



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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
RIVER BRANCH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
177 4TH AVENUE N 2ND FLOOR

City or town, state, and ZIP code
JACKSONVILLE, FL 32250

A Employer identification number
22-6054887

B Telephone number (see page 10 of the instructions)
(904) 396-5831

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 ☐

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)
\$ 17,597,904

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

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	288,512	288,512		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-183,008			
	b Gross sales price for all assets on line 6a <u>3,235,141</u>				
	7 Capital gain net income (from Part IV , line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	4,528	4,528		
	12 Total. Add lines 1 through 11	110,032	293,040		
	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).	15,033	11,275		3,758
	c Other professional fees (attach schedule)	94,484	94,484		0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	10,965	7,222		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	160	0		160
	24 Total operating and administrative expenses. Add lines 13 through 23	120,642	112,981		3,918
	25 Contributions, gifts, grants paid	715,000			715,000
	26 Total expenses and disbursements. Add lines 24 and 25	835,642	112,981		718,918
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-725,610			
	b Net investment income (if negative, enter -0-)		180,059		
	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	7,930,230	529,088	529,088
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	339,262		
	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	63,836	60,093	60,093
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	8,999,227	15,322,764	17,008,723
	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)	17,332,555	15,911,945	17,597,904	
Liabilities	17	Accounts payable and accrued expenses	695,000		
	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)	695,000	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	16,637,555	15,911,945	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	16,637,555	15,911,945	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	17,332,555	15,911,945	

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	16,637,555
2	Enter amount from Part I, line 27a	2	-725,610
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	15,911,945
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,911,945

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			(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	See Additional Data Table		
b			
c			
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	-183,008
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	

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	1,614,626	15,910,037	0 101485
2008	1,591,577	22,225,354	0 071611
2007	1,632,707	29,232,661	0 055852
2006	1,289,949	27,267,329	0 047307
2005	2,025,326	26,305,242	0 076993

2	Total of line 1, column (d).	2	0 353248
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 070650
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	16,101,103
5	Multiply line 4 by line 3.	5	1,137,543
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,801
7	Add lines 5 and 6.	7	1,139,344
8	Enter qualifying distributions from Part XII, line 4.	8	718,918

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 VIExcise 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			
		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 type="checkbox"/> and enter 1% of Part I, line 27b		1	3,601
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	3,601
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	3,601
6		Credits/Payments			
a		2010 estimated tax payments and 2009 overpayment credited to 2010	6a	68,143	
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	68,143
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	64,542
11		Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 34,542	Refunded <input type="checkbox"/>	11	30,000

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		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)?			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 <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		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) <input type="checkbox"/> FL, NJ			
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)*

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? Website address RIVERBRANCHFOUNDATION.ORG	13	Yes	
14	The books are in care of EDWARD P SCHMITZER Telephone no (904) 396-5831 Located at 5011 GATE PARKWAY BLDG 100 SUITE 300 JACKSONVILLE FL ZIP+4 32256			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country.				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
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? If "Yes," list the years 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)	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)? 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?

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?

5b

6b

No

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
JENNIFER JOHNSON DUKE	DIRECTOR	0	0	0
177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	0 00			
JUDITH LEROUX	TRUSTEE	0	0	0
177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	0 00			
SIMON GREGG	TRUSTEE	0	0	0
177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	0 00			
JASON GREGG	TRUSTEE	0	0	0
177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	0 00			

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.

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (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	
All other program-related investments. See page 24 of the instructions.	
3	
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	15,562,472
b	Average of monthly cash balances.	1b	783,825
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	16,346,297
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	16,346,297
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	245,194
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,101,103
6	Minimum investment return. Enter 5% of line 5.	6	805,055

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	805,055
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	3,601
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,601
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	801,454
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	801,454
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	801,454

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	718,918
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	718,918
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	718,918
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				801,454
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005.				732,549
b From 2006.				4,411
c From 2007.				217,160
d From 2008.				482,039
e From 2009.				820,678
f Total of lines 3a through e.	2,256,837			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 718,918				
a Applied to 2009, but not more than line 2a			0	
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.				718,918
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).)	82,536			82,536
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,174,301			
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				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)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	650,013			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,524,288			
10 Analysis of line 9				
a Excess from 2006. . . .				4,411
b Excess from 2007. . . .				217,160
c Excess from 2008. . . .				482,039
d Excess from 2009. . . .				820,678
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.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 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	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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

TRUSTEE THE RIVER BRANCH FOUNDATION
177 4TH AVENUE NORTH
JACKSONVILLE,FL 32250
(904) 396-5831

b

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

WRITTEN REQUESTS ACCEPTED FROM RECOGNIZED NONPROFIT ORGANIZATIONS NO PRESCRIBED APPLICATION FORMAT

c

Any submission deadlines

NONE

d

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

ALL GRANTS ARE MADE TO ORGANIZATIONS RECOGNIZED BY IRS AS CHARITABLE ORGANIZATIONS MOST OF THESE ARE IN THE JACKSONVILLE AREA

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	715,000
b Approved for future payment				
Total			▶ 3b	0

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					
4 Dividends and interest from securities. . . .			14	288,512	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	4,528	
8 Gain or (loss) from sales of assets other than inventory			18	-183,008	
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		110,032	0
13 Total. Add line 12, columns (b), (d), and (e). 13					110,032

[illegible]

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 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.

Signature of officer or trustee

2011-08-02

Date

Title

Paid Preparer's Use Only

Preparer's Signature

EDWARD P SCHMITZER

Firm's name

SMOAK DAVIS & NIXON LLP

5011 GATE PARKWAY BLDG 100 STE 300

Firm's address

JACKSONVILLE, FL 322560562

Date

Check if self-employed

PTIN

Firm's EIN

Phone no (904) 396-5831

Form 990-PF (2010)

Additional Data

Software ID:
Software Version:
EIN: 22-6054887
Name: RIVER BRANCH FOUNDATION

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	159 SHRS - ADOBE SYSTEMS INC	P	2010-11-24	2010-12-14
B	248 SHRS - ANALOG DEVICES	P	2010-01-07	2010-12-14
C	86 SHRS - AIR PROD & CHEM INC COM	P	2010-01-07	2010-12-14
D	166 SHRS - AVON PRODS INC	P	2010-01-07	2010-12-14
E	168 SHRS - AMERICAN EXPRESS	P	2010-01-07	2010-12-14
F	69 SHRS - BECTON DICKINSON & CO	P	2010-01-07	2010-12-14
G	150 SHRS - BAKER HUGHES INC	P	2010-01-07	2010-12-14
H	2450 SHRS - BP PLC ADR ORD SHRS	P	2010-01-07	2010-06-18
I	161 SHRS - BP PLC ADR ORD SHRS	P	2010-02-11	2010-06-18
J	259 SHRS - BP PLC ADR ORD SHRS	P	2010-02-10	2010-06-18
K	300 SHRS - BORGWARNER INC	P	2010-01-07	2010-09-13
L	829 SHRS - BORGWARNER INC	P	2010-01-07	2010-09-14
M	300 SHRS - BORGWARNER INC	P	2010-01-07	2010-09-14
N	484 SHRS - BORGWARNER INC	P	2010-01-07	2010-11-16
O	332 SHRS - BORGWARNER INC	P	2010-01-07	2010-11-24
P	168 SHRS - BORGWARNER INC	P	2010-01-29	2010-11-24
Q	803 SHRS - BORGWARNER INC	P	2010-01-29	2010-11-26
R	94 SHRS - CATERPILLAR INC DEL	P	2010-01-07	2010-12-14
S	380 SHRS - CARNIVAL CORP CL A	P	2010-01-07	2010-03-15
T	567 SHRS - CARNIVAL CORP CL A	P	2010-01-07	2010-03-16
U	103 SHRS - CARNIVAL CORP CL A	P	2010-01-07	2010-12-14
V	377 SHRS - COMCAST CORP NEW CL A	P	2010-01-07	2010-12-14
W	147 SHRS - CANADIAN NAT RES LTD	P	2010-01-07	2010-12-14
X	119 SHRS - COSTCO WHOLESALE CORP NEW COM	P	2010-01-07	2010-12-14
Y	200 SHRS - CHARLES RIV LABORATORIES INT COM	P	2010-01-07	2010-09-08
Z	400 SHRS - CHARLES RIV LABORATORIES INT COM	P	2010-01-07	2010-09-09
AA	400 SHRS - CHARLES RIV LABORATORIES INT COM	P	2010-01-07	2010-09-10
AB	500 SHRS - CHARLES RIV LABORATORIES INT COM	P	2010-01-07	2010-09-14
AC	200 SHRS - CHARLES RIV LABORATORIES INT COM	P	2010-01-07	2010-09-14
AD	844 SHRS - CHARLES RIV LABORATORIES INT COM	P	2010-01-07	2010-09-15

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	379 SHRS - CISCO SYSTEMS INC	P	2010-01-07	2010-12-14
AF	956 SHRS - CVS CAREMARK CORP COM STK	P	2010-01-07	2010-05-25
AG	500 SHRS - CVS CAREMARK CORP COM STK	P	2010-01-07	2010-06-01
AH	446 SHRS - CVS CAREMARK CORP COM STK	P	2010-01-07	2010-06-02
AI	2871 SHRS - CVS CAREMARK CORP COM STK	P	2010-01-07	2010-08-27
AJ	979 SHRS - DOVER CORP	P	2010-01-07	2010-02-05
AK	1169 SHRS - DOVER CORP	P	2010-01-07	2010-02-08
AL	142 SHRS - EMERSON ELECTRIC CO COM	P	2010-01-07	2010-12-14
AM	366 SHRS - EOG RES INC	P	2010-01-07	2010-01-29
AN	40 SHRS - EOG RES INC	P	2010-01-07	2010-12-14
AO	119 SHRS - EXELON CORP COM	P	2010-01-07	2010-12-14
AP	86 SHRS - FEDEX CORP COM	P	2010-11-22	2010-12-14
AQ	12 SHRS - GOOGLE INC	P	2010-01-07	2010-12-14
AR	25 SHRS - GOLDMAN SACHS GROUP	P	2010-01-07	2010-12-14
AS	79 SHRS - W W GRAINGER INC	P	2010-01-07	2010-12-14
AT	47 SHRS - INTERNATIONAL BUSINESS MACHS CORP COM	P	2010-01-07	2010-12-14
AU	104 SHRS - JOHNSON & JOHNSON COM	P	2010-01-07	2010-12-14
AV	125 SHRS - COCA COLA CO	P	2010-01-07	2010-12-14
AW	131 SHRS - MEDTRONIC INC	P	2010-01-07	2010-12-14
AX	73 SHRS - 3M COMPANY	P	2010-09-17	2010-12-14
AY	129 SHRS - MONSANTO CO NEW	P	2010-01-07	2010-12-14
AZ	336 SHRS - MICROSOFT CORP COM	P	2010-01-07	2010-12-14
BA	42 SHRS - M & T BK CORP COM	P	2010-01-07	2010-12-14
BB	261 SHRS - NESTLE SA	P	2010-01-07	2010-12-14
BC	144 SHRS - NOVARTIS ADR	P	2010-01-07	2010-12-14
BD	54 SHRS - OCCIDENTAL PETROLEUM CORP	P	2010-01-07	2010-12-14
BE	110 SHRS - PEPSICO INC COM	P	2010-01-07	2010-12-14
BF	103 SHRS - PROCTER & GAMBLE CO COM	P	2010-01-07	2010-12-14
BG	433 SHRS - PROGRESSIVE CORP OHIO	P	2010-01-07	2010-12-14
BH	92 SHRS - PHILIP MORRIS INTERNATIONAL INC	P	2010-01-07	2010-12-14

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	124 SHRS - QUALCOMM INC COM	P	2010-01-07	2010-12-14
BJ	1393 SHRS - SAP AKGSLTT SPONSORD ADR	P	2010-01-07	2010-02-10
BK	1995 SHRS - SAP AKGSLTT SPONSORD ADR	P	2010-01-07	2010-02-11
BL	222 SHRS - SYSCO CORPORATION	P	2010-01-07	2010-12-14
BM	600 SHRS - TIFFANY & CO	P	2010-01-07	2010-11-16
BN	719 SHRS - TIFFANY & CO	P	2010-01-07	2010-11-17
BO	99 SHRS - TIFFANY & CO	P	2010-01-07	2010-12-14
BP	157 SHRS - TEXAS INSTRS INC	P	2010-06-29	2010-12-14
BQ	82 SHRS - UNION PACIFIC CORP	P	2010-01-07	2010-12-14
BR	196 SHRS - UTI WORLDWIDE INC	P	2010-01-07	2010-12-14
BS	246 SHRS - WELLS FARGO & CO NEW COM STK	P	2010-01-07	2010-12-14
BT	99 SHRS - WAL MART STORES INC	P	2010-01-07	2010-12-14
BU	65 SHRS - EXXON MOBIL CORP COM	P	2010-08-27	2010-12-14
BV	1000 SHRS - BROWN & BROWN INC	P	2005-08-29	2010-08-10
BW	1000 SHRS - BROWN & BROWN INC	P	2005-08-29	2010-10-19
BX	3500 SHRS - FEDERATED INVS INC PA CL B	P	2006-05-15	2010-08-10
BY	2400 SHRS - INTERNATIONAL SPEEDWAY CORP CL A	P	2006-05-24	2010-02-09
BZ	500 SHRS - CARMAX INC W/I COM	P	2004-05-13	2010-03-31
CA	975 SHRS - CARMAX INC W/I COM	P	2004-05-13	2010-10-28
CB	2200 SHRS - ZEBRA TECHNOLOGIES CORP CL A	P	2006-06-22	2010-08-10
CC	405 803 SHRS - VANGUARD FIXED INCOME SHORT TERM CORP	P	2010-04-30	2010-07-13
CD	402 355 SHRS - VANGUARD FIXED INCOME SHORT TERM CORP	P	2010-06-30	2010-07-13
CE	416 564 SHRS - VANGUARD FIXED INCOME SHORT TERM CORP	P	2010-03-31	2010-07-13
CF	367 424 SHRS - VANGUARD FIXED INCOME SHORT TERM CORP	P	2010-01-29	2010-07-13
CG	378 664 SHRS - VANGUARD FIXED INCOME SHORT TERM CORP	P	2010-02-26	2010-07-13
CH	418 864 SHRS - VANGUARD FIXED INCOME SHORT TERM CORP	P	2010-05-28	2010-07-13
CI	29203 989 SHRS - VANGUARD FIXED INCOME SHORT TERM CORP	P	2010-01-12	2010-07-13
CJ	80 SHRS - APPLE INC	P	2009-12-07	2010-04-08
CK	50 SHRS - APPLE INC	P	2009-12-07	2010-04-28
CL	50 SHRS - APPLE INC	P	2009-12-07	2010-06-29

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	20 SHRS - APPLE INC	P	2009-12-07	2010-07-06
CN	40 SHRS - APPLE INC	P	2009-04-16	2010-07-06
CO	40 SHRS - APPLE INC	P	2010-08-12	2010-09-27
CP	40 SHRS - APPLE INC	P	2010-08-12	2010-10-19
CQ	10 SHRS - APPLE INC	P	2010-08-20	2010-10-19
CR	200 SHRS - ABBOTT LAB COM	P	2010-01-20	2010-12-06
CS	200 SHRS - ABBOTT LAB COM	P	2009-12-07	2010-12-06
CT	300 SHRS - ABBOTT LAB COM	P	2009-12-07	2010-12-23
CU	600 SHRS - AMERICAN EXPRESS	P	2010-08-11	2010-10-07
CV	100 SHRS - AMERICAN EXPRESS	P	2010-09-27	2010-10-07
CW	300 SHRS - AMERICAN EXPRESS	P	2010-09-27	2010-10-12
CX	100 SHRS - AMERICAN EXPRESS	P	2010-08-18	2010-10-12
CY	500 SHRS - AMERICAN EXPRESS	P	2010-08-18	2010-12-17
CZ	200 SHRS - AMERICAN EXPRESS	P	2010-09-09	2010-12-17
DA	450 SHRS - BURLINGTON NORTHERN SANTE FE CORP	P	2009-12-07	2010-01-07
DB	300 SHRS - CAMERON INTL CORP	P	2009-12-07	2010-03-17
DC	300 SHRS - CAMERON INTL CORP	P	2009-12-07	2010-06-02
DD	300 SHRS - CAMERON INTL CORP	P	2010-11-17	2010-12-07
DE	150 SHRS - COLGATE-PALMOLIVE CO COM	P	2009-12-07	2010-08-16
DF	50 SHRS - COLGATE-PALMOLIVE CO COM	P	2007-01-29	2010-08-16
DG	150 SHRS - COLGATE-PALMOLIVE CO COM	P	2007-01-29	2010-08-26
DH	100 SHRS - COLGATE-PALMOLIVE CO COM	P	2007-01-29	2010-10-05
DI	200 SHRS - COLGATE-PALMOLIVE CO COM	P	2007-01-29	2010-12-06
DJ	200 SHRS - COSTCO WHOLESALE CORP NEW COM	P	2009-12-07	2010-08-26
DK	200 SHRS - COSTCO WHOLESALE CORP NEW COM	P	2009-12-07	2010-12-03
DL	300 SHRS - WALT DISNEY CO	P	2010-03-04	2010-06-07
DM	100 SHRS - WALT DISNEY CO	P	2009-12-07	2010-06-07
DN	300 SHRS - GILEAD SCIENCES INC COM	P	2009-12-07	2010-04-21
DO	300 SHRS - GILEAD SCIENCES INC COM	P	2009-12-07	2010-04-30
DP	400 SHRS - GILEAD SCIENCES INC COM	P	2009-12-07	2010-05-04

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	1100 SHRS - GILEAD SCIENCES INC COM	P	2009-12-07	2010-05-14
DR	30 SHRS - GOOGLE INC	P	2009-12-07	2010-10-12
DS	200 SHRS - HEWLETT PACKARD CO COM	P	2009-12-07	2010-03-03
DT	100 SHRS - HEWLETT PACKARD CO COM	P	2009-12-07	2010-04-29
DU	500 SHRS - HEWLETT PACKARD CO COM	P	2009-12-07	2010-08-09
DV	500 SHRS - HEWLETT PACKARD CO COM	P	2006-05-22	2010-08-09
DW	600 SHRS - HEWLETT PACKARD CO COM	P	2006-05-22	2010-08-12
DX	700 SHRS - HEWLETT PACKARD CO COM	P	2006-05-22	2010-08-27
DY	400 SHRS - JUNIPER NETWORKS	P	2009-12-07	2010-03-15
DZ	600 SHRS - JUNIPER NETWORKS	P	2009-12-07	2010-06-02
EA	400 SHRS - JUNIPER NETWORKS	P	2009-12-07	2010-09-24
EB	150 SHRS - JPMORGAN CHASE & CO COM	P	2008-09-29	2010-03-18
EC	250 SHRS - JPMORGAN CHASE & CO COM	P	2008-09-23	2010-03-18
ED	200 SHRS - KELLOGG CO COM	P	2010-04-29	2010-10-05
EE	200 SHRS - KELLOGG CO COM	P	2010-04-29	2010-10-21
EF	100 SHRS - KELLOGG CO COM	P	2010-05-03	2010-10-21
EG	200 SHRS - KELLOGG CO COM	P	2010-06-10	2010-10-21
EH	200 SHRS - KELLOGG CO COM	P	2010-04-22	2010-11-02
EI	200 SHRS - KELLOGG CO COM	P	2010-06-01	2010-11-02
EJ	400 SHRS - KELLOGG CO COM	P	2010-04-14	2010-11-02
EK	100 SHRS - KELLOGG CO COM	P	2010-08-10	2010-11-02
EL	300 SHRS - COCA COLA CO	P	2009-12-07	2010-02-25
EM	200 SHRS - MCDONALDS CORP	P	2009-12-07	2010-03-04
EN	100 SHRS - MCDONALDS CORP	P	2010-07-08	2010-10-26
EO	100 SHRS - MCDONALDS CORP	P	2009-12-07	2010-10-26
EP	200 SHRS - 3M COMPANY	P	2010-03-30	2010-06-03
EQ	200 SHRS - 3M COMPANY	P	2009-12-07	2010-06-10
ER	180 SHRS - 3M COMPANY	P	2009-12-07	2010-10-28
ES	150 SHRS - 3M COMPANY	P	2009-12-07	2010-11-11
ET	170 SHRS - 3M COMPANY	P	2009-12-07	2010-12-02

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	350 SHRS - 3M COMPANY	P	2009-12-07	2010-12-07
EV	200 SHRS - MONSANTO CO NEW	P	2010-01-06	2010-04-07
EW	300 SHRS - MONSANTO CO NEW	P	2009-12-07	2010-04-07
EX	100 SHRS - MONSANTO CO NEW	P	2010-01-12	2010-04-14
EY	200 SHRS - MONSANTO CO NEW	P	2010-02-25	2010-04-14
EZ	100 SHRS - MONSANTO CO NEW	P	2010-03-02	2010-04-14
FA	150 SHRS - OCCIDENTAL PETROLEUM CORP	P	2010-06-07	2010-12-08
FB	50 SHRS - OCCIDENTAL PETROLEUM CORP	P	2009-12-07	2010-12-08
FC	200 SHRS - PROCTER & GAMBLE CO COM	P	2009-12-07	2010-01-20
FD	100 SHRS - PROCTER & GAMBLE CO COM	P	2010-03-04	2010-05-11
FE	100 SHRS - PROCTER & GAMBLE CO COM	P	2009-12-07	2010-05-11
FF	50 SHRS - QUALCOMM INC COM	P	2009-12-10	2010-05-17
FG	450 SHRS - QUALCOMM INC COM	P	2009-12-07	2010-05-17
FH	400 SHRS - QUALCOMM INC COM	P	2009-12-07	2010-07-01
FI	200 SHRS - RESEARCH IN MOTION	P	2010-04-14	2010-08-05
FJ	100 SHRS - RESEARCH IN MOTION	P	2010-04-26	2010-08-05
FK	100 SHRS - RESEARCH IN MOTION	P	2009-12-21	2010-08-05
FL	300 SHRS - RESEARCH IN MOTION	P	2009-12-18	2010-08-05
FM	200 SHRS - RESEARCH IN MOTION	P	2009-12-07	2010-08-05
FN	200 SHRS - RESEARCH IN MOTION	P	2009-12-07	2010-08-16
FO	300 SHRS - RESEARCH IN MOTION	P	2009-12-07	2010-08-20
FP	300 SHRS - RESEARCH IN MOTION	P	2009-12-07	2010-08-27
FQ	200 SHRS - RESEARCH IN MOTION	P	2010-07-14	2010-08-27
FR	800 SHRS - SCHWAB CHARLES CORP COM NEW	P	2009-12-07	2010-03-15
FS	800 SHRS - SCHWAB CHARLES CORP COM NEW	P	2009-12-07	2010-05-14
FT	900 SHRS - SCHWAB CHARLES CORP COM NEW	P	2009-12-07	2010-06-16
FU	800 SHRS - SCHWAB CHARLES CORP COM NEW	P	2009-12-07	2010-06-23
FV	1800 SHRS - SCHWAB CHARLES CORP COM NEW	P	2009-12-07	2010-07-09
FW	200 SHRS - SCHLUMBERGER LTD	P	2010-03-03	2010-06-01
FX	200 SHRS - SCHLUMBERGER LTD	P	2009-12-07	2010-06-01

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)
FY	200 SHRS - SCHLUMBERGER LTD	P	2009-12-07	2010-06-07
FZ	200 SHRS - SCHLUMBERGER LTD	P	2009-12-07	2010-06-25
GA	300 SHRS - TJX COS INC COM NEW	P	2009-12-07	2010-05-11
GB	100 SHRS - VISA INC CL A	P	2009-12-07	2010-01-22
GC	100 SHRS - VISA INC CL A	P	2010-05-04	2010-06-29
GD	100 SHRS - VISA INC CL A	P	2010-05-11	2010-06-29
GE	100 SHRS - VISA INC CL A	P	2010-05-11	2010-07-06
GF	100 SHRS - VISA INC CL A	P	2009-12-07	2010-07-06
GG	300 SHRS - VISA INC CL A	P	2009-12-07	2010-07-29
GH	300 SHRS - VISA INC CL A	P	2009-12-07	2010-08-18
GI	200 SHRS - VISA INC CL A	P	2009-12-07	2010-09-10
GJ	300 SHRS - VISA INC CL A	P	2009-12-07	2010-12-17
GK	100 SHRS - VISA INC CL A	P	2010-05-14	2010-12-17
GL	200 SHRS - WAL MART STORES INC	P	2008-06-30	2010-03-02
GM	300 SHRS - WAL MART STORES INC	P	2008-06-30	2010-05-06
GN	200 SHRS - WAL MART STORES INC	P	2008-06-30	2010-05-11
GO	600 SHRS - WAL MART STORES INC	P	2008-06-30	2010-10-14
GP	100 SHRS - WAL MART STORES INC	P	2009-12-07	2010-10-14
GQ	550 SHRS - WAL MART STORES INC	P	2009-12-07	2010-10-27
GR	UNITED HEALTH GROUP SETTLEMENT FUND	P	2007-12-06	2010-01-06
GS	WORLDCOM SETTLEMENT FUND	P	2002-07-21	2010-05-05
GT	CAPITAL GAINS DIVIDENDS	P		

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	4,421		4,557	-136
B	9,337		7,764	1,573
C	7,552		6,993	559
D	4,844		5,179	-335
E	7,786		7,060	726
F	5,716		5,369	347
G	8,270		6,936	1,334
H	77,597		146,755	-69,158
I	5,099		8,755	-3,656
J	8,203		13,909	-5,706
K	14,351		11,184	3,167
L	39,361		30,906	8,455
M	14,215		11,184	3,031
N	27,534		18,044	9,490
O	20,300		12,377	7,923
P	10,272		5,975	4,297
Q	48,683		28,557	20,126
R	8,644		5,609	3,035
S	14,013		12,222	1,791
T	20,947		18,237	2,710
U	4,435		3,313	1,122
V	8,295		6,406	1,889
W	6,272		5,288	984
X	8,404		7,096	1,308
Y	5,886		6,928	-1,042
Z	11,755		13,856	-2,101
AA	11,670		13,856	-2,186
AB	14,792		17,320	-2,528
AC	5,912		6,928	-1,016
AD	25,490		29,236	-3,746

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 E	7,449		9,298	-1,849
A F	32,120		32,346	-226
A G	17,197		16,918	279
A H	15,422		15,090	332
A I	78,365		97,141	-18,776
A J	40,314		42,675	-2,361
A K	48,155		50,957	-2,802
A L	8,181		6,226	1,955
A M	33,641		36,059	-2,418
A N	3,592		3,941	-349
A O	4,857		5,787	-930
A P	8,044		7,503	541
A Q	7,130		7,122	8
A R	4,200		4,439	-239
A S	10,571		7,784	2,787
A T	6,808		6,089	719
A U	6,459		6,657	-198
A V	8,049		7,030	1,019
A W	4,752		5,997	-1,245
A X	6,208		6,266	-58
A Y	7,812		11,097	-3,285
A Z	9,175		10,242	-1,067
B A	3,563		3,070	493
B B	15,081		12,271	2,810
B C	7,970		7,480	490
B D	5,031		4,479	552
B E	7,210		6,710	500
B F	6,523		6,243	280
B G	8,921		7,613	1,308
B H	5,400		4,565	835

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	6,096		6,079	17
BJ	60,400		68,520	-8,120
BK	84,852		98,131	-13,279
BL	6,484		6,237	247
BM	33,238		28,175	5,063
BN	39,977		33,763	6,214
BO	6,266		4,649	1,617
BP	5,120		3,758	1,362
BQ	7,584		5,395	2,189
BR	3,865		2,883	982
BS	7,350		7,170	180
BT	5,354		5,308	46
BU	4,667		3,851	816
BV	20,232		23,178	-2,946
BW	21,527		23,178	-1,651
BX	75,212		115,165	-39,953
BY	60,674		114,554	-53,880
BZ	12,734		4,523	8,211
CA	28,784		8,821	19,963
CB	66,017		73,265	-7,248
CC	4,354		4,362	-8
CD	4,317		4,317	0
CE	4,469		4,461	8
CF	3,942		3,931	11
CG	4,062		4,052	10
CH	4,494		4,473	21
CI	313,313		311,361	1,952
CJ	19,203		15,339	3,864
CK	12,955		9,587	3,368
CL	12,891		9,587	3,304

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)
CM	5,008		3,835	1,173
CN	10,015		4,819	5,196
CO	11,698		10,059	1,639
CP	12,464		10,059	2,405
CQ	3,116		2,502	614
CR	9,368		11,195	-1,827
CS	9,368		10,802	-1,434
CT	14,347		16,203	-1,856
CU	22,678		25,940	-3,262
CV	3,780		4,323	-543
CW	11,552		12,970	-1,418
CX	3,851		4,178	-327
CY	22,133		20,889	1,244
CZ	8,853		8,183	670
DA	44,437		44,460	-23
DB	13,192		11,332	1,860
DC	9,741		11,332	-1,591
DD	14,886		13,335	1,551
DE	11,393		12,376	-983
DF	3,798		3,310	488
DG	11,134		9,931	1,203
DH	7,475		6,621	854
DI	15,578		13,241	2,337
DJ	11,301		11,860	-559
DK	13,668		11,860	1,808
DL	10,091		9,780	311
DM	3,364		3,111	253
DN	12,116		14,015	-1,899
DO	11,919		14,015	-2,096
DP	15,503		18,686	-3,183

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	41,610		51,387	-9,777
DR	16,139		17,642	-1,503
DS	10,225		9,968	257
DT	5,279		4,984	295
DU	21,225		24,919	-3,694
DV	21,225		15,907	5,318
DW	24,111		19,088	5,023
DX	26,412		22,269	4,143
DY	11,991		10,973	1,018
DZ	15,101		16,460	-1,359
EA	11,988		10,973	1,015
EB	6,519		6,903	-384
EC	10,864		10,194	670
ED	10,121		10,985	-864
EE	9,930		10,985	-1,055
EF	4,965		5,479	-514
EG	9,930		10,875	-945
EH	9,970		10,807	-837
EI	9,970		10,781	-811
EJ	19,941		21,260	-1,319
EK	4,985		5,131	-146
EL	15,888		17,407	-1,519
EM	12,659		12,442	217
EN	7,870		6,880	990
EO	7,870		6,221	1,649
EP	15,599		16,875	-1,276
EQ	15,233		15,675	-442
ER	15,201		14,108	1,093
ES	12,867		11,756	1,111
ET	14,769		13,324	1,445

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	29,517		27,432	2,085
EV	13,726		17,304	-3,578
EW	20,589		25,085	-4,496
EX	6,626		8,309	-1,683
EY	13,251		14,609	-1,358
EZ	6,626		7,254	-628
FA	13,613		11,911	1,702
FB	4,538		3,932	606
FC	12,073		12,506	-433
FD	6,267		6,365	-98
FE	6,267		6,253	14
FF	1,876		2,280	-404
FG	16,883		20,319	-3,436
FH	12,868		18,061	-5,193
FI	10,592		14,765	-4,173
FJ	5,296		7,185	-1,889
FK	5,296		7,065	-1,769
FL	15,888		20,696	-4,808
FM	10,592		12,127	-1,535
FN	10,114		12,127	-2,013
FO	14,460		18,191	-3,731
FP	13,875		18,191	-4,316
FQ	9,250		10,957	-1,707
FR	14,602		14,736	-134
FS	13,423		14,736	-1,313
FT	14,338		16,578	-2,240
FU	11,871		14,736	-2,865
FV	25,546		33,155	-7,609
FW	10,447		12,759	-2,312
FX	10,447		12,353	-1,906

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)
FY	10,965		12,353	-1,388
FZ	11,575		12,353	-778
GA	13,728		11,116	2,612
GB	8,355		8,026	329
GC	7,245		8,886	-1,641
GD	7,245		8,431	-1,186
GE	7,196		8,431	-1,235
GF	7,196		8,026	-830
GG	21,553		24,079	-2,526
GH	21,925		24,079	-2,154
GI	13,535		16,053	-2,518
GJ	20,280		24,079	-3,799
GK	6,760		7,915	-1,155
GL	10,711		11,375	-664
GM	15,974		17,062	-1,088
GN	10,513		11,375	-862
GO	31,945		34,125	-2,180
GP	5,324		5,471	-147
GQ	29,514		30,090	-576
GR	2,961			2,961
GS	70			70
GT	2,841			2,841

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				(l) 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				-136
B				1,573
C				559
D				-335
E				726
F				347
G				1,334
H				-69,158
I				-3,656
J				-5,706
K				3,167
L				8,455
M				3,031
N				9,490
O				7,923
P				4,297
Q				20,126
R				3,035
S				1,791
T				2,710
U				1,122
V				1,889
W				984
X				1,308
Y				-1,042
Z				-2,101
AA				-2,186
AB				-2,528
AC				-1,016
AD				-3,746

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				(l) 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				-1,849
AF				-226
AG				279
AH				332
AI				-18,776
AJ				-2,361
AK				-2,802
AL				1,955
AM				-2,418
AN				-349
AO				-930
AP				541
AQ				8
AR				-239
AS				2,787
AT				719
AU				-198
AV				1,019
AW				-1,245
AX				-58
AY				-3,285
AZ				-1,067
BA				493
BB				2,810
BC				490
BD				552
BE				500
BF				280
BG				1,308
BH				835

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) 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				17
BJ				-8,120
BK				-13,279
BL				247
BM				5,063
BN				6,214
BO				1,617
BP				1,362
BQ				2,189
BR				982
BS				180
BT				46
BU				816
BV				-2,946
BW				-1,651
BX				-39,953
BY				-53,880
BZ				8,211
CA				19,963
CB				-7,248
CC				-8
CD				0
CE				8
CF				11
CG				10
CH				21
CI				1,952
CJ				3,864
CK				3,368
CL				3,304

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) 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				1,173
CN				5,196
CO				1,639
CP				2,405
CQ				614
CR				-1,827
CS				-1,434
CT				-1,856
CU				-3,262
CV				-543
CW				-1,418
CX				-327
CY				1,244
CZ				670
DA				-23
DB				1,860
DC				-1,591
DD				1,551
DE				-983
DF				488
DG				1,203
DH				854
DI				2,337
DJ				-559
DK				1,808
DL				311
DM				253
DN				-1,899
DO				-2,096
DP				-3,183

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) 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	
DQ				-9,777
DR				-1,503
DS				257
DT				295
DU				-3,694
DV				5,318
DW				5,023
DX				4,143
DY				1,018
DZ				-1,359
EA				1,015
EB				-384
EC				670
ED				-864
EE				-1,055
EF				-514
EG				-945
EH				-837
EI				-811
EJ				-1,319
EK				-146
EL				-1,519
EM				217
EN				990
EO				1,649
EP				-1,276
EQ				-442
ER				1,093
ES				1,111
ET				1,445


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) 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	
EU				2,085
EV				-3,578
EW				-4,496
EX				-1,683
EY				-1,358
EZ				-628
FA				1,702
FB				606
FC				-433
FD				-98
FE				14
FF				-404
FG				-3,436
FH				-5,193
FI				-4,173
FJ				-1,889
FK				-1,769
FL				-4,808
FM				-1,535
FN				-2,013
FO				-3,731
FP				-4,316
FQ				-1,707
FR				-134
FS				-1,313
FT				-2,240
FU				-2,865
FV				-7,609
FW				-2,312
FX				-1,906


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) 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	
FY				-1,388
FZ				-778
GA				2,612
GB				329
GC				-1,641
GD				-1,186
GE				-1,235
GF				-830
GG				-2,526
GH				-2,154
GI				-2,518
GJ				-3,799
GK				-1,155
GL				-664
GM				-1,088
GN				-862
GO				-2,180
GP				-147
GQ				-576
GR				2,961
GS				70
GT				2,841

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				
BOYSGIRLS CLUB OF NEWARK NJ 155 WASHINGTON STREET SUITE 202 NEWARK, NJ 07102	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	10,000
CENTER FOR REPRODUCTIVE RIGHTS 120 WALL ST NEW YORK, NY 10005	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	25,000
CONCORD ACADEMY 166 MAIN ST CONCORD, MA 01742	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	25,000
CONSERVATION RESOURCES 100 NORTH ROAD SUITE TWO CHESTER, NJ 07930	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	5,000
CULTURAL COUNCIL OF JACKSONVILLE 300 WATER ST JACKSONVILLE, FL 32202	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	2,000
ECOFLIGHT 311K ASPEN AIRPORT BUSINESS CENTER ASPEN, CO 81611	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	12,000
EVERGLADES FOUNDATION 18001 OLD CUTLER ROAD PALMETTO BAY, FL 33157	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
1000 FRIENDS OF FLORIDA PO BOX 5948 TALLAHASSEE, FL 32314	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	5,000
THE NATURE CONSERVANCY INC 4245 NORTH FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 22203	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	25,000
PUBLIC TRUST ENVIRONMENTAL 2029 NORTH THIRD STREET JACKSONVILLE BEACH, FL 32250	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
ST JOHN'S RIVERKEEPER 2800 UNIVERSITY BLVD NORTH JACKSONVILLE, FL 32211	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	55,000
STUDENT CONSERVATION ASSOCIATION INC PO BOX 550 CHARLESTON, NH 03603	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	10,000
THEATRE JACKSONVILLE INC 2032 SAN MARCO BLVD JACKSONVILLE, FL 32207	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	15,000
VERMONT STUDIO CENTER PO BOX 613 JOHNSON, VT 05656	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	100,000
HARBOR BRANCH OCEANOGRAPHIC INSTITUTE INC 5600 US 1 NORTH FT PIERCE, FL 34946	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
Total  3a				715,000

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 <i>Paid during the year</i>				
YOUTH CRISIS CENTER 3015 PARENTAL HOME ROAD JACKSONVILLE, FL 32216	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	81,000
UNIVERSITY OF FLORIDA BRAIN INSTITUE 100 S NEWELL DRIVE BLDG 59 RM L5-101 GAINESVILLE, FL 32611	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	125,000
NEW JERSEY CONSERVATION 170 LONGVIEW ROAD FAR HILLS, NJ 07931	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	70,000
Total  3a				715,000

TY 2010 Accounting Fees Schedule

Name: RIVER BRANCH FOUNDATION

EIN: 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	15,033	11,275		3,758

TY 2010 Investments Corporate
Stock Schedule

Name: RIVER BRANCH FOUNDATION
EIN: 22-6054887

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1745 SHS - 3M COMPANY	149,092	150,594
1950 SHS - ABBOTT LABS	88,019	93,425
2000 SHS - ACCENTURE LTD CL A	92,672	96,980
3806 SHS - ADOBE SYSTEMS INC.	107,950	117,149
2048 SHS - AIR PRODUCTS & CHEMICALS, INC.	166,525	186,266
1650 SHS - ALLERGAN, INC.	99,625	113,306
4020 SHS - AMERICAN EXPRESS	168,943	172,538
5948 SHS - ANALOG DEVICES	183,140	224,061
500 SHS - APACHE CORP	58,408	59,615
390 SHS - APPLE, INC.	50,876	125,798
3970 SHS - AVON PRODS INC.	123,848	115,368
3582 SHS - BAKER HUGHES INC	156,565	204,783
1654 SHS - BECTON DICKINSON & CO.	128,689	139,796
2200 SHS - BED BATH & BEYOND, INC.	83,542	108,130
14650 SHS - BERKSHIRE HATHAWAY CL B	673,929	1,173,612
1800 SHS - BROADCOM CORPORATION	62,151	78,390
9350 SHS - BROWN & BROWN INC. FLA	216,089	223,839
1720 SHS - CAMERON INTERNATIONAL CORP.	65,475	87,256
3531 SHS - CANADIAN NAT RES LTD	127,019	156,847
2700 SHS - CARMAX GROUP	24,426	86,076
3959 SHS - CARNIVAL CORP CL A	139,949	182,549
2254 SHS - CATERPILLAR INC. DEL	134,498	211,110
9059 SHS - CISCO SYSTEMS, INC.	221,705	183,264
5090 SHS - COCA COLA COM	288,633	334,769
400 SHS - COLGATE-PALMOLIVE CO.	26,482	32,148
9007 SHS - COMCAST CORP.	153,053	197,884
4499 SHS - COSTCO WHSL. CORP.	266,954	324,873
2200 SHS - DISNEY (WALT) HOLDING CO.	70,718	82,522
2875 SHS - DIGITAL RIVER INC.	69,267	98,958
2325 SHS - DONALDSON COMPANY, INC.	66,997	135,501

Name of Stock	End of Year Book Value	End of Year Fair Market Value
4862 SHS - EMERSON ELEC CO	213,489	277,961
952 SHS - EOG RES INC	93,793	87,022
2863 SHS - EXELON CORP COM	136,222	119,215
1554 SHS - EXXON MOBIL CORP.	92,073	113,628
2061 SHS - FEDEX CORP.	172,336	191,694
1900 SHS - FLUOR CORP.	83,087	125,894
3000 SHS - FORWARD AIR CORP.	97,067	85,140
609 SHS - GOLDMAN SACHS GROUP	108,134	102,409
534 SHS - GOOGLE, INC.	314,766	317,180
1100 SHS - HALLIBURTONCO HOLDING CO FRMLY HALLIBURTON	44,884	44,913
6200 SHS - HEARTLAND EXPRESS, INC.	93,667	99,324
2250 SHS - ILLINOIS TOOL WORKS, INC.,	123,589	120,150
1116 SHS - INTERNATIONAL BUSINESS MACHS CORP COM	144,574	163,784
2050 SHS - J P MORGAN CHASE & CO., INC.	83,291	86,961
3200 SHS - JOHN WILEY SONS	105,908	144,768
2498 SHS - JOHNSON & JOHNSON	159,471	154,501
1550 SHS - JOHNSON & JOHNSON COM	98,581	95,868
900 SHS - JUNIPER NETWORKS	24,689	33,228
2300 SHS - KRAFT FOODS INC CL A	69,107	72,473
58444 SHS - LONGLEAF PARTNERS INTERNATIONAL	1,028,342	896,530
997 SHS - M & T BK CORP COM	72,887	86,789
450 SHS - MARKEL CORP.	81,057	170,159
1550 SHS - MCDONALD'S CORP.	94,998	118,978
2100 SHS - MEDNAX INC.	96,158	141,309
3137 SHS - MEDTRONIC INC	143,604	116,351
3500 SHS - MEREK CO. INC.	128,634	126,140
8039 SHS - MICROSOFT	245,053	224,368
1200 SHS - MOHAWK INDUSTRIES, INC.	95,167	68,112
3084 SHS - MONSANTO CO NEW COM	241,999	214,770
6255 SHS - NESTLE SA	294,072	367,408

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1130 SHS - NIKE INC CL B	73,784	96,525
3442 SHS - NOVARTIS ADR	178,801	202,906
31490 SHS - OAKMARK INTERNATIONAL SMALL CAP	561,821	452,505
2585 SHS - OCCIDENTAL PETROLEUM CORP.	207,745	253,589
2400 SHS - ORACLE CORPORATION	69,516	75,120
3375 SHS - PATTERSON COS INC	89,905	103,376
4631 SHS - PEPSICO, INC.	288,247	302,543
2199 SHS - PHILIP MORRIS INTERNATIONAL INC.	109,116	128,707
4526 SHS - PROCTER & GAMBLE CO.	277,663	291,158
10357 SHS - PROGRESSIVE CORP OHIO	180,727	205,794
5609 SHS - QUALCOMM, INC.	255,922	277,589
1580 SHS - SCHLUMBERGER LTD.	100,752	131,930
2300 SHS - STRYKER CORP.	122,011	123,510
5306 SHS - SYSCO CORPORATION	149,070	155,996
4100 SHS - TCF FINANCIAL	106,553	60,721
3752 SHS - TEXAS INSTRS INC.	89,812	121,940
2380 SHS - TIFFANY & CO.	111,759	148,203
1900 SHS - TJX COMPANIES, INC.	70,402	84,341
39804 SHS - TWEEDY BROWNE GLOBAL VALUE	1,046,848	948,122
1972 SHS - UNION PACIFIC	129,745	182,726
1170 SHS - UNITED PARCEL SERVICES INC. CL B	76,826	84,919
4680 SHS - UTI WORLDWIDE INC	68,827	99,216
1300 SHS - VISA INC. CL A	1,204,030	1,223,825
2930 SHS - WAL-MART STORES, INC.	156,158	158,015
5889 SHS - WELLS FARGO & CO NEW COM STK	170,008	182,500
240 SHS - WHITE MOUNTAIN INSURANCE	133,645	80,544
1901 SHS - W W GRAINGER INC	187,297	262,547
2775 SHS - ZEBRA TECHNOLOGIES	59,836	105,422

TY 2010 Other Expenses Schedule

Name: RIVER BRANCH FOUNDATION

EIN: 22-6054887

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursement s for Charit able Purposes
BANK SERVICE CHARGES	125	0		125
MISCELLANEOUS	35	0		35

TY 2010 Other Income Schedule

Name: RIVER BRANCH FOUNDATION

EIN: 22-6054887

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	4,528	4,528	4,528

TY 2010 Other Professional Fees Schedule

Name: RIVER BRANCH FOUNDATION

EIN: 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	94,484	94,484		0

TY 2010 Taxes Schedule**Name:** RIVER BRANCH FOUNDATION**EIN:** 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	7,222	7,222		0
EXCISE TAXES	3,743	0		0