Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
MARGARET DORRANCE STRAWBRIDGE FDN PA I INC.

A Employer identification number
23-2373081

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O DECHERT, 2929 ARCH ST.

B Telephone number
302-571-8322

City or town, state, and ZIP code
PHILADELPHIA, PA 19104-2808

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 8,374,621.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	199.	199.		STATEMENT 2
4 Dividends and interest from securities	108,966.	108,966.		STATEMENT 3
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	604,857.			STATEMENT 1
b Gross sales price for all assets on line 6a 5,254,583.				
7 Capital gain net income (from Part IV, line 2)		839,154.		
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	39,578.	39,578.		STATEMENT 4
12 **Total.** Add lines 1 through 11	753,600.	987,897.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 5	5,159.	0.		0.
b Accounting fees				
c Other professional fees STMT 6	60,217.	60,217.		0.
17 Interest	7,351.	7,351.		0.
18 Taxes STMT 7	25,202.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 8	10,028.	10,028.		0.
24 **Total operating and administrative expenses.** Add lines 13 through 23	107,957.	77,596.		0.
25 Contributions, gifts, grants paid	2,277,500.			2,277,500.
26 **Total expenses and disbursements.** Add lines 24 and 25	2,385,457.	77,596.		2,277,500.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-1,631,857.			
b **Net investment income** (if negative, enter -0-)		910,301.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
MAY 18 2011
116 IRS-OSC
OGDEN, UT

SCANNED MAY 19 2011

023501 12-07-10 LHA For Paperwork Reduction Act Notice, see the Instructions. 5 Form **990-PF** (2010)

Part II Balance Sheets

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
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	340,312.	173,151.	173,151.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 9	6,321,135.	5,082,755.	6,367,014.
	c	Investments - corporate bonds STMT 10	150,000.	150,000.	200,339.
	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	1,536,088.	1,309,874.	1,632,693.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 12)	1,526.	1,424.	1,424.
	16	**Total assets** (to be completed by all filers)	8,349,061.	6,717,204.	8,374,621.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	677,111.	677,111.	
	29	Retained earnings, accumulated income, endowment, or other funds	7,671,950.	6,040,093.	
	30	**Total net assets or fund balances**	8,349,061.	6,717,204.	
	31	**Total liabilities and net assets/fund balances**	8,349,061.	6,717,204.	

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	8,349,061.
2	Enter amount from Part I, line 27a	2	-1,631,857.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,717,204.
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	6,717,204.

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	5,254,583.		4,406,337.	839,154.

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				839,154.

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	839,154.
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	325,000.	8,592,315.	.037824
2008	623,750.	11,056,707.	.056414
2007	375,000.	14,369,160.	.026098
2006	845,682.	11,195,158.	.075540
2005	947,469.	11,219,094.	.084451

2 Total of line 1, column (d)	2	.280327
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	.056065
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	8,439,907.
5 Multiply line 4 by line 3	5	473,183.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,103.
7 Add lines 5 and 6	7	482,286.
8 Enter qualifying distributions from Part XII, line 4	8	2,277,500.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	9,103.
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	9,103.
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	9,103.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 20,886.		
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	20,886.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	11,783.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 11,783. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ GEORGE STRAWBRIDGE, JR. Telephone no. ▶302-571-8322

Located at ▶3801 KENNETT PIKE, B-100, WILMINGTON, DE ZIP+4 ▶19807

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

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

Form **990-PF** (2010)

023541
12-07-10

11070503 751417 23-2373081 2010.03050 MARGARET DORRANCE STRAWBRID 23-23732

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A — 5b
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: X
If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GEORGE STRAWBRIDGE, JR. C/O DECHERT LLP 2929 ARCH ST PHILADELPHIA, PA 19104-2808	PRESIDENT/SECRETARY/DIRECTOR 0.50	0.	0.	0.
NINA S. STRAWBRIDGE C/O DECHERT LLP 2929 ARCH ST PHILADELPHIA, PA 19104-2808	VICE PRESIDENT/DIRECTOR 0.50	0.	0.	0.
R. STEWART STRAWBRIDGE C/O DECHERT LLP 2929 ARCH ST PHILADELPHIA, PA 19104-2808	DIRECTOR 0.50	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.		
a	Average monthly fair market value of securities	1a	6,281,933.
b	Average of monthly cash balances	1b	1,197,559.
c	Fair market value of all other assets	1c	1,088,941.
d	Total (add lines 1a, b, and c)	1d	8,568,433.
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	8,568,433.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	128,526.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,439,907.
6	**Minimum investment return.** Enter 5% of line 5	6	421,995.

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	421,995.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 9,103.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	9,103.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	412,892.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	412,892.
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	412,892.

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	2,277,500.
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	2,277,500.
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	9,103.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,268,397.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				412,892.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years: ___, ___, ___		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005 414,910.				
b From 2006 305,584.				
c From 2007				
d From 2008 87,507.				
e From 2009				
f Total of lines 3a through e	808,001.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 2,277,500.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				412,892.
e Remaining amount distributed out of corpus	1,864,608.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	2,672,609.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	414,910.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	2,257,699.			
10 Analysis of line 9:				
a Excess from 2006 305,584.				
b Excess from 2007				
c Excess from 2008 87,507.				
d Excess from 2009				
e Excess from 2010 1,864,608.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon. a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

GEORGE STRAWBRIDGE, JR.

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 13				
Total			▶ 3a	2,277,500.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	199.	
4 Dividends and interest from securities			14	108,966.	
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	39,578.	
8 Gain or (loss) from sales of assets other than inventory			18	604,857.	
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.		753,600.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 753,600.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 5-12-11 — Title: PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEAN RIGNEY	J Rigney	5/3/11		

Firm's name ▶ DECHERT LLP
CIRA CENTRE 2929 ARCH ST.

Firm's EIN ▶

Firm's address ▶ PHILADELPHIA, PA 19104-2808

Phone no. 215-994-2256

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	P	VARIOUS	VARIOUS
b	SEE ATTACHED	P	VARIOUS	VARIOUS
c	FROM CALEDONIAN ENERGY K-1	P	VARIOUS	VARIOUS
d	FROM SELKIRK K-1	P	VARIOUS	VARIOUS
e	FROM SELKIRK K-1	P	VARIOUS	VARIOUS
f	LINN ENERGY K-1	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,066,835.		1,889,851.	176,984.
b	3,187,748.		2,516,486.	671,262.
c				-15,363.
d				22,816.
e				-16,445.
f				-100.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(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				176,984.
b				671,262.
c				-15,363.
d				22,816.
e				-16,445.
f				-100.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	839,154.
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

023591
05-01-10

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED		PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,066,835.	1,889,851.	0.	0.	176,984.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED		PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,187,748.	2,750,783.	0.	0.	436,965.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM CALEDONIAN ENERGY K-1		PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-15,363.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM SELKIRK K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	22,816.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM SELKIRK K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-16,445.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LINN ENERGY K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-100.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	604,857.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
MELLON BANK CHECKING ACCOUNT	199.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	199.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CALEDONIAN ENERGY AUCTION PARTNERS	37.	0.	37.
LINN ENERGY, LLC	15.	0.	15.
MELLON PRIVATE ASSET MANAGEMENT	103,768.	0.	103,768.
SELKIRK PARTNERS	5,146.	0.	5,146.
TOTAL TO FM 990-PF, PART I, LN 4	108,966.	0.	108,966.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CALEDONIAN ENERGY AUCTION PARTNERS	49,425.	49,425.	
SELKIRK PARTNERS 988 INCOME	-1,619.	-1,619.	
LINN ENERGY LLC	-8,228.	-8,228.	
TOTAL TO FORM 990-PF, PART I, LINE 11	39,578.	39,578.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DECHERT LLP	5,159.	0.		0.
TO FM 990-PF, PG 1, LN 16A	5,159.	0.		0.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MELLON BANK CUSTODIAL FEES	3,256.	3,256.		0.
INVESTMENT FEES	56,531.	56,531.		0.
OTHER FEES	430.	430.		0.
TO FORM 990-PF, PG 1, LN 16C	60,217.	60,217.		0.

FORM 990-PF — TAXES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	25,202.	0.		0.
TO FORM 990-PF, PG 1, LN 18	25,202.	0.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PARTNERSHIP PORTFOLIO EXPENSES	10,028.	10,028.		0.
TO FORM 990-PF, PG 1, LN 23	10,028.	10,028.		0.

FORM 990-PF — CORPORATE STOCK — STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK (SEE ATTACHED)	5,082,755.	6,367,014.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,082,755.	6,367,014.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (SEE ATTACHED)	150,000.	200,339.
TOTAL TO FORM 990-PF, PART II, LINE 10C	150,000.	200,339.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER ASSETS (SEE ATTACHED)	COST	1,309,874.	1,632,693.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,309,874.	1,632,693.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIP DISTRIBUTIONS RECEIVABLE	1,526.	1,424.	1,424.
TO FORM 990-PF, PART II, LINE 15	1,526.	1,424.	1,424.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BOWDOIN COLLEGE OFFICE OF DEVELOPMENT BRUNSWICK, ME 04011	NONE TO CARRY ON THEIR EXEMPT PURPOSE	PUBLIC CHARITY	200,000.
BRANDYWINE CONSERVANCY PO BOX 141 CHADDS FORD, PA 19317	NONE TO CARRY ON THEIR EXEMPT PURPOSE	PUBLIC CHARITY	575,000.
BRIDGE OF HOPE 1516 OLIVE STREET COATESVILLE, PA 19320	NONE TO CARRY ON THEIR EXEMPT PURPOSE	PUBLIC CHARITY	50,000.
CHESTER COUNTY FOOD BANK 1208 HORSESHOE PIKE DOWNINGTOWN, PA 19335	NONE TO CARRY ON THEIR EXEMPT PURPOSE	PUBLIC CHARITY	15,000.
CHESTER COUNTY HOSPITAL FOUNDATION 701 EAST MARSHALL STREET WEST CHESTER, PA 19380	NONE TO CARRY ON THEIR EXEMPT PURPOSE	PUBLIC CHARITY	200,000.
LA COMUNIDAD HISPANA 731 WEST CYPRESS STREET KENNETT SQUARE, PA 19348	NONE TO CARRY ON THEIR EXEMPT PURPOSE	PUBLIC CHARITY	25,000.
MAINE COAST HERITAGE TRUST 1 BOWDOIN MILL ISLAND, SUITE 201 TOPSHAM, ME 04086	NONE TO CARRY ON THEIR EXEMPT PURPOSE	PUBLIC CHARITY	312,500.
THE PILOT SCHOOL 100 GARDEN OF EDEN ROAD WILMINGTON, DE 19803	NONE TO CARRY ON THEIR EXEMPT PURPOSE	PUBLIC CHARITY	100,000.

UNIVERSITY OF KENTUCKY 100 STURGILL DEVELOPMENT BLDG LEXINGTON, KY 40506-0015	NONE TO CARRY ON THEIR EXEMPT PURPOSE	PUBLIC CHARITY	800,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			2,277,500.

Attachment to Form 990-PF
FYE: December 31, 2010
Part II, Lines 10b, 10c and 13

Line 10b Stock

# shares/ par value	Stock	Tax Basis	Book Value	FMV
2,000	3M	173,368.30	173,368	172,600
1000	Air Products & Chemicals Inc.	105,628.30	105,628	90,950
2000	Air Products & Chemicals Inc.	187,848.58	187,849	181,900
3000	Air Products & Chemicals Inc.	177,278.61	177,279	272,850
1000	Altria Group Inc	19,513.64	19,514	24,620
1000	Altria Group Inc	21,336.94	21,337	24,620
3000	Altria Group Inc	65,528.38	65,528	73,860
4000	Anadarko Petroleum Corp	230,405.84	230,406	304,640
200	Apple Inc	45,099.38	45,099	64,512
200	Apple Inc	51,825.36	51,825	64,512
1,000	Autozone Inc	147,052.33	147,052	272,590
1,000	Baidu.Com Inc	99,898.30	99,898	96,530
1,000	Caterpillar Inc	68,679.99	68,680	93,660
1,000	Caterpillar Inc	43,020.77	43,021	93,660
1,000	Caterpillar Inc	68,810.43	68,810	93,660
1,000	Caterpillar Inc	73,834.89	73,835	93,660
2,000	Celgene Corp	110,012.06	110,012	118,280
50,000	Citigroup	179,004.88	179,005	236,500
3,000	Cliffs Nats Res Inc	190,380.10	190,380	234,030
500	CME Group	154,252.16	154,252	160,875
500	CME Group	141,644.21	141,644	160,875
2,000	Cree Research Inc	135,687.43	135,687	131,780
2,000	Express Scripts Inc	107,268.54	107,269	108,100
1,500	Exxon Mobil Corp	120,813.26	120,813	109,680
1,500	Exxon Mobil Corp	101,967.80	101,968	109,680
5,000	Halliburton Co.	42,351.19	42,351	204,150
8,000	Hartford Finl Svcs Group Inc	202,888.39	202,888	211,920
5,000	Honeywell Intl Inc.	199,280.89	199,281	265,800
1,000	Intercontinentalexchange Inc	125,153.98	125,153	119,150
2,000	International Business Machines Corporation	260,661.25	260,661	293,520
10,000	International Game Technology	146,850.29	146,850	176,900
5,000	Navistar Intl Corp New	210,773.38	210,773	289,550
5,000	Philip Morris International Inc	243,724.22	243,724	292,650
10,000	Saks Inc	112,934.24	112,934	107,000
5,000	Transocean Ltd	320,975.11	320,975	347,550
4,000	United Technologies Corp	69,871.89	69,872	314,880
2,000	Whirlpool	159,475.05	159,475	177,660
2,000	Whirlpool	167,658.26	167,658	177,660
	Total Line 10b:	5,082,758.62	5,082,755	6,367,014

Attachment to Form 990-PF
FYE: December 31, 2010
Part II, Lines 10b, 10c and 13

Line 10b Stock

# shares/ par value	Stock	Tax Basis	Book Value	FMV

Line 10c - Corporate Bonds

$150,000	International Business Machs Corp Deb 8.375% 11/01/2019	150,000.00	150,000	200,339
		150,000.00	150,000	200,339

Line 13 - Investments Other

16	Caledonian Energy Auction Partners	282,017.85	282,018	324,240
4,000	Linn Energy LLC - units	66,736.00	66,736	149,960
	Selkirk Partners	961,120.00	961,120	1,158,493
	Total Line 13	1,309,873.85	1,309,874	1,632,693

Margaret Dorrance Strawbridge Foundation of PA, Inc.
EIN: 23-2373081
YE: December 31, 2010

Part IV Capital Gains and Losses

Tax Basis **Description**	**Donated or Purchased**	**Date Acquired**	**Date Sold**	**Selling Price**	**Tax Basis**	**Gain/ (Loss)**
Short Term						
1000sh Verisk Analytics Inc	P	10/09/09	02/05/10	28,271	22,000	6,271
6000sh TJX	.P	06/08/09	02/19/10	227,220	184,957	42,263
3000sh Lorillard Inc	P	01/22/10	04/05/10	223,569	230,576	(7,007)
5000sh Las Vegas Sands Corp	P	11/13/09	04/28/10	126,333	82,155	44,178
4000sh Proshares Ultrashort 20+	P	10/13/09	05/21/10	162,145	175,160	(13,015)
2000sh Qualcomm Inc	P	03/23/10	06/01/10	70,056	81,318	(11,262)
3000sh Nike Inc Class B	P	07/28/09	06/15/10	213,647	156,073	57,574
5000sh Navistar Int'l Corp	P	07/28/09	07/08/10	239,785	208,064	31,721
6000sh Bally Technologies Inc	P	09/28/09	07/13/10	196,313	230,415	(34,102)
4000sh Genzyme Corp	P	10/26/09	09/02/10	278,852	209,594	69,258
1000sh L-3 Communications	P	11/13/09	10/20/10	70,450	77,998	(7,548)
10000sh Cisco Systems Inc	P	09/16/10	11/05/10	230,194	231,541	(1,347)
Total Short Term				2,066,835	1,889,851	176,984
Long Term						
2000sh Johnson & Johnson	D	various	01/22/10	130,261	11,437	118,824
1500sh United Technologies	P	various	02/05/10	101,698	26,202	75,496
2000sh Honeywell	P	various	02/05/10	78,028	85,274	(7,246)
2000sh Honeywell	P	various	02/19/10	76,693	85,274	(8,581)
5000sh Phlip Morris	P	11/27/07	02/19/10	246,229	259,449	(13,220)
5000sh Haliburton	P	various	02/19/10	153,837	42,351	111,486
2000sh United Technologies	P	various	02/19/10	130,882	34,936	95,946
5000sh Altria Group	P	11/27/07	02/19/10	97,884	112,642	(14,758)
5400sh Johnson & Johnson	D	various	02/19/10	340,720	30,881	309,839
5000 rights Cliffs Natural Resources	P	05/18/09	06/01/10	5	0	5
2000sh Honeywell	P	various	06/01/10	84,764	85,134	(370)
500sh Cliffs Natural Resources	P	05/18/09	06/15/10	26,675	12,198	14,477
3000sh Biogen Idec Inc	P	02/11/09	06/17/10	140,643	156,528	(15,885)
7000sh Home Depot	P	06/08/09	06/29/10	207,556	173,613	33,943
6000sh Celgene Corp	P	04/15/09	07/08/10	303,920	272,824	31,096
2000sh National Oilwell Varco	P	08/14/08	07/08/10	65,905	152,685	(86,780)
2000sh Parker Hannifin Corp	P	02/27/08	07/08/10	109,134	129,382	(20,248)
3000sh Devon Energy Corp	P	07/23/08	07/08/10	180,770	284,214	(103,444)
4500sh Cliffs Natural Resources	P	06/18/09	07/14/10	228,446	109,786	118,660
10000sh Bank of America	P	06/01/09	07/22/10	135,106	114,291	20,815
10000sh Bank of America	P	08/06/09	07/22/10	135,106	156,136	(21,031)
5000sh Hewlitt Packard	P	05/11/09	11/05/10	213,487	181,249	32,238
Total Long Term				3,187,748	2,516,486	671,262
Total Gains (Losses)				**5,254,583**	**4,406,337**	**848,246**

Margaret Dorrance Strawbridge Foundation of PA, Inc.
EIN: 23-2373081
YE: December 31, 2010

Part IV Capital Gains and Losses

Book Basis

Description	Donated/ Purchased	Date Acquired	Date Sold	Selling Price	Book Basis	Gain/ (Loss)
Short Term						
1000sh Verisk Analytics Inc	P	10/09/09	02/05/10	28,271	22,000	6,271
6000sh TJX	P	06/08/09	02/19/10	227,220	184,957	42,263
3000sh Lorillard Inc	P	01/22/10	04/05/10	223,569	230,576	(7,007)
5000sh Las Vegas Sands Corp	P	11/13/09	04/28/10	126,333	82,155	44,178
4000sh Proshares Ultrashort 20+	P	10/13/09	05/21/10	162,145	175,160	(13,015)
2000sh Qualcomm Inc	P	03/23/10	06/01/10	70,056	81,318	(11,262)
3000sh Nike Inc Class B	P	07/28/09	06/15/10	213,647	156,073	57,574
5000sh Navistar Int'l Corp	P	07/28/09	07/08/10	239,785	208,064	31,721
6000sh Bally Technologies Inc	P	09/28/09	07/13/10	196,313	230,415	(34,102)
4000sh Genzyme Corp	P	10/26/09	09/02/10	278,852	209,594	69,258
1000sh L-3 Communications	P	11/13/09	10/20/10	70,450	77,998	(7,548)
10000sh Cisco Systems Inc	P	09/16/10	11/05/10	230,194	231,541	(1,347)
Total Short Term				2,066,835	1,889,851	176,984
Long Term						
2000sh Johnson & Johnson	D	various	01/22/10	130,261	74,761	55,500
1500sh United Technologies	P	various	02/05/10	101,698	26,202	75,496
2000sh Honeywell	P	various	02/05/10	78,028	85,274	(7,246)
2000sh Honeywell	P	various	02/19/10	76,693	85,274	(8,581)
5000sh Phlip Morris	P	11/27/07	02/19/10	246,229	259,449	(13,220)
5000sh Haliburton	P	various	02/19/10	153,837	42,351	111,486
2000sh United Technologies	P	various	02/19/10	130,882	34,936	95,946
5000sh Altria Group	P	11/27/07	02/19/10	97,884	112,642	(14,758)
5400sh Johnson & Johnson	D	various	02/19/10	340,720	201,854	138,866
5000 rights Cliffs Natural Resources	P	05/18/09	06/01/10	5	0	5
2000sh Honeywell	P	various	06/01/10	84,764	85,134	(370)
500sh Cliffs Natural Resources	P	05/18/09	06/15/10	26,675	12,198	14,477
3000sh Biogen Idec Inc	P	02/11/09	06/17/10	140,643	156,528	(15,885)
7000sh Home Depot	P	06/08/09	06/29/10	207,556	173,613	33,943
6000sh Celgene Corp	P	04/15/09	07/08/10	303,920	272,824	31,096
2000sh National Oilwell Varco	P	08/14/08	07/08/10	65,905	152,685	(86,780)
2000sh Parker Hannifin Corp	P	02/27/08	07/08/10	109,134	129,382	(20,248)
3000sh Devon Energy Corp	P	07/23/08	07/08/10	180,770	284,214	(103,444)
4500sh Cliffs Natural Resources	P	06/18/09	07/14/10	228,446	109,786	118,660
10000sh Bank of America	P	06/01/09	07/22/10	135,106	114,291	20,815
10000sh Bank of America	P	08/06/09	07/22/10	135,106	156,136	(21,031)
5000sh Hewlitt Packard	P	05/11/09	11/05/10	213,487	181,249	32,238
Total Long Term				3,187,748	2,750,783	436,965
Total Gains (Losses)				**5,254,583**	**4,640,634**	**613,949**