



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



NOTICE 2008-6 STATUS CHANGE
Return of Private FoundationDepartment of the Treasury
Internal Revenue Serviceor 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.

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

SAMUEL KILPATRICK

Number and street (or P O box number if mail is not delivered to street address)

C/O PNC BANK 620 LIBERTY AVENUE

Room/suite
10 FL

City or town, state, and ZIP code

PITTSBURGH, PA 15222

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

I Fair market value of all assets at end of year

J Accounting method: Cash Accrual

(from Part II, col. (c), line 16)

 Other (specify) _____

► \$ 2,138,527. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	(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	11.	11.		STATEMENT 2
4 Dividends and interest from securities	44,882.	44,882.		STATEMENT 3
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-2,644.			STATEMENT 1
b Gross sales price for all assets on line 6a	273,557.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less cost of goods sold				
c Gross profit (loss)	869.	0.		STATEMENT 4
11 Other income	43,118.	44,893.		
12 Total. Add lines 1 through 11	2,290.	2,175.		115.
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	700.	0.		700.
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	2,990.	2,175.		815.
25 Contributions, gifts, grants paid	89,016.			89,016.
26 Total expenses and disbursements. Add lines 24 and 25	92,006.	2,175.		89,831.
27 Subtract line 26 from line 12:	-48,888.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		42,718.		
c Adjusted net income (if negative, enter -0-)			N/A	

Assets	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
1	Cash - non-interest-bearing				
2	Savings and temporary cash investments		14,773.	21,931.	21,931.
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				
c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other	STMT 6	1,921,416.	1,865,370.	2,116,596.
14	Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers)		1,936,189.	1,887,301.	2,138,527.
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			
Net Assets or Fund Balances	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	24	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	25	Unrestricted			
	26	Temporarily restricted			
	27	Permanently restricted			
	28	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	29	Capital stock, trust principal, or current funds	1,928,178.	1,880,440.	
	30	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	31	Retained earnings, accumulated income, endowment, or other funds	8,011.	6,861.	
	32	Total net assets or fund balances	1,936,189.	1,887,301.	
	33	Total liabilities and net assets/fund balances	1,936,189.	1,887,301.	

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	1,936,189.
2	Enter amount from Part I, line 27a	2	-48,888.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	1,887,301.
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	1,887,301.

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 LONG TERM CAPITAL GAIN DIVIDENDS					
b SHORT TERM CAPITAL GAIN DIVIDENDS					
c SALES OF PUBLICLY TRADED SECURITIES					
d CLASS ACTION SETTLEMENTS					
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 2,357.			2,357.		
b 7,798.			7,798.		
c 263,402.		278,995.	-15,593.		
d 869.			869.		
e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			2,357.		
b			7,798.		
c			-15,593.		
d			869.		
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-4,569.	
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			
2008			
2007			
2006			
2005			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8

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 ► <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 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-) 3 Add lines 1 and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Credits/Payments: a 2010 estimated tax payments and 2009 overpayment credited to 2010 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be Credited to 2011 estimated tax ►	1	854.
2			0.	
3			854.	
4			0.	
5			854.	
6a				
6b				
6c				
6d				
7			0.	
8				
9		854.		
10				
11	Refunded ►			

Part VII-A Statements Regarding Activities

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	X	
5	X	
6	X	
7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►	
8a	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	
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	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14 The books are in care of ► PNC BANK NA TRUSTEE Telephone no. ► 412-768-5898		
Located at ► 620 LIBERTY AVE 10TH FLOOR, PITTSBURGH, PA ZIP+4 ► 15222		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 15 0 .		
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? Yes No		
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		

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

	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 checked="" type="checkbox"/> Yes	<input 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)?	1b	X
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	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?	<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)	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

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?

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

6b

X

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
PNC BANK, NA 620 LIBERTY AVENUE PITTSBURGH, PA 15222	TRUSTEE			
	1.00	2,290.	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

Form 990-PF (2010)

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		
		0.
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		
		0.
2		
All other program-related investments. See instructions.		
3 N/A		
		0.
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	2,022,717.
b Average of monthly cash balances	1b	
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	2,022,717.
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	2,022,717.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	30,341.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,992,376.
6 Minimum investment return. Enter 5% of line 5	6	99,619.

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	99,619.
2a Tax on investment income for 2010 from Part VI, line 5	2a	854.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	854.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	98,765.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	98,765.
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	98,765.

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	89,831.
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	89,831.
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	89,831.

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				98,765.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
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: ► \$ 89,831.				0.
a Applied to 2009, but not more than line 2a				
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				89,831.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see 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				8,934.
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	0.			
Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see 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)

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:

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
BOARD OF TRUSTEES OF BETHLEHEM PRESBYTERIAN CHURCH - 11TH TO MARVINE ON ROCKLAND	NONE	CHURCH	GENERAL FINANCIAL SUPPORT	14,836.
INGLIS HOUSE 2600 BELMONT AVENUE PHILADELPHIA, PA 19131	NONE	HOSPITAL	GENERAL FINANCIAL SUPPORT	14,836.
BALA PRESBYTERIAN HOME 2000 JOSHUA ROAD LAFAYETTE HILL, PA 19444	NONE	CHURCH	GENERAL FINANCIAL SUPPORT	14,836.
PRESBY MEDICAL CENTER OF PHILADELPHIA 39TH AND MARKET STREETS PHILADELPHIA, PA 19104	NONE	HOSPITAL	GENERAL FINANCIAL SUPPORT	14,836.
PRESBYTERIAN CHILDRENS VILLAGE 452 SOUTH ROBERTS ROAD ROSEMONT, PA 19010	NONE	CHURCH	GENERAL FINANCIAL SUPPORT	14,836.
TEMPLE UNIVERSITY BROAD AND MONTGOMERY AVENUE PHILADELPHIA, PA 19122	NONE	UNIVERSITY	GENERAL FINANCIAL SUPPORT	14,836.
Total				► 3a 89,016.
<i>b Approved for future payment</i>				
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) 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	11.
4 Dividends and interest from securities				14	44,882.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	-2,644.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a CLASS ACTION PROCEEDS				14	869.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		43,118.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	43,118.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--	--------------------	------------------	-----------

LONG TERM CAPITAL GAIN DIVIDENDS		PURCHASED		
----------------------------------	--	-----------	--	--

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,357.	0.	0.	0.	2,357.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--	--------------------	------------------	-----------

SHORT TERM CAPITAL GAIN DIVIDENDS		PURCHASED		
-----------------------------------	--	-----------	--	--

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,798.	0.	0.	0.	7,798.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--	--------------------	------------------	-----------

SALES OF PUBLICLY TRADED SECURITIES		PURCHASED		
-------------------------------------	--	-----------	--	--

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
263,402.	276,201.	0.	0.	-12,799.

CAPITAL GAINS DIVIDENDS FROM PART IV					0.
--------------------------------------	--	--	--	--	----

TOTAL TO FORM 990-PF, PART I, LINE 6A					-2,644.
---------------------------------------	--	--	--	--	---------

SAMUEL KILPATRICK

23-6205593

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

SOURCE	AMOUNT
MONEY MARKET AND OTHER TEMPORARY INVESTMENTS	11.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TRUST INVESTMENT INCOME	44,882.	0.	44,882.
TOTAL TO FM 990-PF, PART I, LN 4	44,882.	0.	44,882.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION PROCEEDS	869.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	869.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	700.	0.		700.
TO FORM 990-PF, PG 1, LN 16B	700.	0.		700.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TOTAL TRUST INVESTMENTS	COST	0.	0.
MUTUAL FUNDS - FIXED	COST	681,752.	691,180.
MUTUAL FUNDS - EQUITY	COST	1,183,618.	1,425,416.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,865,370.	2,116,596.

BANK 21
REGION 35
OFFICE 001

- TRANSAC TION ANALYSIS / SUMMARY -
01/01/10 THROUGH 12/31/10
ACCOUNT 0660301 SAMUEL KILPATRICK

- TRANSACTION-
DATE DESCRIPTION
-CODES-
TRAN TAX INDV
INCOME - CASH -
PRINCIPAL
INVEST/UNITS

TOTALS FOR TAX CODE 081 LONG TERM CAPITAL GAIN DISTRIBUTION

TOTALS FOR TAX CODE 082 SHORT TERM CAPITAL GAIN DISTRIBUTION

TOTALS FOR TAX CODE 831 SALES-COLLECTIVE FUNDS

DATE 04/20/11
TIME 09:53
PAGE 0003

2,352.01
7,798.43
-
263,402.58
273,558.02
- 276,200.53
- 2,642.51

Part I, Line 6a: < 2,642.51 >

BANK 21
REGION 35
OFFICE 001

- TRANSAC TION ANALYSIS / SUMMARY -
DATE 04/20/11
TIME 09:53
PAGE 0001

ACCOUNT 0660301 SAMUEL KILPATRICK

DATE	DESCRIPTION	TRAN TAX INDV	CODES- HISTORY	INCOME	CASH -	PRINCIPAL	INVEST/UNITS
02-26-10	LONG TERM CAPITAL GAINS DISTRIBUTION PAYABLE 12/31/09 AT .0000 PER SHARE BLACKROCK LIQUIDITY FUNDS TEMP FUND ADMINISTRATION SHARES #H1	081 081 00-0000 40757-00001 02-26-10					.02
02-26-10	LONG TERM CAPITAL GAINS DISTRIBUTION PAYABLE 12/31/09 AT .0000 PER SHARE BLACKROCK LIQUIDITY FUNDS TEMP FUND ADMINISTRATION SHARES #H1	081 081 00-0000 40757-00002 02-26-10					.03
03-09-10	MUTUAL FUND AGENT 03/08 SALE 20,857.019 SHS @ 3.03 ALLIANCE GROWTH & INCOME FUND INC FD #94	085 831 9464 40768-00001 03-09-10			63,196.77		64,316.01- 20,857.019-
03-09-10	MUTUAL FUND AGENT 03/08 SALE 15,507.642 SHS @ 5.60 AMERICAN CENTURY CAPITAL VALUE FUND INV #103	085 831 9464 40768-00002 03-09-10			86,842.80		1112,796.45- 15,507.642-
03-09-10	MUTUAL FUND AGENT 03/08 SALE 3,467.061 SHS @ 21.16 T ROWE PRICE VALUE FD INC FUND #107	085 831 9464 40768-00004 03-09-10			73,363.01		63,864.63- 3,467.061-
09-13-10	MUTUAL FUND AGENT 09/10 SALE 2,003.005 SHS @ 19.9699 BARON SMALL CAP FUND FUND #583	085 831 9464 40956-00001 09-13-10			40,000.00		35,223.44- 2,003.005-
12-15-10	PURC 11.055 SHS THRU REINVESTMENT OF CAP GAIN PAYABLE 12/15/10 @ 54.8100 BARON ASSET FUND FD #585	083 081 41049-00001 12-15-10					605.94 11.055
12-23-10	PURC 32,502 SHS THRU REINV OF SHORT TERM CAP GAIN DUE 12/23/10 @ \$ 7.6300 BLACKROCK FDS HIGH YIELD BD PORTFOLIO FUND 318 INSTITUTIONAL CLASS	083 082 41057-00002 12-23-10					247.99 32.502
12-23-10	PURC 745.354 SHS THRU RE INV OF SHORT TERM CAP GAIN DUE 12/23/10 @ \$ 10.1300 BLACKROCK FDS GNMA PORTFOLIO INSTL GL FD #338	083 082 41057-00003 12-23-10					7,550.44 745.354

BANK 21
REGION 35
OFFICE 001

- TRANSACT 10 N ANALYSIS / SUMMARY -
01/01/10 THROUGH 12/31/10
ACCOUNT 0660301 SAMUEL KILPATRICK

- TRANSACTION-
DATE DESCRIPTION

12-23-10 PURC 172.841 SHS THRU REINVESTMENT
OF CAP GAIN PAYABLE 12/23/10 @ 10.1300
BLACKROCK FDS
GNMA PORTFOLIO INSTL CL
FD #338

12-28-10 LONG TERM CAPITAL GAINS DISTRIBUTION
PAYABLE 12/21/10 AT .0000 PER SHARE
BLACKROCK LIQUIDITY FUNDS
TEMPFUND
ADMINISTRATION SHARES #H1

- CODES-
TRAN TAX INDV HISTORY

083 081 41057-00004
12-23-10

081 081 00-0000 41062-00001
12-28-10

- CASH -
INCOME HISTORY

1,750.88
172.841

14

INCOME - CASH -
PRINCIPAL

1,750.88
172.841

14

INVEST/UNITS

1,750.88
172.841

14

DATE 04/20/11
TIME 09:53
PAGE 0002

REPORT: TMS-TX-23
 BANK 21 PNC BANK (21)
 REGION 35 PHILADELPHIA
 OFFICE 001 C & E

GAIN/LOSS FEDERAL REPORT INTERNAL USE ONLY
ACCOUNT 0660301 SAMUEL KILPATRICK
FROM: 01/01/10 TO: 12/31/10

PAGE: 2
RUN DATE: 04/20/11

TAX CODE	OR-OFF	SERIAL	SEQ	LOT#	ACQUIR	DATES
831	000	40768-00004	00000	00000	12/19/	
831	000	40768-00004	00000	00000	12/19/	
831	000	40768-00004	00000	00000	12/19/	

G A I N / L O S S I N F O R M A T I O N			STATE
UNITS	PROCEEDS	TAX COST	G/L
5.985	126.64	93.73	.00
1.995	42.21	31.24	.00
37.457	792.60	548.74	.00
3,467.061	73,363.01	63,864.63	.00

**LISTED SALES-TOTAL LONG
CAPITAL GAIN DISTRIBUTIONS**

GRAND TOTAL = 106

CARBONATED DRINKS

2,357.01
7,798.43

273,558.02

- 278,995.20

54371

卷之三

+ 869,51 - Class Action Proceeds

Part I, Line 7: {4, 567.67}

4567.67

11571

Part I Line 7:

REPORT: TMS-TX-23
BANK 21 PNC BANK (21)
REGION 35 PHILADELPHIA
OFFICE 001 C & E

GAIN/LOSS FEDERAL REPORT INTERNAL USE ONLY
ACCOUNT 0660301 SAMUEL KILPATRICK
FROM: 01/01/10 TO: 12/31/10

ACCOUNT 0660301 SAMUEL KILPATRICK

FROM: 01/01/10 TO:

GAIN/LOSS INFORMATION STATEMENT

TAX ----- DATES -----
 CODE OR-OFF SERIAL SEQ LOT# ACQUIRED TRADE
 ASSET 018597104 ALLIANCE GROWTH & INCOME FUND

GAIN / LOSS INFORMATION STATE
FEDERAL G/L
TAX COST G/L

PROCEEDS TAX COST

100

ASSET 0118597101 | AGE GROWTH & INCOME FUND

ASSET 0250083385 AMERICAN CENTURY CAPITAL

ASSET 068278308 BABON SMALI CAB EIND

ASSOC.	0002/18300	BARON	SHRML	CAP	FUND
					FUND #583
3.1	000	40956-00001	00000	12/21/07	09/10/10
3.1	000	40956-00001	00000	12/21/07	09/10/10
3.1	000	40956-00001	00000	11/23/05	09/10/10
3.1	000	40956-00001	00000	11/21/06	09/10/10
3.1	000	40956-00001	00000	11/21/06	09/10/10
3.1	000	40956-00001	00000	11/24/04	09/10/10
3.1	000	40956-00001	00000	06/27/02	09/10/10
					1,143.089
					22,827.48
					18,460.89
					4,366.59
					1,55.47
					10,311.53
					10,704.08
					1,759.55
					2,404.63
					2,115.44
					3,343.84
					3,921.73
					4,671.90
					750.17
					L
					65.77
					L
					1,224.10
					L
					1,289.19
					L
					1,460.89
					L

TOTAL-LONG						
ASSET	779578103	T ROWE	PRICE	VALUE	FD	INC
	FUND #107					
31	000	40768-00004	00000	12/20/06	03/08/10	
31	000	40768-00004	00000	12/20/06	03/08/10	17,876
31	000	40768-00004	00000	12/19/07	03/08/10	63,163
31	000	40768-00004	00000	12/19/07	03/08/10	15,507
31	000	40768-00004	00000	12/14/05	03/08/10	103,379
31	000	40768-00004	00000	12/14/05	03/08/10	14,632
31	000	40768-00004	00000	12/14/05	03/08/10	81,141
31	000	40768-00004	00000	12/18/03	03/08/10	1,627
31	000	40768-00004	00000	12/13/01	03/08/10	5,317
31	000	40768-00004	00000	12/13/01	03/08/10	30,133
31	000	40768-00004	00000	10/22/01	03/08/10	1,652,893
31	000	40768-00004	00000	06/27/02	03/08/10	34,975,211
						1,435,956
						30,384,833
						1,981,891

ASSET 770570103 T POWER SOURCE VAC 115V ED INC

17. 876	378. 26	484. 45	106. 19-L
63. 163	1, 336. 53	1, 711. 73	375. 20-L
15. 507	328. 13	397. 29	69. 16-L
103. 379	2, 187. 50	2, 648. 57	461. 07-L
14. 632	309. 61	344. 73	35. 12-L
81. 141	1, 716. 94	1, 911. 68	194. 74-L
1. 627	34. 43	31. 32	3. 11-L
5. 317	112. 51	99. 17	13. 34-L
30. 133	637. 61	561. 98	75. 63-L
1, 652. 893	34, 975. 21	30, 000. 00	4, 975. 21-L
1, 435. 956	30, 384. 83	25, 000. 00	5, 384. 83-L

SUMMARY OF INVESTMENTS

AS OF 12/31/10

ACCOUNT
21-35-001-0660301

SAMUEL KILPATRICK

PAGE 1

	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET
PRINCIPAL CASH						
CASH EQUIVALENTS	15,070.39	15,070.39		15,070.39	.707	11.15 .074
FIXED INCOME MUTUAL FUNDS - FIXED	681,751.98	681,751.99	691,180.36	32.424	29,368.70	4.249
EQUITIES MUTUAL FUNDS - EQUITY	1,183,618.22	1,172,855.55		1,425,416.46	66.869	15,296.35 1.073
TOTAL PRINCIPAL ASSETS	1,880,440.59	1,869,677.93		2,131,667.21	100.000	44,676.18 2.096
CASH EQUIVALENTS	6,860.82	6,860.82	6,860.82	100.000	5.08 .074	
ACCOUNT TOTAL	1,887,301.41	1,876,538.75	2,138,528.03		44,681.26	2.089

Part II, Balance Sheets

STATEMENT OF INVESTMENTS

AS OF 12/31/10

ACCOUNT
21-35-001-0660301

SAMUEL KILPATRICK

PAGE 2

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
CASH EQUIVALENTS								
15,070.390	BLACKROCK LIQUIDITY FUNDS TEMP FUND ADMINISTRATION SHARES #H1	15,070.39	15,070.39	15,070.39	.705		11.15 .074	1.000
6,860.820	BLACKROCK LIQUIDITY FUNDS TEMP FUND ADMINISTRATION SHARES #H1 (INCOME INVESTMENT)	6,860.82	6,860.82	6,860.82	.321		5.08 .074	1.000
	TOTAL CASH EQUIVALENTS		21,931.21	21,931.21	1.026		16.23 .074	
MUTUAL FUNDS - FIXED								
17,559.822	BLACKROCK FUNDS MANAGED INCOME PORTFOLIO FUND 322 INSTITUTIONAL CLASS	175,160.79	175,160.79	175,949.42	8.228		7,222.60 4.105	10.020
15,358.748	BLACKROCK FDS HIGH YIELD BD PORTFOLIO FUND 318 INSTITUTIONAL CLASS	122,929.18	122,929.18	117,648.01	5.501		8,438.86 7.173	7.660
26,413.688	BLACKROCK FDS GNMA PORTFOLIO INSTL CL FD #338	256,301.51	256,301.52	268,098.93	12.537		9,181.64 3.425	10.150
700.000	ISHARES BARCLAYS TR U S TIP ETF	73,895.50	73,895.50	75,266.00	3.519		1,885.10 2.505	107.520
500.000	ISHARES IBOXX \$ INVESTOP INVESTMENT GRADE CORP BD FD ETF	53,465.00	53,465.00	54,220.00	2.535		2,640.50 4.870	108.440



STATEMENT OF INVESTMENTS

AS OF 12/31/10

ACCOUNT
21-367001-0660301

SAMUEL KEL-PATRICK

PAGE
3

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
	TOTAL MUTUAL FUNDS - FIXED	681,751.98	681,751.99	691,180.36	32.320	29,368.70	4.249	
	MUTUAL FUNDS - EQUITY							
3,156.690	AMERICAN BEACON FUNDS INTL EQUITY FD INSTL CL	50,365.43	50,365.43	51,927.55	2.428	1,325.81	2.553	16.450
795.957	BARON ASSET FUND FD #585	43,822.71	43,822.71	43,992.54	2.057			55.270
2,039.005	BARON SMALL CAP FUND FUND #583	35,856.50	32,722.78	48,487.54	2.267			23.780
3,999.651	BLACKROCK FUNDS INDEX EQUITY PORTFOLIO FUND 326 INSTITUTIONAL CLASS	76,362.82	76,362.82	96,671.56	4.520	1,652.21	1.709	24.170
2,106.990	CALAMOS GROWTH FUND CL - A FD # 606	83,287.14	75,658.19	112,471.13	5.259			53.380
2,577.915	HARBOR INTERNATIONAL FUND CLASS INS	126,028.24	126,028.24	156,092.75	7.299			60.550
1,100.000	ISHARES TR S&P 500 INDEX FD ETF	103,878.50	103,878.50	138,875.00	6.494			126.250
2,866.678	PERKINS MID CAP VALUE FUND CLASS T SHARES INVESTOR CLASS # 67	50,664.44	50,664.44	64,700.92	3.025	688.00	1.063	22.570
9,849.906	MFS VALUE FUND CLASS I	210,000.00	210,000.00	225,661.35	10.552	3,526.27	1.563	22.910
5,983.916	T ROWE PRICE GROWTH STOCK FD # 40	129,497.34	129,497.34	192,382.90	8.996	119.68	.062	32.150

STATEMENT OF INVESTMENTS

AS OF 12/31/10

ACCOUNT
21-35-001-0660301

SAMUEL KILPATRICK

PAGE 4

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
2,112.409	T ROWE PRICE MID CAP VALUE FD #115	39,102.10	39,102.10	50,085.22	2.342	274.61	.548	23.710
600.000	MIDCAP SPDR TRUST SERIES 1 ETF	96,843.00	96,843.00	98,808.00	4.620	901.80	.913	164.680
2,000.000	VANGUARD SMALL CAP ETF	137,910.00	137,910.00	145,260.00	6.793	1,692.00	1.165	72.630
	TOTAL MUTUAL FUNDS - EQUITY							
	TOTAL INVESTMENTS							
		1,163,618.22		1,172,855.55		1,425,416.46	66.652	15,296.33
								1.073
		1,887,301.41		1,876,538.75		2,138,528.03	100.000	44,681.26
								2.089



ACCOUNT SUMMARY

12/31/10 THROUGH 12/31/10

ACCOUNT
21-35-001-0660301

PAGE 5

SAMUEL KILPATRICK

	INCOME CASH	INCOME CARRYING VALUE	PRINCIPAL CASH	PRINCIPAL CARRYING VALUE
YOUR TRUST ACCOUNT BALANCES ON 12/31/10 WERE				
DURING THE PERIOD INCOME WAS RECEIVED FROM				
NO DIVIDENDS THIS PERIOD				
NO NON-TAXABLE INTEREST INCOME THIS PERIOD				
NO TAXABLE INTEREST INCOME THIS PERIOD				
NO RENTAL INCOME THIS PERIOD				
THUS TOTAL INCOME RECEIVED EQUALS				
NO CONTRIBUTIONS WERE RECEIVED THIS PERIOD				
NO SALES THIS PERIOD				
NO INCOME OR PRINCIPAL TRANSFERS THIS PERIOD				
NO PURCHASES THIS PERIOD				
EXPENSES INCURRED DURING THIS PERIOD WERE				
NO FEES CHARGED THIS PERIOD				
NO OTHER EXPENSES THIS PERIOD				
FOR TOTAL EXPENSES OF				
NO PAYMENTS WERE MADE TO OR FOR YOU THIS PERIOD				
YOUR CURRENT BALANCES AS OF 12/31/10 ARE				
	0.00	6,860.82	0.00	1,880,440.59

- 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).

Part II Additional (Not Automatic) 3-Month Extension of Time. 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 SAMUEL KILPATRICK Number, street, and room or suite no. If a P.O. box, see instructions C/O PNC BANK NA 620 LIBERTY AVE, NO. 10 FL City, town or post office, state, and ZIP code. For a foreign address, see instructions. PITTSBURGH, PA 15222	Employer identification number 23-6205593

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

0 1

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.

PNC BANK NA TRUSTEE

- The books are in the care of ► **620 LIBERTY AVE 10TH FLOOR - PITTSBURGH, PA 15222** Telephone No. ► **412-762-9971** 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

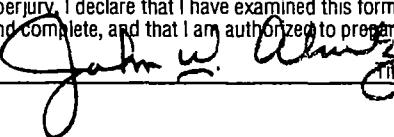
6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension **ADDITIONAL TIME IS REQUIRED TO FILE A COMPLETE AND ACCURATE TAX RETURN**

8a 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.	8a	\$ 0.
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.	8b	\$ 0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

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 ► **ASSISTANT VICE PRESIDENT** Date ► **8-3-11**
Form 8868 (Rev. 1-2011)

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)



Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for *Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only



All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization <i>OK</i> SAMUEL KILPATRICK	Employer identification number 23-6205593
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O. box, see instructions. C/O PNC BANK NA 620 LIBERTY AVE, NO. 10 FL	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PITTSBURGH, PA 15222	

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

01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
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

PNC BANK NA TRUSTEE

- The books are in the care of ► **620 LIBERTY AVE 10TH FLOOR - PITTSBURGH, PA 15222**

Telephone No ► **412-762-9971** 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.



1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

AUGUST 15, 2011, to file the exempt organization return for the organization named above. The extension

is for the organization's return for

► calendar year **2010** or

► tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason

Initial return

Final return

Change in accounting period

3a 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.	3a	\$	0.
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.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)