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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Service**or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation****2010**

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

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

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

Name of foundation <b>THE GRAYMER FOUNDATION C/O C. GRAYDON ROGERS</b>		A Employer identification number <b>22-6798520</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>30 BEACHSIDE DR #301</b>	Room/suite	B Telephone number <b>(772) 589-4520</b>
City or town, state, and ZIP code <b>VERO BEACH, FL 32963</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 6,484,324.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		490.	490.		STATEMENT 1
4 Dividends and interest from securities		118,404.	118,404.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,950.			
b Gross sales price for all assets on line 6a		1,616,797.			
7 Capital gain net income (from Part IV, line 2)			2,950.		
8 Net short-term capital gain					
9 Income modifications:					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		163.	1,719.		STATEMENT 3
12 Total. Add lines 1 through 11		122,007.	123,563.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		4,269.	2,134.		2,135.
c Other professional fees					
17 Interest					
18 Taxes		278.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		19,601.	9,436.		10,165.
24 Total operating and administrative expenses. Add lines 13 through 23		24,148.	11,570.		12,300.
25 Contributions, gifts, grants paid		251,000.			251,000.
26 Total expenses and disbursements. Add lines 24 and 25		275,148.	11,570.		263,300.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<153,141.>			
b Net investment income (if negative, enter -0-)			111,993.		
c Adjusted net income (if negative, enter -0-)				N/A	

8  
4

**THE GRAYMER FOUNDATION**  
**C/O C. GRAYDON ROGERS**

22-6798520

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			270,095.	204,765.	204,765.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock <span style="float:right">STMT 7</span>			5,418,819.	5,422,530.	6,279,559.
	c Investments - corporate bonds					
11 Investments - land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other <span style="float:right">STMT 8</span>			91,522.	0.	0.	
14 Land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 <b>Total assets</b> (to be completed by all filers)			5,780,436.	5,627,295.	6,484,324.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
22 Other liabilities (describe ▶)						
23 <b>Total liabilities</b> (add lines 17 through 22)			0.	0.		
<b>Net Assets or Fund Balances</b>	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			0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			5,780,436.	5,627,295.	
30 <b>Total net assets or fund balances</b>			5,780,436.	5,627,295.		
31 <b>Total liabilities and net assets/fund balances</b>			5,780,436.	5,627,295.		

**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	5,780,436.
2 Enter amount from Part I, line 27a	2	<153,141.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,627,295.
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	5,627,295.

## THE GRAYMER FOUNDATION

C/O C. GRAYDON ROGERS

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b	SEE ATTACHED STATEMENT		
c			
d			
e			

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	1,616,797.	1,613,847.	2,950.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			2,950.

  

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	2,950.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	312,989.	5,255,705.	.059552
2008	364,254.	6,496,164.	.056072
2007	384,974.	7,322,543.	.052574
2006	406,576.	7,387,696.	.055034
2005	407,021.	8,223,486.	.049495

2 Total of line 1, column (d)

2 .272727

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 .054545

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 5,976,078.

5 Multiply line 4 by line 3

5 325,965.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 1,120.

7 Add lines 5 and 6

7 327,085.

8 Enter qualifying distributions from Part XII, line 4

8 263,300.

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.

## THE GRAYMER FOUNDATION

C/O C. GRAYDON ROGERS

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	2,240.
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	2,240.
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	2,240.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010		6a	
b Exempt foreign organizations - tax withheld at source		6b	
c Tax paid with application for extension of time to file (Form 8868)		6c	1,500.
d Backup withholding erroneously withheld		6d	
7 Total credits and payments. Add lines 6a through 6d		7	1,500.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	27.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	767.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NJ</u>		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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**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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>WEISERMAZARS LLP</u> Telephone no. ► <u>(516) 488-1200</u> Located at ► <u>3000 MARCUS AVENUE, LAKE SUCCESS, NY</u> ZIP+4 ► <u>11042-1066</u>			
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 <u>N/A</u>			
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? 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 ►	16	Yes	No
				X

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

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

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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ☐ N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	5,903,328.
b	Average of monthly cash balances	1b	163,756.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,067,084.
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	6,067,084.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	91,006.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,976,078.
6	Minimum investment return. Enter 5% of line 5	6	298,804.

**Part XI** Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	298,804.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,240.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,240.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	296,564.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	296,564.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	296,564.

**Part XII** Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	263,300.
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	263,300.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	263,300.

**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.

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**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				296,564.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			248,622.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 263,300.				
a Applied to 2009, but not more than line 2a			248,622.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				14,678.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				281,886.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

<b>Part XIV</b>	<b>Private Operating Foundations</b> (see instructions and Part VII-A, question 9)
-----------------	--

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

foundation, and the ruling is effective for 2010, enter the date of the ruling

**b. Check box to indicate whether the foundation is a private operating foundation described in section**

	4942(1)(3) or		4942(1)(5)
--	---------------	--	------------

**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

**b** 85% of line 2a

**c** Qualifying distributions from Part XII,  
line 4 for each year listed

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

**e** Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

**3** Complete 3a, b, or c for the alternative test relied upon:

(1) Value of all assets

**(2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

**(3) Largest amount of support from an exempt organization**

(4) Gross investment income

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

## 1 Information Regarding Foundation Managers:

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

NONE

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

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

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

**c Any submission deadlines:**

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

<b>Part XV</b>	<b>Supplementary Information</b> (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 <b>DETAIL FURNISHED UPON REQUEST</b>	NONE	OTHER PUBLIC CHARITY	GENERAL	251,000.
Total			▶ 3a	251,000.
b Approved for future payment  NONE				
Total			▶ 3b	0.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	490.	
4 Dividends and interest from securities			14	118,404.	
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	163.	
8 Gain or (loss) from sales of assets other than inventory			18	2,950.	
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.		122,007.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 122,007.	

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

[illegible]

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

- |  |                     |                   |
|--|---------------------|-------------------|
| <p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</b> Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> 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.</p> |                     | <p><b>Yes</b></p> |
|  | <p><b>1a(1)</b></p> |                   |
|  | <p><b>1a(2)</b></p> |                   |
|  |                     |                   |
|  | <p><b>1b(1)</b></p> |                   |
|  | <p><b>1b(2)</b></p> |                   |
|  | <p><b>1b(3)</b></p> |                   |
|  | <p><b>1b(4)</b></p> |                   |
|  | <p><b>1b(5)</b></p> |                   |
|  | <p><b>1b(6)</b></p> |                   |
|  | <p><b>1c</b></p>    |                   |

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

[illegible]

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

- b** If "Yes," complete the following schedule.

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

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) is based on all information of which preparer has any knowledge.

**Sign  
Here**

Signature of officer or trustee

Date           

PRESIDENT  
Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check <input type="checkbox"/> if self-employed	PTIN
---	------

JAMES KINNEY

Firm's name ► **WEISERMAZARS LLP**

Firm's EIN ▶

Firm's address ► 3000 MARCUS AVENUE  
LAKE SUCCESS, NY 11042

Phone no. 516.488.1200

Form **990-PF** (2010)

**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 ATTACHED SCHEDULE A	P	VARIOUS	VARIOUS
b	SEE ATTACHED SCHEDULE A	P	VARIOUS	VARIOUS
c	SEE ATTACHED SCHEDULE B	P	VARIOUS	VARIOUS
d	SEE ATTACHED SCHEDULE B	P	VARIOUS	VARIOUS
e	SEE ATTACHED SCHEDULE C	P	VARIOUS	VARIOUS
f	CHUNGHWA- CASH IN LIEU	P	VARIOUS	VARIOUS
g	XEROX - CASH IN LIEU	P	VARIOUS	VARIOUS
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 140,713.		123,564.	17,149.
b 136,804.		296,836.	<160,032.>
c 604,647.		538,027.	66,620.
d 727,263.		655,420.	71,843.
e 7,359.			7,359.
f 7.			7.
g 4.			4.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			17,149.
b			<160,032.>
c			66,620.
d			71,843.
e			7,359.
f			7.
g			4.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2,950.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

THE GRAYMER FOUNDATION

EIN: 22-6798520

SCHEDULE A (PG 1 OF 1)

WP Stewart

REALIZED GAINS AND LOSSES

THE GRAYMER FOUNDATION

28 PARK LANE

RWY342000

From 01-01-10 Through 12-31-10

Reporting Currency: US Dollar

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Price Gain	FX Gain	Gain Or Loss	
								Short Term	Long Term
12-22-03	01-15-10	5,000	DELL INC COM	165,343.33	72,109.58	-93,233.75	0.00		-93,233.75
12-16-03	01-15-10	1,800	LILLY ELI & CO COM	131,444.37	64,694.17	-66,750.20	0.00		-66,750.20
12-30-08	05-14-10	1	KINDER MORGAN MANAGEMENT LLC SHS	28.29	0.00	-28.29	0.00		-28.29
12-30-08	08-13-10	0	KINDER MORGAN MANAGEMENT LLC SHS	1.98	0.00	-1.98	0.00		-1.98
12-30-08	11-12-10	1	KINDER MORGAN MANAGEMENT LLC SHS	18.98	0.00	-18.98	0.00		-18.98
01-15-10	11-22-10	3,000	MCAFEES INC COM	123,564.00	140,712.61	17,148.61	0.00	17,148.61	
TOTAL GAINS								17,148.61	0.00
TOTAL LOSSES								0.00	-160,033.21
TOTAL REALIZED GAIN/LOSS				420,400.96	277,516.36	-142,884.60	0.00	17,148.61	-160,033.21
SHORT-TERM				123,564.00	140,712.61			17,148.61	
LONG-TERM				296,836.95	136,803.75				(160,033.20)



THE GRAYMER FOUNDATION  
 EIN: 22-6798520  
 SCHEDULE B (Page 1 of 3)

Capital Gains - Last year:7

1/1/2010 through 12/31/2010

10/13/2011

Page 1

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
<b>SHORT TERM</b>							
CHARLES SCHWAB INSTL. UST INFL IDX 2 125% 01/19		6,000.000	7/14/2009	2/10/2010	6,479.00	6,139.00	340.00
CHARLES SCHWAB INSTL. BLACKROCK BOND PORT CL		5,513.355	7/7/2009	2/10/2010	51,451.66	50,111.60	1,340.06
CHARLES SCHWAB INSTL. BLACKROCK BOND PORT CL		757.872	9/9/2009	2/10/2010	7,072.60	6,888.40	184.20
CHARLES SCHWAB INSTL. PIMCO LOW DURATION FU...		1,062.681	7/7/2009	2/10/2010	11,000.00	10,530.86	469.14
CHARLES SCHWAB INSTL. UNITED TECHNOLOGIES C.		225.000	12/23/2009	3/16/2010	16,218.07	15,601.02	617.05
CHARLES SCHWAB INSTL. YAHOO INC		325.000	6/16/2009	3/16/2010	5,305.06	5,224.88	80.18
CHARLES SCHWAB INSTL. GS ENHANCED DJAIG		329.000	7/14/2009	3/24/2010	12,083.46	10,728.72	1,354.74
CHARLES SCHWAB INSTL. GS ENHANCED DJAIG		113.000	9/10/2009	3/24/2010	4,150.25	4,023.83	126.42
CHARLES SCHWAB INSTL. JP MORGAN EXCH TRAD N...		2,026.000	6/5/2009	3/25/2010	60,442.87	47,009.28	13,433.59
CHARLES SCHWAB INSTL. JP MORGAN EXCH TRAD N...		844.000	7/9/2009	3/25/2010	25,179.56	18,927.13	6,252.43
CHARLES SCHWAB INSTL. FIRST AMERICAN REAL		2,053.014	7/9/2009	4/7/2010	33,000.00	19,173.77	13,826.23
CHARLES SCHWAB INSTL. JP MORGAN HIGHBRIDGE ...		1,047.502	7/7/2009	5/4/2010	16,302.79	16,835.05	-532.26
CHARLES SCHWAB INSTL. JP MORGAN HIGHBRIDGE ...		1,180.348	8/27/2009	5/4/2010	18,370.34	18,970.09	-599.75
CHARLES SCHWAB INSTL. JP MORGAN HIGHBRIDGE ...		1,694.410	4/7/2010	5/4/2010	26,370.94	27,231.90	-860.96
CHARLES SCHWAB INSTL. SCHWAB FUNDAMENTAL I...		9,129.213	2/9/2010	5/4/2010	67,008.42	65,000.00	2,008.42
CHARLES SCHWAB INSTL. CHUNGHWA TELECOM NEW...		200.000	2/10/2010	5/11/2010	3,873.45	3,956.15	-82.70
CHARLES SCHWAB INSTL. CHUNGHWA TELECOM NEW...		200.000	2/10/2010	5/11/2010	3,873.15	3,956.15	-83.00
CHARLES SCHWAB INSTL. CHUNGHWA TELECOM NEW...		200.000	2/10/2010	5/11/2010	3,873.14	3,956.15	-83.01
CHARLES SCHWAB INSTL. JP MORGAN STRATEGIC IN...		3,103.969	2/9/2010	6/22/2010	36,063.06	36,000.00	63.06
CHARLES SCHWAB INSTL. UST INFL IDX 2.125% 01/19		17,000.000	7/14/2009	6/25/2010	18,743.36	17,393.83	1,349.53
CHARLES SCHWAB INSTL. UST INFL IDX 2.125% 01/19		4,000.000	9/16/2009	6/25/2010	4,410.20	4,220.97	189.23
CHARLES SCHWAB INSTL. AFLAC INC		165.000	8/25/2009	6/29/2010	7,021.91	6,844.03	177.88
CHARLES SCHWAB INSTL. SHERWIN WILLIAMS CO		100.000	12/23/2009	6/29/2010	7,038.49	6,148.50	889.99
CHARLES SCHWAB INSTL. SHERWIN WILLIAMS CO		200.000	12/23/2009	6/29/2010	14,076.97	12,296.99	1,779.98
CHARLES SCHWAB INSTL. SHERWIN WILLIAMS CO		45.000	12/23/2009	6/29/2010	3,167.31	2,766.82	400.49
CHARLES SCHWAB INSTL. CHUNGHWA TELECOM NEW...		486.000	2/10/2010	8/23/2010	9,823.15	9,613.45	209.70
CHARLES SCHWAB INSTL. DIRECT TV CL A		454.000	11/25/2009	8/23/2010	17,133.80	5,654.65	11,479.15
CHARLES SCHWAB INSTL. E M C CORP MASS		5.000	3/16/2010	8/23/2010	92.67	93.93	-1.26
CHARLES SCHWAB INSTL. FRONTIER COMMUNICATIO...		60.000	7/1/2010	8/23/2010	453.64	584.55	-130.91
CHARLES SCHWAB INSTL. NRG ENERGY INC NEW		233.000	5/11/2010	8/23/2010	4,844.58	5,155.45	-310.87
CHARLES SCHWAB INSTL. VANGUARD ST INVESTME...		3,926.567	2/9/2010	9/10/2010	42,442.96	42,000.00	442.96
CHARLES SCHWAB INSTL. PIMCO COMMODITY		820.302	5/5/2010	9/10/2010	6,596.83	5,485.03	1,111.80
CHARLES SCHWAB INSTL. FORWARD FRONTIER MKTS		908.541	6/25/2010	11/15/2010	12,000.00	10,345.96	1,654.04
CHARLES SCHWAB INSTL. STEELPATH MLP SLCT 40		1,752.995	4/7/2010	11/15/2010	19,000.00	17,536.00	1,464.00
CHARLES SCHWAB INSTL. DISCOVER FINANCIAL SVCS		200.000	5/11/2010	12/20/2010	3,644.06	2,983.68	660.38
CHARLES SCHWAB INSTL. DISCOVER FINANCIAL SVCS		160.000	5/11/2010	12/20/2010	2,915.24	2,386.95	528.29

THE GRAYMER FOUNDATION  
 EIN. 22-6798520  
 SCHEDULE B (Page 2 of 3)

Capital Gains - Last year:7

1/1/2010 through 12/31/2010

10/13/2011

Page 2

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
CHARLES SCHWAB INSTL DISCOVER FINANCIAL SVCS		400.000	5/11/2010	12/20/2010	7,288.12	5,967.36	1,320.76
CHARLES SCHWAB INSTL DISCOVER FINANCIAL SVCS		100.000	5/11/2010	12/20/2010	1,822.03	1,491.84	330.19
CHARLES SCHWAB INSTL MCDERMOTT INTL INC		710.000	8/23/2010	12/20/2010	14,014.02	8,792.68	5,221.34
<b>TOTAL SHORT TERM</b>					<b>604,647.16</b>	<b>538,026.65</b>	<b>66,620.51</b>
<b>LONG TERM</b>							
CHARLES SCHWAB INSTL AFFILIATED COMPUTER SE...		270.000	1/1/2009	2/8/2010	5,022.00	1,046.93	3,975.07
CHARLES SCHWAB INSTL DFA EMERGING MARKETS ...		1,909.264	1/10/2007	2/9/2010	35,000.00	34,264.44	735.56
CHARLES SCHWAB INSTL LAZARD EMERGING MARK...		1,467.742	1/10/2007	2/9/2010	25,000.00	21,714.72	3,285.28
CHARLES SCHWAB INSTL DU PONT E I DE NEMOUR &...		300.000	11/19/2008	3/16/2010	10,716.21	7,991.05	2,725.16
CHARLES SCHWAB INSTL WALGREENS COMPANY		300.000	11/19/2008	3/16/2010	10,315.23	7,153.93	3,161.30
CHARLES SCHWAB INSTL WALGREENS COMPANY		31.000	11/19/2008	3/16/2010	1,065.91	739.21	326.70
CHARLES SCHWAB INSTL WALGREENS COMPANY		69.000	11/19/2008	3/16/2010	2,372.44	1,645.33	727.11
CHARLES SCHWAB INSTL WALGREENS COMPANY		100.000	11/19/2008	3/16/2010	3,438.31	2,384.64	1,053.67
CHARLES SCHWAB INSTL WALGREENS COMPANY		45.000	11/19/2008	3/16/2010	1,547.24	1,073.09	474.15
CHARLES SCHWAB INSTL GS ENHANCED DJAIG		596.000	3/13/2009	3/24/2010	21,889.79	17,458.06	4,431.73
CHARLES SCHWAB INSTL EII INTERNATIONAL PROPE .		1,123.441	7/9/2008	4/7/2010	18,000.00	18,588.26	-588.26
CHARLES SCHWAB INSTL DFA INTL SMALL CAP VALUE		2,251.559	1/10/2007	5/4/2010	34,827.04	40,914.86	-6,087.82
CHARLES SCHWAB INSTL DFA INTL SMALL CAP VALUE		738.120	12/21/2007	5/4/2010	11,417.22	13,412.96	-1,995.74
CHARLES SCHWAB INSTL DFA INTL SMALL CAP VALUE		697.100	1/14/2008	5/4/2010	10,782.72	12,667.56	-1,884.84
CHARLES SCHWAB INSTL DFA INTL SMALL CAP VALUE		354.056	7/30/2008	5/4/2010	5,476.53	6,433.83	-957.30
CHARLES SCHWAB INSTL DFA INTL SMALL CAP VALUE		32.098	11/11/2008	5/4/2010	496.49	583.28	-86.79
CHARLES SCHWAB INSTL FORWARD INTL SMALL CO ...		3,757.381	1/10/2007	5/4/2010	46,923.98	69,785.38	-22,861.40
CHARLES SCHWAB INSTL FORWARD INTL SMALL CO ...		496.133	12/28/2007	5/4/2010	6,195.95	9,214.62	-3,018.67
CHARLES SCHWAB INSTL JP MORGAN HIGHBRIDGE ...		3,110.274	3/6/2009	5/4/2010	48,406.72	49,987.12	-1,580.40
CHARLES SCHWAB INSTL JP MORGAN HIGHBRIDGE ...		496.269	4/23/2009	5/4/2010	7,723.68	7,975.84	-252.16
CHARLES SCHWAB INSTL RICE HALL JAMES MICRO		931.900	1/29/2009	6/22/2010	13,000.00	8,918.28	4,081.72
CHARLES SCHWAB INSTL BANK OF NY MELLON CP N .		255.000	6/16/2009	6/29/2010	6,409.55	7,260.90	-851.35
CHARLES SCHWAB INSTL DU PONT E I DE NEMOUR &...		175.000	11/19/2008	6/29/2010	6,166.87	4,661.45	1,505.42
CHARLES SCHWAB INSTL JOHNSON & JOHNSON		180.000	11/19/2008	6/29/2010	10,653.66	10,902.86	-249.20
CHARLES SCHWAB INSTL JOHNSON & JOHNSON		210.000	3/19/2009	6/29/2010	12,429.28	10,456.24	1,973.04
CHARLES SCHWAB INSTL TRANSOCEAN INC NEW		100.000	11/19/2008	6/29/2010	4,867.59	6,980.82	-2,113.23
CHARLES SCHWAB INSTL TRANSOCEAN INC NEW		65.000	11/19/2008	6/29/2010	3,163.93	4,537.54	-1,373.61
CHARLES SCHWAB INSTL E M C CORP MASS		325.000	11/19/2008	8/23/2010	6,023.73	3,251.73	2,772.00
CHARLES SCHWAB INSTL FTI CONSULTING INC		100.000	11/19/2008	8/23/2010	3,339.94	4,557.20	-1,217.26
CHARLES SCHWAB INSTL FTI CONSULTING INC		80.000	11/19/2008	8/23/2010	2,671.15	3,645.76	-974.61
CHARLES SCHWAB INSTL FTI CONSULTING INC		100.000	11/19/2008	8/23/2010	3,338.95	4,557.20	-1,218.25
CHARLES SCHWAB INSTL REGENTATLANTIC HDGD E...		15.798	2/20/2007	9/2/2010	13,439.09	16,925.81	-3,486.72

THE GRAYMER FOUNDATION  
EIN: 22-6798520  
SCHEDULE B (Page 3 of 3)

Capital Gains - Last year:7

1/1/2010 through 12/31/2010

10/13/2011

Page 3

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
CHARLES SCHWAB INSTL. PIMCO LOW DURATION FU		3,982.875	7/7/2009	9/10/2010	42,017.10	39,469.14	2,547.96
CHARLES SCHWAB INSTL. PIMCO COMMODITY		2,657.277	4/6/2009	9/10/2010	21,369.69	17,768.13	3,601.56
CHARLES SCHWAB INSTL. PIMCO COMMODITY		2,055.882	7/7/2009	9/10/2010	16,533.30	13,746.85	2,786.45
CHARLES SCHWAB INSTL. RICE HALL JAMES MICRO		1,150.307	1/29/2009	9/10/2010	15,000.00	11,008.44	3,991.56
CHARLES SCHWAB INSTL. BOEING CO		305.000	11/19/2008	10/1/2010	19,581.48	11,835.51	7,745.97
CHARLES SCHWAB INSTL. ACCENTURE PLC CL A		200.000	7/20/2009	10/13/2010	9,019.92	6,906.07	2,113.85
CHARLES SCHWAB INSTL. ACCENTURE PLC CL A		255.000	7/20/2009	10/13/2010	11,500.39	8,805.24	2,695.15
CHARLES SCHWAB INSTL. INTL FLAVORS & FRAGRAN..		40.000	11/19/2008	10/13/2010	1,995.42	1,103.29	892.13
CHARLES SCHWAB INSTL. INTL FLAVORS & FRAGRAN..		60.000	11/19/2008	10/13/2010	2,993.13	1,654.93	1,338.20
CHARLES SCHWAB INSTL. INTL FLAVORS & FRAGRAN...		40.000	11/19/2008	10/13/2010	1,995.40	1,103.29	892.11
CHARLES SCHWAB INSTL. INTL FLAVORS & FRAGRAN .		100.000	11/19/2008	10/13/2010	4,988.29	2,758.22	2,230.07
CHARLES SCHWAB INSTL. NIKE INC CLASS B		30.000	11/19/2008	10/13/2010	2,469.52	1,360.62	1,108.90
CHARLES SCHWAB INSTL. NIKE INC CLASS B		70.000	11/19/2008	10/13/2010	5,762.21	3,174.78	2,587.43
CHARLES SCHWAB INSTL. NIKE INC CLASS B		100.000	11/19/2008	10/13/2010	8,231.65	4,535.39	3,696.26
CHARLES SCHWAB INSTL. NIKE INC CLASS B		70.000	11/19/2008	10/13/2010	5,762.14	3,174.78	2,587.36
CHARLES SCHWAB INSTL. PHILIP MORRIS INTL INC		124.000	5/4/2009	10/13/2010	7,081.72	4,633.68	2,448.04
CHARLES SCHWAB INSTL. PHILIP MORRIS INTL INC		191.000	5/4/2009	10/13/2010	10,908.32	7,137.37	3,770.95
CHARLES SCHWAB INSTL. TEXAS INSTRUMENT INC		210.000	11/19/2008	10/13/2010	5,919.60	3,250.70	2,668.90
CHARLES SCHWAB INSTL. TEXAS INSTRUMENT INC		540.000	5/4/2009	10/13/2010	15,221.84	9,376.38	5,845.46
CHARLES SCHWAB INSTL. DFA EMERGING MARKETS .		1,028.566	1/10/2007	11/5/2010	25,000.00	18,459.07	6,540.93
CHARLES SCHWAB INSTL. DFA INTL SMALL COMPANY. .		371.834	1/10/2007	11/5/2010	6,000.00	6,267.08	-267.08
CHARLES SCHWAB INSTL. EII INTERNATIONAL PROPE...		499.723	7/9/2008	11/15/2010	9,000.00	8,268.33	731.67
CHARLES SCHWAB INSTL. LAZARD EMERGING MARK..		443.380	1/10/2007	11/15/2010	9,447.85	6,559.65	2,888.20
CHARLES SCHWAB INSTL. LAZARD EMERGING MARK..		776.779	11/11/2008	11/15/2010	16,552.15	11,492.17	5,059.98
CHARLES SCHWAB INSTL. RICE HALL JAMES MICRO		948.096	1/29/2009	11/15/2010	14,088.71	9,073.28	5,015.43
CHARLES SCHWAB INSTL. TFS MARKET NEUTRAL FU...		631.778	3/6/2009	11/15/2010	10,000.00	8,655.62	1,344.38
CHARLES SCHWAB INSTL. C S X CORP		100.000	11/19/2008	12/20/2010	6,336.01	3,314.89	3,021.12
CHARLES SCHWAB INSTL. C S X CORP		100.000	11/19/2008	12/20/2010	6,336.01	3,314.89	3,021.12
CHARLES SCHWAB INSTL. C S X CORP		100.000	11/19/2008	12/20/2010	6,336.01	3,314.98	3,021.03
CHARLES SCHWAB INSTL. FEDEX CORPORATION		190.000	11/19/2008	12/20/2010	17,693.62	12,206.19	5,487.43
<b>TOTAL LONG TERM</b>					<b>727,262.68</b>	<b>655,419.86</b>	<b>71,842.82</b>

**OVERALL TOTAL 1,331,909.84 1,193,446.51 138,463.33**

THE GRAYMER FOUNDATION  
 EIN: 22-6798520  
 SCHEDULE C (Page 1 of 1)

LT CapGnDst - Last year  
 1/1/2010 through 12/31/2010

6/23/2011

Page 1

Date	Account	Num	Description	Category	Amount
12/9/2010	CHARLES SCHW . CGLongX		DFA EMERGING MARKETS SMALL CAP	_LT CapGnDst	3,687.80
12/9/2010	CHARLES SCHW... CGLongX		DFA INTL SMALL CAP VALUE	_LT CapGnDst	749.56
12/9/2010	CHARLES SCHW... CGLongX		FORWARD FRONTIER MKTS	_LT CapGnDst	572.83
12/10/2010	CHARLES SCHW . CGLongX		TFS MARKET NEUTRAL FUND	_LT CapGnDst	1,883.86
12/13/2010	CHARLES SCHW... CGLongX		METROPOLITAN WEST HIGH YIELD BOND I	_LT CapGnDst	464.85
<b>1/1/2010 - 12/31/2010</b>					<b>7,358.90</b>
<b>TOTAL INFLOWS</b>					<b>7,358.90</b>
<b>TOTAL OUTFLOWS</b>					<b>0.00</b>
<b>NET TOTAL</b>					<b>7,358.90</b>

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

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SOURCE	AMOUNT
BANK OF AMERICA	1.
CHARLES SCHWAB	504.
CHARLES SCHWAB - ACCRUED INT PAID	<15.>
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	490.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	65,756.	0.	65,756.
VANGUARD DIVIDEND	377.	0.	377.
W.P. STEWART SECURITIES LTD - NOMINEE	52,271.	0.	52,271.
TOTAL TO FM 990-PF, PART I, LN 4	118,404.	0.	118,404.

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FORM 990-PF OTHER INCOME STATEMENT 3

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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM SCHEDULE K-1	0.	1,556.	
OTHER INCOME	163.	163.	
TOTAL TO FORM 990-PF, PART I, LINE 11	163.	1,719.	

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FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
WEISERMAZARS LLP	4,269.	2,134.		2,135.	
TO FORM 990-PF, PG 1, LN 16B	4,269.	2,134.		2,135.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX PAID	278.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	278.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADVISORY FEES	18,873.	9,436.		9,437.	
BANK CHARGES	163.	0.		163.	
OTHER EXPENSES	565.	0.		565.	
TO FORM 990-PF, PG 1, LN 23	19,601.	9,436.		10,165.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
THRU W.P. STEWART SECURITIES LTD	3,039,883.	3,571,236.		
THRU CHARLES SCHWAB INSTL	2,382,647.	2,708,323.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,422,530.	6,279,559.		

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ORGANIZATIONAL COSTS	COST	18,020.	18,020.
A/A - ORGANIZATIONAL COSTS	COST	<18,020.>	<18,020.>
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
C. GRAYDON ROGERS 30 BEECHSIDE DR #301 VERO BEACH, FL 32963	PRESIDENT 0.00	0.	0.	0.
MARY ROGERS 30 BEECHSIDE DR #301 VERO BEACH, FL 32963	VICE-PRESIDENT 0.00	0.	0.	0.
STACY ROGERS GOLDING P.O. BOX 2 BEDMINSTER, NJ 07921	SECRETARY/TREASURER 0.00	0.	0.	0.
DAVID S. ROGERS 21 ALEXANDRIA ROAD MORRISTOWN, NJ 07960	TRUSTEE 0.00	0.	0.	0.
STUART G. ROGERS 1805 SHERWOOD ROAD ALLENTOWN, PA 18103	TRUSTEE 0.00	0.	0.	0.
ANN BRONWYN ROGERS 1700 EAST MARKET STREET #608 CELINA, OH 45822	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

<b>Part II</b>		<b>Additional (Not Automatic) 3-Month Extension of Time.</b> Only file the original (no copies needed).	
Type or print  File by the extended due date for filing your return. See instructions.	Name of exempt organization <b>THE GRAYMER FOUNDATION C/O C. GRAYDON ROGERS</b>		Employer identification number  <b>22-6798520</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>30 BEACHSIDE DR #301</b>		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>VERO BEACH, FL 32963</b>		

Enter the Return code for the return that this application is for (file a separate application for each return)

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**WEISERMAZARS LLP**

- The books are in the care of **3000 MARCUS AVENUE - LAKE SUCCESS, NY 11042-1066**

Telephone No. **(516) 488-1200**

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011.**

5 For calendar year **2010**, or other tax year beginning ☐, and ending ☐.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

**ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b>	\$ <b>1,500.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b>	\$ <b>1,500.</b>
<b>c</b> <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	\$ <b>0.</b>

**Signature and Verification**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title **PRESIDENT**

Date ☐

Form 8868 (Rev. 1-2011)