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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 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 PERRIN FOUNDATION INC		**A Employer identification number** 22-6049335
Number and street (or P O box number if mail is not delivered to street address) 14 GREEN VALLEY DRIVE	Room/suite	**B** Telephone number (see page 10 of the instructions) (908) 903-3067
City or town, state, and ZIP code GREEN BROOK, NJ 08812		**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 ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 14,605,000

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	31	31	31	
	4	Dividends and interest from securities	431,238	431,238	431,238	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-355,969			
	b	Gross sales price for all assets on line 6a 5,592,654				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain			165,976	
	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)	22,619		22,619	
	12	**Total.** Add lines 1 through 11	97,919	431,269	619,864	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	3,347			
	b	Accounting fees (attach schedule)	12,756			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	6,127	5,377		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	110,878	102,726		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	133,108	108,103		0
	25	Contributions, gifts, grants paid	797,675			797,675
	26	**Total expenses and disbursements.** Add lines 24 and 25	930,783	108,103		797,675
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-832,864			
	b	**Net investment income** (if negative, enter -0-)		323,166		
	c	**Adjusted net income** (if negative, enter -0-)			619,864	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash—non-interest-bearing	17,179	40,120	40,120
2 Savings and temporary cash investments	1,219,856	928,803	928,803
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)	2,141,983	1,834,613	1,924,147
b Investments—corporate stock (attach schedule)	9,339,638	7,782,908	6,976,027
c Investments—corporate bonds (attach schedule)	1,574,492	2,498,195	2,567,553
11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments—mortgage loans			
13 Investments—other (attach schedule)	1,979,532	2,070,949	2,168,350
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)	16,272,680	15,155,588	14,605,000
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 ▶)	65,979	38,787	
23 **Total liabilities** (add lines 17 through 22)	65,979	38,787	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	16,206,701	15,116,801	
30 **Total net assets or fund balances** (see page 17 of the instructions)	16,206,701	15,116,801	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	16,272,680	15,155,588	

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	16,206,701
2	Enter amount from Part I, line 27a	2	-832,864
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,373,837
5	Decreases not included in line 2 (itemize) ▶	5	257,036
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,116,801

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)
1 a	PUBLICLY TRADED SECURITIES	D		
b	PUBLICLY TRADED SECURITIES	P		
c	PUBLICLY TRADED SECURITIES	P		
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	229,132		218,240	10,892
b	3,836,312		4,372,661	-536,349
c	1,523,698		1,357,722	165,976
d				
e				

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				10,892
b				-536,349
c				165,976
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-355,969
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	165,976

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	759,000	12,480,004	0 060817
2008	692,500	16,469,313	0 042048
2007	2,417,496	20,112,431	0 120199
2006	2,512,942	19,798,177	0 126928
2005	1,448,424	17,601,550	0 082290

2	**Total** of line 1, column (d).	2	0 432282
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 086456
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	13,562,413
5	Multiply line 4 by line 3.	5	1,172,552
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,232
7	Add lines 5 and 6.	7	1,175,784
8	Enter qualifying distributions from Part XII, line 4.	8	797,675

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 ▶ ☐ 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	6,463
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	
3	Add lines 1 and 2		3	6,463
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	6,463
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 6,640		
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	6,640
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	177
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 177	**Refunded** ▶	11	

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		No
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)?	1b		No
	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?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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 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 ▶LAMBRIDES ARNOLD MOULTHROP LLP Telephone no ▶(973) 744-8660

Located at ▶26 PARK ST MONTCLAIR NJ ZIP+4 ▶07042

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 | |

			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		

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 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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 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 ☑ 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))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☐ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

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

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

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

Total number of other employees paid over $50,000 ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	13,663,587
b	Average of monthly cash balances	1b	105,360
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	13,768,947
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	13,768,947
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	206,534
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,562,413
6	**Minimum investment return.** Enter 5% of line 5	6	678,121

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	678,121
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,463		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,463
3	Distributable amount before adjustments Subtract line 2c from line 1			3	671,658
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	671,658
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	671,658

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	797,675
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
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	797,675
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	797,675

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					671,658
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only.					
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2010					
a From 2005.	587,498				
b From 2006.	1,587,149				
c From 2007.	1,480,882				
d From 2008.					
e From 2009.	141,621				
f **Total** of lines 3a through e.		3,797,150			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 797,675					
a Applied to 2009, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .					
d Applied to 2010 distributable amount.					671,658
e Remaining amount distributed out of corpus		126,017			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		3,923,167			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .					
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
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) (see page 27 of the instructions)					
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		587,498			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		3,335,669			
10 Analysis of line 9					
a Excess from 2006. . . .	1,587,149				
b Excess from 2007. . . .	1,480,882				
c Excess from 2008. . . .					
d Excess from 2009. . . .	141,621				
e Excess from 2010. . . .	126,017				

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. . . . . . . ▶

b Check box to indicate whether the organization 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**
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))

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

SCOTT THOMSON
1335 STERLING DRIVE
YORK,PA 17404
(717) 505-8553

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

NO SPECIFIC FORM

c Any submission deadlines

NO SUBMISSION DEADLINES

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

GRANTS MADE TO CHRISTIAN ORGANIZATIONS, CHURCHES, SCHOOLS AND MISSION ORGANIZATIONS

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 Additional Data Table				
Total . . . . ▶ **3a**				797,675
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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 (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	31	
4 Dividends and interest from securities. . . .			14	431,238	
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	-355,969	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a FEDERAL EXCISE TAX REFUND					22,619
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				75,300	22,619

13 **Total.** Add line 12, columns (b), (d), and (e). 13 97,919

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)**		No
	(2) Other assets	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
	(4) Reimbursement arrangements	**1b(4)**		No
	(5) Loans or loan guarantees	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

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

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

****** | 2011-05-11 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	JOYCE E MOULTHROP	2011-05-13		
Firm's name	LAMBRIDES ARNOLD MOULTHROP LLP		Firm's EIN	
Firm's address	26 PARK ST STE 301 MONTCLAIR, NJ 070423443		Phone no (973) 744-8660	

Additional Data

Software ID:
Software Version:
EIN: 22-6049335
Name: PERRIN FOUNDATION INC

Form 990PF Part VIII Line 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
DAVID C WOHLGEMUTH RR2 BOX 3124 MONROETON, PA 18832	SECRETARY 1 00	0	0	0
GEORGE MACKENZIE 221 GOLF EDGE WESTFIELD, NJ 07090	DIRECTOR 1 00	0	0	0
ROBERT DADD 14 GREEN VALLEY DRIVE GREEN BROOK, NJ 08812	PRES/TREAS 1 00	0	0	0
ROBERT Q BENNETT 1163 RIP STEELE ROAD COLUMBIA, TN 38401	VICE PRESIDE 1 00	0	0	0
ROBERT SULLIVAN 51 NORTHVIEW TERRACE YONKERS, NY 10703	DIRECTOR 1 00	0	0	0
SCOTT THOMSON 1335 STERLING DRIVE YORK, PA 17404	TREASURER 1 00	0	0	0
DANIEL J MEARNS 181 EMERSON ROAD SOMERSET, NJ 08873	BOARD MEMBER 1 00	0	0	0

Form 990PF Part XV Line 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*				
AGAPE VALLEY 392 KILMAN ROAD CANADA CA		NON PF	GENERAL CHARITABLE	12,500
AMERICAN SCRIPTURE GIFT PMB 240 7862 W IRLO BRONSON HWY KISSIMMEE, FL 34747		NON PF	GENERAL CHARITABLE	1,500
BELIEVERS STEWARDSHIP 2250 CHANEY RD DUBUQUE, IA 52001		NON PF	GENERAL CHARITABLE & CAPITAL	25,000
BIBLE & LIFE MINISTRIES 3116 GULFWIND DRIVE LAND O LAKES, FL 34639		NON PF	GENERAL CHARITABLE	2,000
CAMP IROQUOINA RR1 BOX 1601 HALLSTEAD, PA 18822		NON PF	GENERAL CHARITABLE	12,500
CAMP LI-LO-LI 8811 SUNFISH RUN ROAD RANDOLPH, NY 14772		NON PF	GENERAL CHARITABLE	12,500
CHRISTIAN BOOK ROOM PO BOX 95413 HONG KONG HK		NON PF	GENERAL CHARITABLE	15,000
CHRISTIAN MISSIONS IN MAN PO BOX 13 SPRING LAKE, NJ 07762		NON PF	GENERAL CHARITABLE & CAPITAL	220,000
CHRISTIAN RETIREMENT CTR 22427 MONTGOMERY STREET HAYWARD, CA 94541		NON PF	GENERAL CHARITABLE	10,000
CHRISTIAN WORKERS FELLOWS PO BOX 1117 LAWRENCE, KS 66044		NON PF	GENERAL CHARITABLE	115,000
CHURCH REFORM & REVITALIZ PO BOX 64260 COLORADO SPRINGS, CO 80962		NON PF	GENERAL CHARITABLE	10,000
COUNSEL MAGAZINE PO BOX 176 PALOS PARK, IL 60464		NON PF	GENERAL CHARITABLE	2,000
ECS MINISTRIES PO BOX 1028 DUBUQUE, IA 52001		NON PF	GENERAL CHARITABLE	27,675
EL-NATHAN HOME 205 EL NATHAN DRIVE MARBLE HILL, MO 63764		NON PF	GENERAL CHARITABLE	10,000
EMMAUS BIBLE COLLEGE 2570 ASBURY ROAD DUBUQUE, IA 52001		NON PF	GENERAL CHARITABLE	75,000
Total . . . . ▶ **3a**				797,675

Form 990PF Part XV Line 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*				
EVERYDAY PUBLICATIONS 310 KILLALY STREET WEST CANADA CA		NON PF	GENERAL CHARITABLE	2,000
GREENWOOD HILLS B C A 7062 LINCOLN WAY EAST FAYETTEVILLE, PA 17222		NON PF	GENERAL CHARITABLE & CAPITAL	12,500
GROWING CHRISTIAN MINISTR PO BOX 2268 WESTERLY, RI 02891		NON PF	GENERAL CHARITABLE	7,500
HIS MANSION MINISTRIES PO BOX 40 HILLSBORO, NH 03244		NON PF	GENERAL CHARITABLE	1,500
HORTEN HAVEN PO BOX 276 CHAPEL HILL, TN 37034		NON PF	GENERAL CHARITABLE	25,000
IMMANUEL MISSION PO BOX 2000 TEEC NOS POS, AZ 86514		NON PF	GENERAL CHARITABLE	1,500
JOURNEY MAGAZINE 2570 ASBURY ROAD DUBUQUE, IA 52001		NON PF	GENERAL CHARITABLE	10,000
LINN MANOR 1140 ELIM DRIVE MARION, IA 52302		NON PF	GENERAL CHARITABLE	10,000
PARK OF THE PALMS 706 PALMS CIRCLE KEYSTONE HEIGHTS, FL 32656		NON PF	GENERAL CHARITABLE	40,000
PINE BUSH BIBLE CAMP PO BOX 764 NEW PROVIDENCE, NJ 07974		NON PF	GENERAL CHARITABLE	12,500
PITTSBORO CHRISTIAN VILLA 1825 EAST STREET PITTSBORO, NC 27312		NON PF	GENERAL CHARITABLE	10,000
REST HAVEN HOMES 1424 UNION NE GRAND RAPIDS, MI 49505		NON PF	GENERAL CHARITABLE	10,000
SPREAD THE WORD 2400 ADMIRE SPRINGS DRIVE DOVER, PA 17315		NON PF	GENERAL CHARITABLE	2,000
STEWARDS MINISTRY 1101 PERIMETER DR SUITE 600 SCHAUMBURG, IL 60173		NON PF	GENERAL CHARITABLE	50,000
UPLOOK MINISTRIES PO BOX 2041-49501 GRAND RAPIDS, MI 49501		NON PF	GENERAL CHARITABLE	17,500
Total . . . . ▶ **3a**				797,675

Form 990PF Part XV Line 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*				
WESTERN ASSEMBLIES HOME 350 BERKELEY AVENUE CLAREMONT,CA 91711		NON PF	GENERAL CHARITABLE	10,000
YONKERS GOSPEL MISSION PO BOX 1491 191 NORTH BROADWAY YONKERS,NY 10702		NON PF	GENERAL CHARITABLE	25,000
Total . . . . ▶ **3a**				797,675

TY 2010 Accounting Fees Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND TAX PREPARATION	12,756			

TY 2010 Compensation Explanation

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Person Name	Explanation
DAVID C WOHLGEMUTH	
GEORGE MACKENZIE	
ROBERT DADD	
ROBERT Q BENNETT	
ROBERT SULLIVAN	
SCOTT THOMSON	
DANIEL J MEARNS	

TY 2010 Investments Corporate Bonds Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BARCLAYS BANK 5% - 100000	102,702	105,820
BARCLAYS BANK 5.2% - 100000	108,146	108,008
BLACKROCK 3.5% - 100000	101,819	103,702
CREDIT SUISSE - 100000	99,045	107,628
EI DU PONT DE NEMOUR 3.25% - 50000	50,685	51,894
GENERAL ELEC CAP COR 5.4% - 150000	149,241	163,599
GENERAL ELEC CAP COR 6.125% - 50000	51,252	50,367
GENERAL ELECTRIC CAP CORP - 50000	50,704	53,451
GOLDMAN SACHS 5.625% - 150000	154,304	158,616
GOLDMAN SACHS 6.25 - 100000	107,546	110,355
HSBC FIN CORP 5.25 - 100000	103,550	106,570
HSBC FIN CORP 5.50 - 100000	103,121	108,632
JOHN DEERE 4.75% - 25000	26,631	26,134
JP MORGAN CHASE 5.25%	159,605	159,977
JP MORGAN CHASE GLOBAL 5.75% - 10000	103,977	108,356
JPMORGAN CHASE 6.625% - 75000	78,529	79,725
METLIFE 6/15/2015 - 100000	106,309	108,301
METLIFE 5% - 100000	108,813	108,356
MORGAN STANLEY 4.2% - 100000	100,793	102,163
PITNEY BOWES 5% - 50000	54,387	52,540
VERIZON GLOBAL 4.9% - 100000	109,341	109,816
WACHOVIA 5.625 - 200000	207,437	217,568
WELLS FARGO 5% - 150000	156,775	159,281
WELLS FARGO 5.125% - 100000	103,483	106,694

TY 2010 Investments Corporate Stock Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M - 21	1,897	1,812
3M - 80		
A O SMITH - 516		
A O SMITH - 624	15,664	23,762
ABBOTT LABORATORIES - 139	7,297	6,659
ACCENTURE - 129	4,282	6,255
ACE LIMITED - 424		
ACTIVISION BLIZZARD - 244	2,737	3,035
ACTUANT - 271	8,147	7,214
ACXIOM - 133	3,508	2,281
ADOBE SYSTEMS - 233		
ADOBE SYSTEMS - 470	15,299	14,467
ADVISORY BOARD - 149	6,577	7,097
AEGON NV - 740	12,020	4,536
AES CORP - 563		
AGILENT - 54	1,881	2,237
AGNICO EAGLE MINES - 93		
AGRIUM - 120	7,353	11,010
AKAMAI TECH - 612		
AKAMAI TECH - 81	3,832	3,811
ALASKA AIR - 500	24,579	28,345
ALBANY INTL CORP - 953	24,488	22,577
ALCATEL-LUCENT - 5224	53,585	15,463
ALCOA - 2000	27,380	30,780
ALCOA - 6500		
ALCON - 100		
ALERE INC - 512	19,460	18,739
ALLERGAN - 105	7,297	7,210
ALLIANZ SE - 917	9,250	10,885
ALLIANZ SOCIETAS - 870	13,974	10,383

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLSCRIPTS HEALTHCARE - 389	8,815	7,496
ALLSTATE - 205	9,731	6,535
ALNYLAM PHARMACEUTICALS - 565		
ALUMINA - 1126		
ALUMINA - 1439	21,658	14,649
AMAZON.COM - 108	14,264	19,440
AMDOCS - 654	15,467	17,965
AMEREN - 189	9,941	5,328
AMERICA MOVIL - 169	7,027	9,690
AMERICAN ELECTRIC - 50	1,709	1,799
AMERICAN EXPRESS - 308		
AMERICAN EXPRESS - 63	2,468	2,704
AMERICAN INTERNATIONAL GROUP - 90		
AMERICAN INTL GROUP - 2000	50,000	43,140
AMERICAN STS WTR - 360	13,325	12,409
AMERICAN TOWER - 128	6,424	6,610
AMERIPRISE - 120	5,305	6,906
AMGEN - 1500		
AMGEN - 64	3,688	3,514
AMPHENOL - 60	2,548	3,167
ANADARKO PETROLEUM - 35	2,149	2,666
ANALOG DEVICES - 65	2,074	2,449
ANGLO AMERICAN - 406	8,867	10,601
ANGLOGOLD ASHANTI - 533	15,769	26,240
ANGLOGOLD ASHANTI - 552		
ANNALY CAPITAL MGMT - 605	8,720	10,842
ANSYS - 178	5,022	9,268
ANSYS - 267	6,590	13,903
ANSYS - 603		
APACHE - 28	2,863	3,338

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC - 117	32,199	37,740
ARCHER DANIELS MIDLAND - 1000		
ASML HLDG - 76	2,670	2,914
ASTRAZENECA - 160	7,579	7,390
ASTRAZENECA - 400	18,861	18,476
AT&T INC - 1000	25,058	29,380
AT&T INC - 205	5,475	6,023
AT&T INC - 823		
ATP OIL & GAS - 271		
AUTODESK - 184	5,440	7,029
AXIS - 532	15,812	19,088
BAIDU - 50	5,369	4,827
BAKER HUGHES - 456	20,689	26,070
BALCHEM - 192	4,451	9,737
BANCO BRADESCO - 463	8,418	9,394
BANCO SANTANDER - 324	4,270	3,451
BANCO SANTANDER - 500	7,704	5,325
BANK OF AMERICA - 1277		
BARCLAYS - 555	7,566	9,169
BARCLAYS BANK 7.1 - 2000	49,980	49,860
BARNES AND NOBLE INC - 634		
BARNES GROUP - 758	20,484	15,668
BARRICK GOLD - 1225		
BARRICK GOLD - 708	22,808	37,651
BASF AG - 200	7,719	16,101
BAXTER INTL - 109	4,737	5,518
BECTON DICKINSON - 90		
BED BATH & BEYOND - 49	2,148	2,408
BERRY PETROLEUM - 222	7,509	9,701
BEST BUY - 491	16,986	16,836

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BHP BILLITON - 180	7,836	16,726
BIO-REFERENCE LABS - 298	6,223	6,610
BIOVAIL CORP - 590		
BLACK BOX - 79	3,675	3,025
BNP PARIBAS - 190	6,700	6,068
BOEING - 440		
BOEING - 48	3,351	3,132
BORGWARNER - 26	964	1,881
BP PLC - 597		
BRIGHAM EXPLORATION - 739	6,373	20,130
BRINKS HOME SECURITY - 339		
BRISTOL MYERS - 1000	25,059	26,480
BRISTOL MYERS - 225		
BROADCOM - 199	7,465	8,666
BROOKDALE SR LIVING - 1093	9,703	23,401
BUCYRUS INTERNATIONAL - 400	27,080	35,760
BUFFALO WILD WINGS - 188	5,578	8,244
C'OEUR D ALENE - 589		
CAMECA CORP - 737	18,807	29,760
CAMECO CORP - 396		
CAMERON INTERNATIONAL - 229	9,755	11,617
CANADIAN NATURAL RESOURCES - 310		
CANON INC - 192	7,893	9,857
CAPSTEAD MTG CORP - 1605	17,663	20,207
CARNIVAL - 56	2,243	2,582
CARREFOUR - 2848	25,437	23,866
CARREFOUR - 552	5,126	4,569
CATALYST HEALTH - 349	12,711	16,225
CATERPILLAR - 2399		
CATERPILLAR - 91	5,050	8,523

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CELGENE - 67	3,931	3,962
CEMEX SA - 696	16,381	7,454
CENTRAIS ELECTRICAS - 309	4,004	4,249
CENTRAIS ELECTRICAS BRASILEIRAS -676	8,054	11,262
CENTURYTEL - 131	3,235	6,048
CEPHEID - 700	14,348	15,925
CERNER - 44	3,877	4,169
CH ROBINSON - 44	2,946	3,528
CHECKPOINT SOFTWARE - 89	3,677	4,117
CHESAPEAKE ENERGY - 2000	109,980	51,820
CHESAPEAKE ENERGY - 245	6,197	6,348
CHESAPEAKE ENERGY - 4245		
CHEVRON CORP - 66	3,992	6,023
CHICAGO BRIDGE & IRON - 485	10,016	15,957
CHINA MOBILE HONG KONG - 287	14,747	14,241
CHINA MOBILE HONG KONG - 313	18,814	15,531
CHINA PETROLEUM - 114	6,371	10,909
CHUNGWA TELECOM - 453		
CISCO SYSTEMS - 290	7,696	5,867
CISCO SYSTEMS - 492		
CITIGROUP - 6500	291,005	30,745
CITIGROUP CAP XVI - 1000	25,000	22,900
CITRIX SYSTEMS - 64	3,066	4,378
CLIFFS NATURAL RESOURCES - 41	2,635	3,198
CME GROUP - 42		
CME GROUP - 7	1,986	2,252
CNO FINANCIAL GROUP - 3273	15,867	22,191
COCA COLA - 179	7,769	11,773
COCA COLA CO - 794		
COGNIZANT TECH SOLUTIONS - 174	4,402	12,752

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COGNIZANT TECH SOLUTIONS - 244	15,208	17,883
COINSTAR - 29	1,374	1,637
COLGATE-PALMOLIVE - 24	1,846	1,929
COMCAST - 1458		
COMCAST - 831	14,901	17,293
COMMUNITY HEALTH SYS - 136	3,609	5,082
COMMUNITY HEALTH SYS - 349		
COMMVAULT SYSTEMS - 291	5,874	8,328
COMTECH TELECOM - 116	5,407	3,220
CONOCOPHILLIPS - 184	10,509	12,530
CONOCOPHILLIPS - 25	1,536	1,703
CONOCOPHILLIPS - 2764		
CONOCOPHILLIPS - 353	17,293	24,039
CONSECO - 3273		
CONTINENTAL RES - 396		
COOPER - 135	7,568	7,606
CORE LABORATORIES - 118	6,843	10,508
CORN PRODUCTS - 261	5,864	12,006
CORN PRODUCTS - 429		
CORNING INC - 1500	15,930	28,980
CORNING INC - 5263		
CORNING INC - 932	17,294	18,006
CORTS TR VI - 1000	25,000	25,560
COSTCO WHOLESALE - 65	4,161	4,694
COVANCE - 32	1,492	1,645
COVIDIEN - 29	1,147	1,324
CREE - 34	1,713	2,240
CROWN CASTLE - 656		
CROWN HOLDINGS - 355	5,987	11,850
CTRIP.COM INTL - 84	4,279	3,398

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CUMMINS INC - 104	2,640	11,441
CUMMINS INC - 300	22,835	33,003
CYBERSOURCE - 488		
CYMER - 202	8,805	9,104
CYPRESS SEMICONDUCTOR - 215	2,911	3,995
DAI NIPPON - 1590	21,955	21,783
DAI NIPPON - 575	8,872	7,841
DAIWA HOUSE - 134	13,153	16,507
DANAHER - 152		
DANAHER - 202	6,426	9,528
DANAHER - 249	10,710	11,745
DARLING INTL - 2230	15,799	29,614
DBS GROUP - 280	10,544	12,520
DEERE & CO - 109	6,299	9,052
DEERE & CO - 195		
DELL INC - 2390		
DELL INC - 2710	46,166	36,721
DELTA AIR - 276	3,624	3,478
DENDREON - 41	1,516	1,432
DENTSPLY INTL - 178		
DEUTSCHE BANK - 202	15,474	10,514
DEUTSCHE BOERSE - 590	5,322	4,113
DEUTSCHE TELEKOM - 590	8,933	7,617
DEVON ENERGY - 199		
DG FASTCHANNEL - 282	5,755	8,144
DIAMOND OFFSHORE - 129	10,942	8,626
DICKS SPORTING GOODS - 316	7,757	11,850
DIGITAL RIVER - 225	9,249	7,745
DIODES - 276	6,514	7,449
DIRECTV - 169	4,300	6,748

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DIRECTV - 734		
DISCOVERY COMMUNICATION - 264	8,428	11,008
DISCOVERY COMMUNICATION - 46	2,016	1,918
DISH NETWORK - 837	10,432	13,310
DISNEY WALT - 215	7,546	8,065
DISNEY WALT - 218	7,417	8,177
DOLLAR GENERAL - 112	3,490	3,435
DRESSER RAND - 163	4,984	6,942
DTS INC - 112	3,946	5,494
DUKE ENERGY - 1500	24,655	26,715
E ON AG - 275	10,120	8,435
ECLIPSYS - 157		
ECOLAB - 53	2,315	2,672
EDISON INTERNATIONAL - 148	4,014	5,713
ELECTRICITE DE FRANCE - 1910	18,371	15,853
EMBRAER EMPRESA - 463	9,772	13,612
EMC CORP MASS - 383	8,230	8,771
EMCOR GROUP - 236		
EMERSON ELECTRIC - 250	10,543	14,293
ENCANA CORP - 357	9,885	10,396
ENERGYSOLUTIONS - 708		
ENTERGY - 313		
ESTEE LAUDER - 28	1,861	2,260
ESTERLINE TECHNOLOGIES - 419	22,145	28,739
EXPEDITORS INTL - 61	2,259	3,331
EXPRESS SCRIPTS - 188	9,345	10,161
EXTERRAN - 311	11,609	7,448
EXXON MOBIL - 130	8,088	9,506
EXXON MOBIL - 3000	223,210	219,360
F5 NETWORKS - 264		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
F5 NETWORKS - 28	2,737	3,644
FACTSET RESEARCH - 81	4,340	7,595
FEDEX - 20	1,773	1,860
FIFTH THIRD BANCORP - 896		
FINMECCANICA SPA - 3720	21,538	21,204
FISERV - 538	25,229	31,505
FLOWSERVE - 83	7,547	9,895
FLUOR CORP - 107		
FLUOR CORP - 98	4,840	6,493
FMC TECHNOLOGIES - 56	3,516	4,979
FORD MTR - 633	9,484	10,628
FOREST OIL - 428	10,531	16,251
FOREST OIL - 433		
FRANKLIN RESOURCES - 22	2,562	2,447
FRANKLIN RESOURCES - 73	7,641	8,118
FREDS - 296		
FREEPORT MCMORAN COPPER - 128	9,430	15,372
FREEPORT MCMORAN COPPER - 55	4,856	6,605
FRONTIER COMM - 1200	13,448	11,676
FUJIFILM - 629	22,578	22,480
GAZPROM - 520	11,150	13,229
GAZPROM - 574		
GAZPROM - 772	16,330	19,493
GDF SUEZ -409	13,643	14,732
GENERAL CABLE - 135		
GENERAL DYNAMICS - 49	3,352	3,477
GENERAL ELEC CAP CORP 6% - 2000	50,000	51,000
GENERAL ELEC CAP CORP 6.45 - 2000	50,000	51,094
GENERAL ELECTRIC - 2068	31,077	37,824
GENERAL ELECTRIC - 345	5,523	6,310

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GENERAL ELECTRIC -3000	101,850	54,870
GENERAL MOTORS - 87	3,002	3,207
GENTEX - 296	5,097	8,750
GEOEYE - 400	16,860	16,956
GILEAD SCIENCES - 988	42,978	35,805
GLAXOSMITHKLINE - 155	6,784	6,079
GLAXOSMITHKLINE - 295		
GLAXOSMITHKLINE - 542	22,126	21,257
GLAXOSMITHKLINE -369	16,728	14,472
GOLD FIELDS - 1819	24,587	32,978
GOLDCORP - 445		
GOLDMAN SACHS - 34		
GOLDMAN SACHS - 50	8,098	8,408
GOODRICH - 24	1,934	2,114
GOOGLE - 40	23,839	23,759
GOOGLE - 55	28,941	32,668
GREAT ATLANTIC & PAC TEA - 1114		
GREEN MOUNTAIN COFFEE - 32	995	1,052
HACHIJUNI BANK - 189	11,313	10,607
HALLIBURTON - 335	11,735	13,678
HARRIS - 135	5,176	6,116
HARRY WINSTON DIAMOND - 1105	12,114	12,929
HARTFORD FINL SERVICE - 603		
HARTFORD FINL SERVICE - 699	14,995	18,517
HASBRO - 203	8,551	9,578
HCC INSURANCE - 302	9,729	8,740
HEALTH CARE REIT - 300		
HEALTHWAYS INC - 234		
HESS CORP - 106	6,312	8,113
HESS CORP - 245		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HILL INTL - 463	5,200	2,996
HOME DEPOT - 235		
HOME DEPOT - 29	913	1,017
HONDA MOTORS - 270	7,898	10,665
HOUSTON WIRE & CABLE - 285		
HSBC HOLDINGS - 187	10,968	9,544
HUDSON CITY BANCORP - 495	6,548	6,306
HURON CONSULTING - 159	5,431	4,206
IBERIABANK - 240	11,216	14,191
IDEXX LABORATORIES - 206	8,629	14,259
ILLINOIS TOOL WORKS - 67	3,123	3,578
ILLUMINA - 51	2,289	3,230
IMPALA PLATINUM - 409	8,906	14,475
IMPAX LABORATORIES - 323	5,762	6,496
INCYTE - 1000	16,049	16,560
ING GROEP - 1889		
ING GROEP - 2371	19,776	23,212
INPEX CORP - 504	24,521	29,549
INTEGRA LIFESCIENCES - 206	8,829	9,744
INTEGRAL SYS - 160		
INTEL CORP - 156	3,104	3,281
INTEL CORP - 310		
INTEL CORP - 541	10,340	11,377
INTERCONTINENTALEXCH INTL - 15	1,776	1,787
INTERNATIONAL BUS MACHINES - 254		
INTERNATIONAL BUS MACHINES - 41	4,068	6,017
INTERNATIONAL BUS MACHINES - 74	8,604	10,860
INTERNATIONAL PAPER - 1000	24,958	27,240
INTUIT - 40	1,440	1,972
INVESTMENT TECHNOLOGY - 182		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ION GEOPHYSICAL - 2977	21,772	25,245
IRIS INTL - 370	3,947	3,785
ISHARES SILVER TR - 925		
ITT INDUSTRIES - 189		
IVANHOE MINES - 874		
JEFFIRIES GROUP - 82	1,965	2,184
JEFFRIES GROUP - 293	7,818	7,803
JOHNSON & JOHNSON - 285		
JOHNSON & JOHNSON - 54	3,155	3,340
JOHNSON & JOHNSON - 87	4,685	5,381
JOHNSON CONTROLS - 59	2,092	2,254
JOY GLOBAL - 143	7,560	12,405
JOY GLOBAL - 400	26,332	34,700
JOY GLOBAL - 48	2,786	4,164
JP MORGAN CHASE - 170	6,382	7,211
JP MORGAN CHASE - 988	37,800	41,911
JUNIPER NETWORKS - 212	6,879	7,827
KAO CORP - 1020	24,804	27,428
KENSEY NASH - 161	4,519	4,481
KEYCORP - 1828		
KIMBERLY CLARK - 85	5,007	5,358
KINDRED HEALTHCARE - 800	17,757	14,696
KINROSS GOLD - 1410	24,792	26,734
KNIGHT TRANSPORTATION - 488	10,192	9,272
KOHLS - 138	7,263	7,499
KONINKLIJKE - 265	8,220	8,136
KOREA ELEC PWR - 1190	23,829	16,077
KRAFT FOODS - 190	6,276	5,987
KUBOTA - 220	9,606	10,474
KYOCERA - 85	5,539	8,685

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LANDSTAR - 150	5,335	6,141
LEAP WIRELESS - 623		
LEAR - 17	1,454	1,678
LEHMAN BROTHERS - 7000	427,903	322
LENNAR - 1200	21,682	22,500
LEVEL 3 COMM - 8679	10,211	8,505
LIFE TIME FITNESS - 356	3,801	14,592
LIHIR GOLD - 205		
LILLY ELI - 539		
LILLY ELI - 645	28,173	22,601
LILLY ELI - 700	25,175	24,528
LINCARE - 104	2,760	2,790
LKQ CORP - 635	8,132	14,427
LOCKHEED MARTIN - 204	15,334	14,262
LOCKHEED MARTIN - 75	6,345	5,243
LTC PPTYS - 510	11,327	14,321
LUBRIZOL - 52	4,285	5,558
MACK CALI REALTY - 400	13,165	13,224
MACYS - 146	3,229	3,694
MAGNA - 110	3,032	5,720
MAGNA - 284	8,032	14,768
MAGNA - 299		
MANHATTAN ASSOC - 203	5,316	6,200
MANPOWER - 55	3,168	3,452
MARATHON OIL - 1043		
MARATHON OIL - 170	6,340	6,295
MARATHON OIL - 648	20,373	23,995
MARKET VECTORS - 230		
MASSEY ENERGY - 400	20,063	21,460
MASSEY ENERGY - 67	2,660	3,595

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MATTEL INC - 305		
MATTHEWS INTL - 139	6,124	4,862
MCDERMOTT INTL - 792		
MCDONALDS - 395		
MCGRAW HILL - 200		
MCKESSON CORP - 98	4,298	6,897
MEDTRONIC - 165	5,591	6,120
MEMC ELECTRONICS - 1303	16,060	14,672
MERIDIAN BIOSCIENCE - 223	4,721	5,165
MERRILL LYNCH CAPITAL 6.45 - 1000	25,000	22,200
MERRILL LYNCH CAPITAL II - 2000	50,000	44,200
METLIFE INC - 135	3,701	5,999
MICRON TECHNOLOGY - 343	2,608	2,751
MICROSOFT - 1515		
MICROSOFT - 429	11,211	11,973
MICROSOFT - 542	13,079	15,127
MICROSOFT - 213	5,372	5,945
MITSUBISHI CORP - 255	9,362	13,821
MITSUBISHI UFJ FINL GROUP - 1780	16,634	9,630
MITSUBISHI UFJ FINL GRP - 3848	22,636	20,818
MITSUI SUMITOMO - 984		
MOBILE MINI - 243	6,851	4,785
MOHAWK INDUSTRIES - 400	22,289	22,704
MONRO MUFFLER BRAKE - 750	24,097	25,943
MONSANTO - 104	6,388	7,243
MONSANTO - 330		
MONSANTO - 363	23,449	25,279
MOODYS - 106	2,845	2,813
MS&AD INSURANCE - 1804	27,379	22,676
MURPHY OIL - 303		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MWI VETERINARY SUPPLY - 211	7,615	13,325
NASDAQ OMX GROUP - 330		
NATIONAL GRID TRANSCO - 205	10,353	6,613
NATL CITY CAP TR - 2000	50,000	49,720
NCI INC - 137	3,981	3,150
NCR CORP - 596	7,433	9,161
NEOGEN CORP - 120	3,960	4,924
NESTLE - 237	6,887	13,921
NESTLE - 37	1,997	2,173
NETAPP - 163	5,540	8,958
NETFLIX - 44	5,175	7,731
NEW YORK COMM BANCORP - 1500	25,489	28,275
NEW YORK COMM BANCORP - 330	3,914	6,221
NEWCREST MINING - 555	12,912	23,116
NEWMONT MINING CORP - 570		
NEXEN - 1271	28,199	29,106
NII HLDGS - 33	1,262	1,474
NIKE INC - 106	7,211	9,055
NIKE INC - 60	4,910	5,125
NINTENDO - 456		
NINTENDO - 513	16,763	18,637
NIPPON TELEGRAPH & TELEPHONE - 1749	40,035	40,122
NIPPON TELEGRAPH & TELEPHONE - 1944		
NOBLE CORP - 1500		
NOKIA CORP - 1884	23,232	19,443
NOKIA OYJ - 815	10,456	8,411
NOMURA HOLDINGS - 850	16,072	5,423
NORTHROP GRUMMAN - 86	4,362	5,571
NORTHWESTERN - 665		
NOVAGOLD RESOURCES - 1215		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NOVARTIS - 220	11,361	12,969
NOVARTIS -539		
NUCOR CORP - 3000	179,513	131,460
NUCOR CORP - 57	2,173	2,498
NUVASIVE - 198	6,761	5,079
O'REILLY AUTOMOTIVE - 40	2,155	2,417
OCCIDENTAL PETROLEUM - 96	7,976	9,418
OCEANEERING INTERNATIONAL - 144	3,969	10,603
OCWEN FINL - 1646	15,875	15,703
OILSANDS QUEST - 3670		
OMEGA HEALTHCARE INVESTORS - 967	11,504	21,699
ON SEMICONDUCTOR - 838	8,137	8,279
ONEOK - 355	11,471	19,692
OPEN TEXT - 180	3,031	8,291
ORACLE - 361	6,758	11,299
ORACLE - 696	19,564	21,785
OWENS ILLINOIS - 4000	221,867	122,800
OWENS ILLINOIS - 4520		
OWENS ILLINOIS - 520	11,117	15,964
PACCAR - 204	9,726	11,697
PANASONIC - 1444	23,685	20,360
PAREXEL INTL - 383	7,825	8,131
PARKER HANNIFIN - 27	2,046	2,330
PAYCHEX - 242		
PEABODY - 38	1,936	2,431
PEETS COFFEE & TEA - 116	3,426	4,842
PEGASYSTEMS - 221	6,827	8,095
PENN VIRGINIA - 1013	17,178	17,039
PEPSICO - 88	5,724	5,749
PERFICIENT - 466	8,204	5,825

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PETROLEO BRASILEIRO - 311	11,570	11,768
PETROLEO BRASILEIRO - 460		
PFIZER - 646	16,157	11,311
PHARMACEUTICAL PROD DEV - 254	7,126	6,894
PITNEY BOWES - 114	2,802	2,757
PLEXUS - 352	7,016	10,891
PNC FINL SVCS - 98	5,611	5,951
POSCO - 105	6,547	11,307
PRECISION CASTPARTS - 70	8,565	9,745
PRICELINE COM - 26	6,719	10,388
PROCTER & GAMBLE - 85	4,735	5,468
PSS WORLD MEDICAL - 189	3,850	4,271
PULTEGROUP - 1280	10,182	9,626
QLOGIC - 422		
QUALCOMM - 522	22,996	25,834
QUEST DIAGNOSTICS - 1000	43,070	53,970
QUEST DIAGNOSTICS - 1608		
RADIANT SYSTEMS - 511	7,887	10,000
RAYMOND JAMES FINANCIAL - 429	12,424	14,028
RED HAT - 48	1,944	2,191
REDWOOD TRUST - 1180	17,937	17,617
RESEARCH IN MOTION - 30	1,873	1,744
REXAM - 221		
RIGHTNOW TECHNOLOGIES - 183	4,340	4,332
RITE AID - 1919	4,586	1,694
RIVERBED TECHNOLOGY - 295		
RIVERBED TECHNOLOGY - 512	4,108	18,007
ROCHE HLDGS - 383		
ROFIN SINAR TECHNOLOGIES - 185	4,797	6,556
ROHM CO LTD - 537	15,323	17,603

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROSETTA STONE - 235	4,946	4,987
ROUNDING		
ROYAL BANK SCOTLAND 6.125 - 1000		
ROYAL BK SCOTLAND 6.25 - 2000		
ROYAL BK SCOTLAND 6.75 - 2000		
ROYAL BK SCOTLAND 7.65 - 4000		
ROYAL DUTCH SHELL A - 1100		
ROYAL DUTCH SHELL A - 171	10,191	11,419
ROYAL DUTCH SHELL A - 82	6,413	5,476
ROYAL DUTCH SHELL B - 455	30,180	30,335
RR DONNELLEY & SONS - 310	6,336	5,416
SALESFORCE COM - 58	7,066	7,656
SANDRIDGE ENERGY - 2174	15,067	15,914
SANOFI-AVENTIS - 170	5,993	5,479
SANOFI-AVENTIS - 300	12,760	9,669
SANOFI-AVENTIS - 766	27,945	24,688
SCANSOURCE - 264	7,709	8,422
SCHEIN (HENRY) - 113		
SCHLUMBERGER - 1500		
SCHLUMBERGER - 192	13,254	16,032
SCRIPPS NETWORKS - 34	1,700	1,760
SEAGATE TECHNOLOGY - 107	1,625	1,608
SEI INVESTMENTS - 312		
SEKISUI HOUSE - 1403	14,784	14,212
SENSIENT TECHNOLOGIES - 545	12,705	20,018
SHIRE PLC - 72	5,040	5,211
SHISEIDO - 894	16,186	19,596
SIEMENS - 110	9,457	13,668
SIEMENS -204	14,696	25,347
SILVER WHEATON - 575		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SIMPSON MFG - 263	10,744	8,129
SK TELECOM - 1779	28,618	33,143
SLM CORP - 1740	8,294	21,907
SMITH & NEPHEW - 330	15,174	17,342
SMITH INTL - 563		
SOCIETE GENERAL - 495	5,557	5,342
SOCIETE GENERAL - 640		
SOCIETE GENERAL - 883	7,659	9,598
SONIC - 294		
SONOSITE - 138	5,079	4,361
SONY CORP - 305	13,723	10,892
SOUTHERN CO - 700	24,502	26,761
SOUTHERN COPPER - 250	5,866	12,185
SOUTHERN UNION COMPANY - 535		
SOUTHERN UNION COMPANY - 562	9,591	13,527
SPDR GOLD - 210		
SPDR S&P MIDCAP 400 - 200	27,530	32,936
SPDR SER TR - 5000		
SPDR SER TR REGL - 5000		
ST JUDE MEDICAL - 36	1,402	1,539
STANDARD & POORS MIDCAP 400 - 126		
STARBUCKS - 260	6,339	8,354
STARWOOD HOTELS & RESORTS - 37	2,112	2,249
STATE STREET - 81	3,350	3,754
STATOILHYDRO - 532	11,328	12,646
STERICYCLE - 167		
STEWART ENTERPRISES - 3259	17,074	21,803
STMICROELECTRONICS - 815	12,291	8,509
STORA ENSO - 929	12,225	9,578
SUMITOMO TRUST & BANKING - 2477	15,589	15,704

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SUNCOR ENERGY - 1194		
SUNCOR ENERGY - 620	17,953	23,740
SUNPOWER - 609		
SURMODICS - 119		
SWIFT ENERGY - 186	7,454	7,282
SWISS REINSURANCE - 160	10,960	8,634
SWISS REINSURANCE - 509		
SWISSCOM - 521	17,477	22,950
TAKEDA PHARMACEUTICAL - 234	5,048	5,698
TARGET - 112	6,018	6,735
TD AMERITRADE - 116	1,937	2,203
TDK CORP - 171		
TECHNIP - 156		
TELECOM ITALIA - 2074	50,407	22,690
TELEDYNE TECH - 152	6,530	6,683
TELEFLEX - 151	10,463	8,125
TELEFONICA - 77	5,563	5,268
TESORO - 3000	162,930	55,620
TETRA TECH - 238	4,208	5,964
TETRA TECH - 705		
TETRA TECHNOLOGIES - 291	6,356	3,454
TEVA PHARMACEUTICAL - 110	5,544	5,734
TEXAS INSTRUMENTS - 67	1,914	2,178
THERMO FISHER SCIENTIFIC - 505	21,355	27,957
THERMO FISHER SCIENTIFIC - 744		
TIDEWATER - 240	11,672	12,922
TIME WARNER - 178	5,583	5,726
TNT NV - 307	5,517	8,134
TOPPAN PRTG - 244		
TORONTO DOMINION BANK - 125	4,310	9,289

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TOTAL SA - 180	11,711	9,626
TOTAL SA - 194	11,529	10,375
TOTAL SA - 95		
TOWER GROUP - 304	7,094	7,782
TOYOTA MTRS - 229	16,174	18,006
TRACTOR SUPPLY - 360	11,001	17,456
TRANSATLANTIC HLDGS - 372	16,148	19,203
TRANSOCEAN LTD - 405	34,396	28,152
TRAVELERS COMPANIES - 125		
TRAVELERS COMPANIES - 98	3,999	5,460
TRIQUINT SEMICONDUCTOR - 229	1,051	2,677
TRUE RELIGION APPAREL - 303	5,932	6,745
TRW AUTOMOTIVE - 600	20,913	31,620
UBS AG - 880	23,295	14,494
UNILEVER - 353	8,166	10,901
UNION PACIFIC - 121	8,892	11,212
UNITED CONTINENTAL - 242	5,382	5,764
UNITED CONTINENTAL - 94	2,101	2,239
UNITED NATURAL FOODS - 346	12,081	12,691
UNITED PARCEL SERVICE - 74	5,163	5,371
UNITED STATES STEEL - 415		
UNITED STATES STEEL - 455	21,767	26,581
UNITED TECHNOLOGIES - 159	11,847	12,516
UNITED UTILS - 906		
URBAN OUTFITTERS - 82	3,151	2,936
US BANCORP - 1093	19,626	29,478
US BANCORP - 1126		
USG CORP - 1459	19,928	24,555
UTS SPDR TRUST SER 1 - 146		
VALEANT PHARMACEUTICALS - 645		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VALERO - 7500	503,022	173,400
VALERO - 7840		
VALSPAR - 218	5,931	7,517
VANGUARD REIT ETF - 158	8,355	8,748
VARIAN - 15	915	1,039
VARIAN - 193	7,171	13,371
VECTREN - 560		
VERISIGN - 83	2,731	2,711
VERIZON COMMINICATIONS - 5000	208,253	178,900
VERIZON COMMUNICATIONS - 168	5,144	6,011
VERIZON COMMUNICATIONS - 5205		
VF CORP - 75	4,230	6,464
VINCI ADR - 940	10,575	12,825
VISA INC - 193		
VISA INC - 69	5,482	4,856
VMWARE - 60	4,928	5,335
VODAFONE - 475	11,186	12,559
VODAFONE - 989	20,005	26,149
VOLCANO - 266	6,071	7,264
VOLVO AKTIEBOLAGET - 955		
WACHOVIA CAP TR IX - 2000		
WACOAL - 259	16,678	18,790
WAL-MART STORES - 186	9,828	10,031
WAL-MART STORES - 355		
WALTER ENERGY - 23	2,000	2,940
WASTE MGMT - 215		
WASTE MGMT - 50	1,840	1,844
WELLS FARGO - 230	5,435	7,128
WEST PHARMACEUTICAL - 159	5,427	6,551
WESTERN DIGITAL - 280	9,382	9,492

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WESTERN UNION - 395		
WHOLE FOODS MKT - 323		
WHOLE FOODS MKT - 68	2,711	3,440
WINDSTREAM - 585		
WOLTERS KLUWER - 1030	18,124	22,804
WOODWARD GOVERNOR - 231	4,647	8,676
WORLD FUEL SVCS - 360		
XEROX CORP - 470	4,874	5,414
XTO ENERGY - 4000		
YUM BRANDS - 124	4,716	6,082
ZEBRA TECHNOLOGIES - 221	10,091	8,396
ROUNDING	26	26

TY 2010 Investments Government Obligations Schedule

Name:	PERRIN FOUNDATION INC
EIN:	22-6049335
US Government Securities - End of Year Book Value:	
US Government Securities - End of Year Fair Market Value:	
State & Local Government Securities - End of Year Book Value:	1,834,613
State & Local Government Securities - End of Year Fair Market Value:	1,924,147

TY 2010 Investments - Other Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN EXPRESS CENTURION - 96000	AT COST	96,000	96,872
AQUILA THREE PEAKS	AT COST	99,647	107,645
BARCLAYS BANK DELAWARE - 75000	AT COST	75,000	76,295
BLACKROCK INTL OPP - 2474.357	AT COST		
CAPITAL ONE BANK COD - 50000	AT COST		
CAPMARK BANK - 75000	AT COST	75,000	77,388
CITIBANK 3% - 96000	AT COST	96,000	98,686
DOUBLELINE EMERGING MKTS	AT COST	110,017	110,210
EATON VANCE GL MACRO	AT COST	110,017	109,782
FIRST EAGLE GLOBAL CLASS	AT COST	156,930	156,342
FMI FOCUS FUND	AT COST	67,000	71,552
GE MONEY BANK COD 3.15% - 50000	AT COST	50,000	51,666
GE MONEY BANK COD 4.05%-45000	AT COST	45,000	46,248
GE MONEY BANK COD 4.25%-50000	AT COST	50,000	52,282
INVESCO MUNICIPAL	AT COST	56,249	73,755
KEELEY SM CAP - 2920.006	AT COST		
KEYBANK NATL ASSOC 3.5% - 50000	AT COST		
MORGAN STANLEY INSTL - 2736.727	AT COST		
OPPENHEIMER DEV MKTS - 820.819	AT COST		
PARAGON COMMERCIAL BANK 3% - 96000	AT COST	96,000	97,822
PIMCO TOTAL RETURN INSTL - 12547.324	AT COST		
RS FLOATING RATE FUND	AT COST	110,017	110,321
RS VALUE FUND	AT COST	94,472	109,363
RYDEXSGI MID CAP VAL - 5192.108	AT COST	50,017	61,890
THE HUNTINGTON NATL BANK - 50000	AT COST		
THORNBURG CORE GRWTH - 12626.684	AT COST		
THORNBURG DEVELOPING MARKETS	AT COST	100,017	102,471
THORNBURG INCOME BUILDER	AT COST	123,034	128,081
THORNBURG INTL VALUE	AT COST	144,695	160,002
THORNBURG STRATEGIC INC	AT COST	124,965	125,264

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WESTCORE SELECT DISCRETION	AT COST	100,000	102,630
WISDOMTREE TR EMERG MKTS - 700	AT COST	40,872	41,783

TY 2010 Legal Fees Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,347			

TY 2010 Other Decreases Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Description	Amount
BASIS ADJUSTMENT - DONATED SECURITIES SOLD	257,036

TY 2010 Other Expenses Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT FEES	102,726	102,726		
ADMINISTRATIVE EXPENSES	113			
INSURANCE	8,039			

TY 2010 Other Income Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL EXCISE TAX REFUND	22,619		22,619

TY 2010 Other Liabilities Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Description	Beginning of Year - Book Value	End of Year - Book Value
CALL LIABILITY	65,979	38,787

TY 2010 Taxes Schedule

Name: PERRIN FOUNDATION INC

EIN: 22-6049335

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NY FILING FEE	750			
FOREIGN TAXES	5,377	5,377		