
DI			-76,473
DJ			-43,679
DK			-44,770
DL			-4,451
DM			-6,565
DN			-16,500
DO			-43,301
DP			-45,304

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
DQ			-11,474
DR			-7,791
DS			-55,990
DT			-40,701
DU			-2,381
DV			-92
DW			-22,451
DX			-14,765
DY			-7,494
DZ			-25,874
EA			23,444
EB			-78,824
EC			-31,504
ED			-90,225
EE			-3,239
EF			-16,851
EG			-82,767
EH			-56,539
EI			-59,669
EJ			-33,088
EK			-321
EL			-30,531
EM			-37,768
EN			-103,041
EO			-13,866
EP			-31,173
EQ			0
ER			0
ES			0
ET			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
EU			0
EV			0
EW			0
EX			0
EY			0
EZ			0
FA			0
FB			0
FC			0
FD			0
FE			0
FF			0
FG			0
FH			0
FI			0
FJ			0
FK			49,849

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ANNIES ANGELS 8 JANA LANE STRATHAM, NH 03885	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	25,000
BRATTLEBORO RETREAT 75 LINDEN STREET BRATTLEBORO, VT 053014800	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	15,000
CELEBRITIES FOR CHARITY 38 MAIN STREET ANDOVER, MA 01801	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	50,000
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD 2ND FLOOR BETHESDA, MD 20814	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	30,000
FIGHT TO EDUCATE 254 WEBSTER STREET MANCHESTER, NH 03104	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	5,000
JOSIAH BARTLETT CENTER PO BOX 397 CONCORD, NH 03302	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	20,000
LAHEY CLINIC 41 MALL ROAD BURLINGTON, MA 01805	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	400,000
MEMORIES ALIVE POST OFFICE BOX 322 PLYMOUTH, NH 03264	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	2,500
OCI HEALING RESEARCH FOUNDATION 200 LINCOLN STREET 301 BOSTON, MA 02111	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	60,000
PAN MASS CHALLENGE 77 4TH AVENUE NEEDHAM, MA 02494	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	10,001
ST CHARLES CHILDREN'S HOME 19 GRANT STREET ROCHESTER, NH 03867	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	13,000
THE INTERNATIONAL AT CONCORD ONE MONITOR DRIVE CONCORD, NH 03301	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	5,000
THE JIMMY FUND 10 BROOKLINE PLACE WEST 6TH FLOOR BROOKLINE, MA 02445	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	9,500
Total			► 3a	645,001

TY 2010 Accounting Fees Schedule

Name: THE BENSON FAMILY CHARITABLE TRUST

C/O LEVINE KATZ NANNIS SOLOMON PC

EIN: 22-5017058

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEVINE, KATZ, NANNIS + SOLOMON, PC	18,000	18,000		0

**TY 2010 Investments Corporate
Stock Schedule**

Name: THE BENSON FAMILY CHARITABLE TRUST
C/O LEVINE KATZ NANNIS SOLOMON PC
EIN: 22-5017058

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHMENT #1	11,259,490	13,587,767

TY 2010 Other Decreases Schedule

Name: THE BENSON FAMILY CHARITABLE TRUST

C/O LEVINE KATZ NANNIS SOLOMON PC

EIN: 22-5017058

Description	Amount
UNREALIZED LOSS IN BANKRUPT POSITION	1,513,421

TY 2010 Other Expenses Schedule

Name: THE BENSON FAMILY CHARITABLE TRUST

C/O LEVINE KATZ NANNIS SOLOMON PC

EIN: 22-5017058

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BEAR, STEARNS SECURITY CORP SHORT DEBIT FEE	130,402	130,402		0
INVESTMENT MANAGEMENT FEES	217,463	217,463		0
BANK FEES	48	48		0

TY 2010 Other Increases Schedule

Name: THE BENSON FAMILY CHARITABLE TRUST
C/O LEVINE KATZ NANNIS SOLOMON PC
EIN: 22-5017058

Description	Amount
FOREIGN CURRENCY TRANSLATION VALUATION ADJUSTMENT	149,509

Cash and Equivalents

CAD_CUR	CANADIAN DOLLAR	(3,377,194)	0.9196	1.0020	(3,105,514.85)	(3,383,961.95)	(278,447.10)		(23.930)	8.966
USD	US DOLLAR	(2,241,306)	1.0000	1.0000	(2,241,306.42)	(2,241,306.42)			(15.850)	
					Cash and Equivalents	831,740.60	553,293.50	(278,447.10)	(4,659.77)	3.913 (33.478)
Long										
Equities										
ABT CN	ABSOLUTE SOFTWARE CORPORATIO	441,717	3.8349	3.7074	1,693,925.76	1,637,628.16	(56,297.60)		11.581	(3.323)
AMA CN	AEROMECHANICAL SERVICES LTD	1,553,548	0.3960	0.2605	615,162.89	404,731.93	(210,430.96)		2.862	(34.207)
CYLU	CYALUME TECHNOLOGIES HOLDING	272,990	3.4785	4.0500	949,593.52	1,105,609.50	156,015.98		7.818	16.430
DFZ	BARRY (R.G.)	124,409	6.9208	11.1200	861,005.48	1,383,428.08	522,422.60		9.783	60.676
LTRX	LANTRONIX INC	170,170	4.4421	3.7000	755,909.21	629,629.00	(126,280.21)		4.452	(16.706)
PN CN	PNI DIGITAL MEDIA INC	710,340	1.6959	1.5631	1,204,654.14	1,110,351.11	(94,303.03)		7.852	(7.828)
					Equities	13,403,975.45	15,208,472.80	1,804,497.35		107.548 13.462
Options										
IWM 110331P00057000	Put ISHARES RUSSELL 03/31/2011 57.00	132	4.0587	0.3100	53,575.35	4,092.00	(49,483.35)		0.029	(92.362)
IWM 110331P00065000	Put ISHARES RUSSELL 03/31/2011 65.00	28	2.7413	0.8700	7,675.61	2,436.00	(5,239.61)		0.017	(68.263)
IWM 110630P00060000	Put ISHARES RUSSELL 06/30/2011 60.00	51	4.1889	1.4150	21,363.26	7,216.50	(14,146.76)		0.051	(66.220)
IWM 110930P00065000	Put ISHARES RUSSELL 09/30/2011 65.00	83	5.4777	3.4400	45,465.26	28,552.00	(16,913.26)		0.202	(37.200)
					Options	267,567.92	113,600.50	(153,967.42)		0.803 (57.543)
Rights and Warrants										
CYLUW	CYALUME TECHNOLOGIES HOLDING	120,745	0.2874	0.2000	34,704.43	24,149.00	(10,555.43)		0.171	(30.415)
Private Placements										
NCCPPROTECH	PROTECTIVE PROD *RESTRICTED*	964,200								0.000
					Total Long	13,706,247.80	(1)	15,346,222.30	(2)	1,639,974.50
Short										

Short

Equities

ENER	ENERGY CONVERSION DEVICES	(19,469)	25.8806	4.6000	(503,868.54)	(89,557.40)	414,311.14	(0.633)	(82.226)
GMCR	GREEN MOUNTAIN COFFEE ROASTE	(4,878)	23.1809	32.8600	(113,076.36)	(160,291.08)	(47,214.72)	(1.134)	41.755
LDK	LDK SOLAR CO LTD -ADR	(8,198)	6.6260	10.1200	(54,320.22)	(82,963.76)	(28,643.54)	(0.587)	52.731
MAKO	MAKO SURGICAL CORP	(25,078)	11.4499	15.2200	(287,140.24)	(381,687.16)	(94,546.92)	(2.699)	32.927
OPTT	OCEAN POWER TECHNOLOGIES INC	(15,710)	5.7448	5.7200	(90,251.06)	(89,861.20)	389.86	(0.635)	(0.432)
				Equities	(2,446,758.05)	(1)	(1,758,454.64)	(2)	688,303.41
				Grand Total	12,091,230.35		14,141,061.16		2,049,830.81
									(4,659.77)
									100.000
									16.953

These reports are provided as an accommodation to enable you to monitor your investment activity. The information contained herein has been obtained or derived from sources and methods considered to be reliable but is not guaranteed. Securities pricing may not reflect realizable values. In the event of a discrepancy between the information provided herein and the information set forth in your confirmations of daily activity and monthly statements of account, the latter shall govern. Nothing herein may be construed as tax advice and you are urged to consult a tax advisor.

Σ (1)

INVESTMENTS @ COST
13,706,248.00 +
2,446,758.00 -

11,259,490.00 *

Σ (2)

INVESTMENTS @ FMV
15,346,222.00 +
1,758,455.00 -

13,587,767.00 *