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

2010

Department of the Treasury
Internal Revenue Service

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

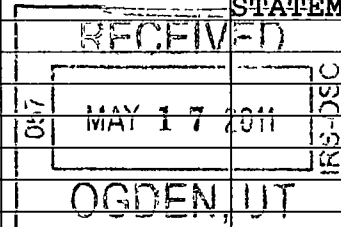
For calendar year 2010, or tax year beginning , and ending

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

Name of foundation HENRY DOLFINGER 2 TRUST UW		A Employer identification number 23-6207346
Number and street (or P O box number if mail is not delivered to street address) DUANE MORRIS LLP, 30 S. 17TH ST.	Room/suite	B Telephone number 215-979-1768
City or town, state, and ZIP code PHILADELPHIA, PA 19103-4196		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 18,809,174. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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 ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		229,190.	229,190.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-76,165.			
b Gross sales price for all assets on line 6a 22,784.					
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 or (loss)					
11 Other income		35,435.	35,435.		STATEMENT 2
12 Total. Add lines 1 through 11		188,460.	264,625.		
13 Compensation of officers, directors, trustees, etc		80,976.	0.		16,196.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		31,525.	15,762.		15,763.
b Accounting fees STMT 4		5,186.	2,593.		2,593.
c Other professional fees STMT 5		137,409.	46,024.		82,247.
17 Interest					
18 Taxes STMT 6		3,823.	3,823.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		16,194.	0.		16,194.
24 Total operating and administrative expenses. Add lines 13 through 23		275,113.	68,202.		132,993.
25 Contributions, gifts, grants paid		742,388.			742,388.
26 Total expenses and disbursements. Add lines 24 and 25		1,017,501.	68,202.		875,381.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-829,041.			
b Net investment income (if negative, enter -0-)			196,423.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAY 19 2011



Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	186,708.	204,870.	204,870.
	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 8	15,522,579.	14,715,053.	16,436,868.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	1,989,946.	1,950,269.	2,167,436.
	16 Total assets (to be completed by all filers)	17,699,233.	16,870,192.	18,809,174.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	18,250,482.	18,250,482.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-551,249.	-1,380,290.	
	30 Total net assets or fund balances	17,699,233.	16,870,192.	
	31 Total liabilities and net assets/fund balances	17,699,233.	16,870,192.	

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	17,699,233.
2 Enter amount from Part I, line 27a	2	-829,041.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	16,870,192.
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	16,870,192.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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			2,812.
b			-101,761.
c 22,784.			22,784.
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			2,812.
b			-101,761.
c			22,784.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-76,165.
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	731,028.	15,049,948.	.048573
2008	895,730.	16,833,482.	.053211
2007	919,755.	20,624,423.	.044595
2006	827,600.	19,875,132.	.041640
2005	823,927.	18,446,433.	.044666

2 Total of line 1, column (d)	2	.232685
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	.046537
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	17,019,256.
5 Multiply line 4 by line 3	5	792,025.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,964.
7 Add lines 5 and 6	7	793,989.
8 Enter qualifying distributions from Part XII, line 4	8	875,381.

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)		1	1,964.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	1,964.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	1,964.
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	6a	1,015.	
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	1,015.	
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	949.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ Refunded ☒	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>DUANE MORRIS LLP</u> Telephone no. ► <u>215-979-1769</u> Located at ► <u>30 SOUTH 17TH STREET, PHILADELPHIA, PA</u> ZIP+4 ► <u>19103</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	<u>N/A</u>	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► _____, _____, _____, _____	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<u>N/A</u>	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)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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

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
SHELDON BONOVIKZ, ESQ.	CO-TRUSTEE			
DM LLP, 30 SOUTH 17TH STREET				
PHILADELPHIA, PA 19103	2.00	40,488.	0.	0.
DAVID LODER, ESQ.	CO-TRUSTEE			
DM LLP, 30 SOUTH 17TH STREET				
PHILADELPHIA, PA 19103	2.00	40,488.	0.	0.

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

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

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

0

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Part 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	17,278,432.
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	17,278,432.
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	17,278,432.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	259,176.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,019,256.
6	Minimum investment return. Enter 5% of line 5	6	850,963.

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	850,963.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,964.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,964.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	848,999.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	848,999.
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	848,999.

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	875,381.
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	875,381.
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	1,964.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	873,417.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				848,999.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			67,646.	
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: ▶ \$ 875,381.				
a Applied to 2009, but not more than line 2a			67,646.	
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				807,735.
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				41,264.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	196,580.	22,426.	174,154.
PNC ADVISORS	55,394.	358.	55,036.
TOTAL TO FM 990-PF, PART I, LN 4	251,974.	22,784.	229,190.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LBC CREDIT PARTNERS	14,101.	14,101.	
LLR EQUITY PARTNERS III	-7,695.	-7,695.	
LLR EQUITY PARTNERS II	94,312.	94,312.	
LBC CREDIT PARTNERS II	-5,822.	-5,822.	
WP REAL ESTATE FUND III	-4,104.	-4,104.	
VERSA VAPITAL FUND II-A	3,147.	3,147.	
LUBERT-ADLER RE FUND V	-12,081.	-12,081.	
LUBERT-ADLER RE FUND IV	-46,423.	-46,423.	
TOTAL TO FORM 990-PF, PART I, LINE 11	35,435.	35,435.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUANE MORRIS LEGAL FEES	31,525.	15,762.		15,763.
TO FM 990-PF, PG 1, LN 16A	31,525.	15,762.		15,763.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUANE MORRIS TAX PREPARATION FEES	5,186.	2,593.		2,593.
TO FORM 990-PF, PG 1, LN 16B	5,186.	2,593.		2,593.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PNC ADVISORS	2,000.	2,000.		0.
BANK WIRE FEES	275.	275.		0.
INVESTMENT ADVISORY FEES	43,749.	43,749.		0.
DUANE MORRIS ADMINISTRATION FEES	91,385.	0.		82,247.
TO FORM 990-PF, PG 1, LN 16C	137,409.	46,024.		82,247.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	3,823.	3,823.		0.
TO FORM 990-PF, PG 1, LN 18	3,823.	3,823.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES	16,194.	0.		16,194.	
TO FORM 990-PF, PG 1, LN 23	16,194.	0.		16,194.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
BLACKROCK LOW DURATION	1,189,262.	1,241,485.		
ADAMS HARKNESS SMALL CAP GROWTH	202,024.	209,465.		
BARON GROWTH	218,680.	319,377.		
BRANDYWINE	429,184.	381,097.		
DFA EMERGING MARKETS CORE EQ I	146,933.	302,654.		
DFA INTL SMALL CAP VALUE	327,415.	341,604.		
DFA INTL VALUE	756,330.	681,418.		
DFA ONE YEAR FIXED INCOME	1,035,010.	1,040,820.		
DFA US LARGE CAP VALUE	441,785.	572,654.		
DFA US MICRO CAP I	128,850.	127,773.		
DFA US SMALL CAP VALUE	354,889.	486,232.		
DODGE & COX STOCK	146,991.	170,873.		
FIRST EAGLE OVERSEAS CL I	232,394.	357,931.		
HOTCHKIS & WILEY LARGE CAP VALUE	516,973.	440,194.		
HOTCHKIS & WILEY MID CAP VALUE	457,100.	538,622.		
PERKINS MID CAP VALUE INV	258,903.	259,190.		
JANUS OVERSEAS	169,425.	390,622.		
JANUS FD T SHEETS	318,393.	451,723.		
MORGAN STANLEY INSTL EMERGING MKTS	173,377.	258,664.		
MORGAN STANLEY INTL EQUITY	764,635.	652,399.		
ROYCE OPPORTUNITY	104,711.	188,337.		
ROYCE VALUE PLUS	182,130.	187,524.		
SOUND SHORE	150,966.	171,632.		
THIRD AVENUE INTL VALUE	348,749.	335,790.		
TURNER CORE GROWTH	567,219.	460,638.		
WESTCORE INTL FRONTIER	160,660.	235,722.		
WESTCORE MID CAP VALUE	390,748.	508,405.		
WESTCORE MIDCO GROWTH	308,770.	459,901.		
WILLIAM BLAIR INTL GROWTH	348,057.	376,026.		
WILLIAM BLAIR INTL SMALL CAP	204,618.	248,281.		
WILLIAM BLAIR LARGE CAP GROWTH	433,674.	475,049.		
WILLIAM BLAIR MID CAP GROWTH	295,201.	388,450.		
FEDERATED US GOVT SECS	654,845.	654,820.		
ARTIO INT'L EQUITY FUND CL I	0.	0.		

TURNER SMALL CAP EQUITY INC CL	0.	0.
METROPOLITAN WEST TOTAL RETURN	860,100.	960,242.
ROYCE MICRO-CAP SVC	82,854.	123,511.
BLACKROCK TOTAL RETURN II INST	300,000.	307,930.
DFA FIVE-YEAR GOVERNMENT	603,629.	601,908.
THORNBURG INT'L VALUE	290,500.	338,578.
WILLIAM BLAIR SMALL CAP GROWTH	159,069.	189,327.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,715,053.	16,436,868.

FORM 990-PF	OTHER ASSETS		STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
WP REAL ESTATE FUND III	91,643.	14,347.	91,643.	
LLR EQUITY PARTNERS II	562,474.	606,022.	585,450.	
LUBERT-ADLER RE FUND IV	595,865.	560,659.	595,865.	
LBC CREDIT PARTNERS, LP	289,989.	200,256.	219,321.	
LUBERT-ADLER RE FUND V, L.P.	228,175.	211,225.	240,675.	
LBC CREDIT PARTNERS II, LP	87,500.	135,263.	159,513.	
LLR EQUITY PARTNERS III, LP	104,300.	153,512.	184,969.	
VERSA CAPITAL FUND II, LP	80,000.	68,985.	90,000.	
INTRANSIT CHECKS - OUT	-80,000.	0.	0.	
INTRANSIT DEPOSIT FROM PARTNERSHIP	30,000.	0.	0.	
TO FORM 990-PF, PART II, LINE 15	1,989,946.	1,950,269.	2,167,436.	

**Taxable Realized Gain/Loss by Portfolio**

From 01/01/2010 to 12/31/2010

Henry Dolfinger Trust		Date		Units	Cost Basis	Sales Proceeds	Gain/Loss	
		Acquired	Date Sold				Short Term	Long Term
#350080376875 - PNC Account								
BFMSX	BlackRock Low Duration Bd Instl	11/07/2002	06/29/2010	4,171.011	42,669.44	40,000.00	0.00	-2,669.44
BFMSX	BlackRock Low Duration Bd Instl	11/07/2002	11/03/2010	10,256.410	104,923.08	100,000.00	0.00	-4,923.08
	Asset Total				147,592.52	140,000.00	0.00	-7,592.52
	Account Total				147,592.52	140,000.00	0.00	-7,592.52
#672572470 - Henry Dolfinger Trust								
ASCGX	Adams Harkness Small Cap Growth	02/02/2006	04/29/2010	1,104.495	14,656.65	12,038.99	0.00	-2,617.66
ASCGX	Adams Harkness Small Cap Growth	12/12/2007	04/29/2010	24.686	352.52	269.08	0.00	-83.44
ASCGX	Adams Harkness Small Cap Growth	12/12/2007	04/29/2010	246.966	3,526.68	2,691.93	0.00	-834.75
ASCGX	Adams Harkness Small Cap Growth	02/02/2006	10/29/2010	3,619.910	48,036.21	40,000.00	0.00	-8,036.21
	Asset Total				66,572.06	55,000.00	0.00	-11,572.06
JIEIX	Artio International Equity I	05/03/2002	08/11/2010	8,235.106	186,872.97	217,552.69	0.00	30,679.72
JIEIX	Artio International Equity I	12/27/2002	08/11/2010	371.120	7,288.79	9,804.14	0.00	2,515.35
JIEIX	Artio International Equity I	12/28/2007	08/11/2010	175.879	7,816.08	4,646.32	0.00	-3,169.76
JIEIX	Artio International Equity I	12/28/2007	08/11/2010	978.466	43,483.04	25,848.84	0.00	-17,634.20
JIEIX	Artio International Equity I	12/28/2007	08/11/2010	182.534	8,111.79	4,822.13	0.00	-3,289.66
JIEIX	Artio International Equity I	12/29/2008	08/11/2010	230.508	5,601.35	6,089.49	0.00	488.14
JIEIX	Artio International Equity I	12/29/2009	08/11/2010	770.592	21,900.23	20,357.28	-1,542.95	0.00
	Asset Total				281,074.26	289,120.90	-1,542.95	9,589.59
BGRIX	Baron Growth Fund Inst Shs	07/08/1999	04/29/2010	273.083	8,353.61	12,679.76	0.00	4,326.15
BGRIX	Baron Growth Fund Inst Shs	08/04/2003	04/29/2010	157.117	5,024.60	7,295.24	0.00	2,270.64
	Asset Total				13,378.21	19,975.00	0.00	6,596.79
BRWIX	Brandywine	10/30/2007	04/29/2010	822.030	30,941.22	19,975.00	0.00	-10,966.22
	Asset Total				30,941.22	19,975.00	0.00	-10,966.22
DFCEX	DFA Emerging Markets Core Equity I	11/04/2005	04/29/2010	874.132	9,677.85	16,771.09	0.00	7,093.24
DFCEX	DFA Emerging Markets Core Equity I	09/09/2008	04/29/2010	166.992	2,499.87	3,203.91	0.00	704.04
DFCEX	DFA Emerging Markets Core Equity I	11/04/2005	10/29/2010	1,208.288	13,377.42	25,727.16	0.00	12,349.74
DFCEX	DFA Emerging Markets Core Equity I	06/09/2009	10/29/2010	134.259	1,878.28	2,858.67	0.00	980.39
DFCEX	DFA Emerging Markets Core Equity I	09/09/2009	10/29/2010	65.243	1,054.33	1,389.17	0.00	334.84
	Asset Total				28,487.75	49,950.00	0.00	21,462.25



Taxable Realized Gain/Loss by Portfolio

From 01/01/2010 to 12/31/2010

Henry Dolfinger Trust	Date Acquired	Date Sold	Units	Cost Basis	Sales Proceeds	Gain/Loss	
						Short Term	Long Term
DFIVX DFA Intl Value I	01/30/2007	01/28/2010	1,001.435	23,540.27	16,213.11	0.00	-7,327.16
DFIVX DFA Intl Value I	06/08/2007	01/28/2010	548.666	13,985.49	8,882.83	0.00	-5,102.66
DFIVX DFA Intl Value I	12/19/2007	01/28/2010	1.494	35.25	24.19	0.00	-11.06
DFIVX DFA Intl Value I	12/19/2007	01/28/2010	273.469	6,451.14	4,427.43	0.00	-2,023.71
DFIVX DFA Intl Value I	12/19/2007	01/28/2010	644.072	15,193.66	10,427.44	0.00	-4,766.22
Asset Total				59,205.81	39,975.00	0.00	-19,230.81
DFLVX DFA U.S. Large Cap Value I	06/08/2006	04/29/2010	143.609	3,287.22	2,823.40	0.00	-463.82
DFLVX DFA U.S. Large Cap Value I	09/08/2006	04/29/2010	100.607	2,343.14	1,977.97	0.00	-365.17
DFLVX DFA U.S. Large Cap Value I	12/18/2006	04/29/2010	181.750	4,580.11	3,573.26	0.00	-1,006.85
DFLVX DFA U.S. Large Cap Value I	12/18/2006	04/29/2010	583.699	14,709.21	11,475.71	0.00	-3,233.50
DFLVX DFA U.S. Large Cap Value I	12/18/2006	04/29/2010	2.330	58.72	45.81	0.00	-12.91
DFLVX DFA U.S. Large Cap Value I	03/08/2007	04/29/2010	55.858	1,415.99	1,098.19	0.00	-317.80
DFLVX DFA U.S. Large Cap Value I	06/08/2007	04/29/2010	74.159	2,037.16	1,457.99	0.00	-579.17
DFLVX DFA U.S. Large Cap Value I	12/19/2007	04/29/2010	1.160	26.53	22.81	0.00	-3.72
DFLVX DFA U.S. Large Cap Value I	12/19/2007	04/29/2010	122.967	2,812.26	2,417.57	0.00	-394.69
DFLVX DFA U.S. Large Cap Value I	12/19/2007	04/29/2010	4.186	95.74	82.30	0.00	-13.44
Asset Total				31,366.07	24,975.00	0.00	-6,391.07
DFSCX DFA U.S. Micro Cap I	02/18/2004	04/29/2010	1,563.722	22,384.05	19,975.00	0.00	-2,409.05
Asset Total				22,384.05	19,975.00	0.00	-2,409.05
DFSVX DFA U.S. Small Cap Value I	03/08/2006	04/29/2010	11.530	328.83	282.97	0.00	-45.86
DFSVX DFA U.S. Small Cap Value I	06/08/2006	04/29/2010	34.243	985.87	840.41	0.00	-145.46
DFSVX DFA U.S. Small Cap Value I	12/18/2006	04/29/2010	172.069	5,033.02	4,223.00	0.00	-810.02
DFSVX DFA U.S. Small Cap Value I	12/18/2006	04/29/2010	1.613	47.18	39.59	0.00	-7.59
DFSVX DFA U.S. Small Cap Value I	12/18/2006	04/29/2010	1,150.711	33,658.31	28,241.28	0.00	-5,417.03
DFSVX DFA U.S. Small Cap Value I	03/08/2007	04/29/2010	9.731	289.89	238.82	0.00	-51.07
DFSVX DFA U.S. Small Cap Value I	06/08/2007	04/29/2010	45.184	1,433.23	1,108.93	0.00	-324.30
Asset Total				41,776.33	34,975.00	0.00	-6,801.33
DODGX Dodge & Cox Stock	12/27/2000	01/28/2010	475.126	46,120.47	45,095.45	0.00	-1,025.02
DODGX Dodge & Cox Stock	03/27/2008	01/28/2010	22.773	2,673.55	2,161.44	0.00	-512.11
DODGX Dodge & Cox Stock	06/26/2008	01/28/2010	15.014	1,680.27	1,425.02	0.00	-255.25
DODGX Dodge & Cox Stock	09/26/2008	01/28/2010	13.624	1,401.55	1,293.09	0.00	-108.46



Taxable Realized Gain/Loss by Portfolio

From 01/01/2010 to 12/31/2010

Henry Dolfinger Trust		Date		Units	Cost Basis	Sales		Gain/Loss	
		Acquired	Date Sold			Proceeds	Short Term	Long Term	
DODGX	Dodge & Cox Stock	12/27/2000	04/29/2010	474.699	46,079.02	49,975.00	0.00	3,895.98	
	Asset Total				97,954.86	99,950.00	0.00	1,995.14	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	05/15/2008	04/29/2010	26,858.597	286,595.56	291,928.62	0.00	5,333.06	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	09/30/2008	04/29/2010	134.055	1,430.37	1,457.06	0.00	26.69	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	10/31/2008	04/29/2010	117.486	1,253.58	1,276.97	0.00	23.39	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	11/28/2008	04/29/2010	120.039	1,294.02	1,304.72	0.00	10.70	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	12/31/2008	04/29/2010	108.058	1,177.83	1,174.49	0.00	-3.34	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	01/30/2009	04/29/2010	67.994	738.41	739.03	0.00	0.62	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	02/27/2009	04/29/2010	76.200	826.78	828.22	0.00	1.45	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	03/31/2009	04/29/2010	116.467	1,269.49	1,265.89	0.00	-3.60	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	05/15/2008	11/01/2010	20,001.759	213,429.44	219,210.90	0.00	5,781.46	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	05/30/2008	11/01/2010	79.973	850.11	876.47	0.00	26.36	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	06/30/2008	11/01/2010	138.561	1,472.90	1,518.57	0.00	45.67	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	07/31/2008	11/01/2010	136.580	1,453.21	1,496.86	0.00	43.65	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	08/29/2008	11/01/2010	142.758	1,518.94	1,564.57	0.00	45.63	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	04/30/2009	11/01/2010	114.899	1,248.95	1,259.24	0.00	10.29	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	10/27/2009	11/01/2010	15,653.775	170,025.00	171,558.82	0.00	1,533.82	
FSGVX	Federated U.S. Govt: 1-3 Yr Instl	01/28/2010	11/01/2010	23,437.500	255,025.00	256,865.19	1,840.19	0.00	
	Asset Total				939,609.58	954,325.62	1,840.19	12,875.85	
SGOIX	First Eagle Overseas I	12/13/2006	04/29/2010	153.346	3,847.45	3,184.88	0.00	-662.57	
SGOIX	First Eagle Overseas I	12/14/2007	04/29/2010	533.715	12,547.64	11,084.84	0.00	-1,462.80	
SGOIX	First Eagle Overseas I	12/14/2007	04/29/2010	515.440	12,117.99	10,705.28	0.00	-1,412.71	
	Asset Total				28,513.08	24,975.00	0.00	-3,538.08	
HWMIX	Hotchkis and Wiley Mid-Cap Value I	12/28/2006	04/29/2010	1,592.018	47,680.94	34,713.02	0.00	-12,967.92	
HWMIX	Hotchkis and Wiley Mid-Cap Value I	12/28/2006	04/29/2010	12.015	359.85	261.98	0.00	-97.87	
	Asset Total				48,040.79	34,975.00	0.00	-13,065.79	
JANSX	Janus Fd T Shares	12/03/2007	01/28/2010	1,587.302	50,936.51	40,000.00	0.00	-10,936.51	
JANSX	Janus Fd T Shares	08/04/2003	04/29/2010	300.831	6,179.07	8,342.05	0.00	2,162.98	
JANSX	Janus Fd T Shares	12/03/2007	04/29/2010	144.702	4,643.49	4,012.59	0.00	-630.90	
JANSX	Janus Fd T Shares	12/14/2007	04/29/2010	95.397	3,028.84	2,645.36	0.00	-383.48	
	Asset Total				64,787.91	55,000.00	0.00	-9,787.91	



Taxable Realized Gain/Loss by Portfolio

From 01/01/2010 to 12/31/2010

Henry Dolfinger Trust		Date		Units	Cost Basis	Sales Proceeds	Gain/Loss	
		Acquired	Date Sold				Short Term	Long Term
JIGFX	Janus Overseas Fund - I Shares	12/14/2007	04/29/2010	99.408	5,298.55	4,555.97	0.00	-742.58
JIGFX	Janus Overseas Fund - I Shares	12/14/2007	04/29/2010	679.829	36,235.40	31,157.15	0.00	-5,078.25
JIGFX	Janus Overseas Fund - I Shares	12/14/2007	04/29/2010	160.412	8,550.06	7,351.83	0.00	-1,198.23
JIGFX	Janus Overseas Fund - I Shares	12/12/2008	04/29/2010	366.110	8,615.46	16,779.15	0.00	8,163.69
JIGFX	Janus Overseas Fund - I Shares	12/12/2008	04/29/2010	2.856	67.22	130.91	0.00	63.69
JIGFX	Janus Overseas Fund - I Shares	03/24/2004	10/29/2010	780.678	17,027.20	38,616.45	0.00	21,589.25
JIGFX	Janus Overseas Fund - I Shares	12/12/2008	10/29/2010	165.097	3,885.15	8,166.59	0.00	4,281.44
JIGFX	Janus Overseas Fund - I Shares	06/24/2009	10/29/2010	64.529	2,140.54	3,191.97	0.00	1,051.43
	Asset Total				81,819.56	109,950.00	0.00	28,130.44
MGEMX	Morgan Stanley Inst Emerging Mkts I	12/21/2006	01/28/2010	94.288	2,674.01	2,055.39	0.00	-618.62
MGEMX	Morgan Stanley Inst Emerging Mkts I	12/21/2006	01/28/2010	51.165	1,451.04	1,115.35	0.00	-335.69
MGEMX	Morgan Stanley Inst Emerging Mkts I	07/03/2007	01/28/2010	3.622	125.38	78.96	0.00	-46.42
MGEMX	Morgan Stanley Inst Emerging Mkts I	07/03/2007	01/28/2010	6.425	222.42	140.06	0.00	-82.36
MGEMX	Morgan Stanley Inst Emerging Mkts I	07/03/2007	01/28/2010	217.079	7,515.26	4,732.13	0.00	-2,783.13
MGEMX	Morgan Stanley Inst Emerging Mkts I	12/20/2007	01/28/2010	343.077	11,345.57	7,478.77	0.00	-3,866.80
MGEMX	Morgan Stanley Inst Emerging Mkts I	12/20/2007	01/28/2010	1,541.993	50,993.70	33,614.06	0.00	-17,379.64
MGEMX	Morgan Stanley Inst Emerging Mkts I	12/20/2007	01/28/2010	34.877	1,153.37	760.29	0.00	-393.08
MGEMX	Morgan Stanley Inst Emerging Mkts I	12/21/2006	10/29/2010	1,128.668	32,009.03	29,975.00	0.00	-2,034.03
	Asset Total				107,489.77	79,950.00	0.00	-27,539.77
MSIQX	Morgan Stanley Inst International Eq I	12/23/2005	01/28/2010	400.098	8,162.00	5,106.70	0.00	-3,055.30
MSIQX	Morgan Stanley Inst International Eq I	12/21/2006	01/28/2010	287.602	5,907.34	3,670.84	0.00	-2,236.50
MSIQX	Morgan Stanley Inst International Eq I	12/21/2006	01/28/2010	3,227.727	66,297.51	41,197.46	0.00	-25,100.05
	Asset Total				80,366.85	49,975.00	0.00	-30,391.85
JMVAX	Perkins Mid Cap Value I	01/30/2007	01/28/2010	7,172.131	174,388.66	139,975.00	0.00	-34,413.66
JMVAX	Perkins Mid Cap Value I	01/30/2007	04/29/2010	4,126.547	100,336.01	89,975.00	0.00	-10,361.01
	Asset Total				274,724.67	229,950.00	0.00	-44,774.67
RYPNX	Royce Opportunity Invnt	02/11/2003	01/28/2010	3,950.339	27,537.68	34,975.00	0.00	7,437.32
RYPNX	Royce Opportunity Invnt	02/11/2003	04/29/2010	1,749.781	12,197.66	19,975.00	0.00	7,777.34
	Asset Total				39,735.34	54,950.00	0.00	15,214.66
RVPHX	Royce Value Plus Invnt	02/02/2006	04/29/2010	1,640.023	21,802.19	20,911.74	0.00	-890.45
RVPHX	Royce Value Plus Invnt	12/05/2006	04/29/2010	162.418	2,320.97	2,070.98	0.00	-249.99



Taxable Realized Gain/Loss by Portfolio

From 01/01/2010 to 12/31/2010

Henry Dolfinger Trust		Date		Units	Cost Basis	Sales Proceeds	Gain/Loss	
		Acquired	Date Sold				Short Term	Long Term
RVPHX	Royce Value Plus Invt	12/05/2006	04/29/2010	120.251	1,718.40	1,533.30	0.00	-185.10
RVPHX	Royce Value Plus Invt	12/05/2006	04/29/2010	3.073	43.91	39.18	0.00	-4.73
RVPHX	Royce Value Plus Invt	12/07/2007	04/29/2010	290.298	4,119.17	3,701.55	0.00	-417.62
RVPHX	Royce Value Plus Invt	12/07/2007	04/29/2010	343.356	4,872.04	4,378.09	0.00	-493.95
RVPHX	Royce Value Plus Invt	12/07/2007	04/29/2010	183.529	2,604.18	2,340.16	0.00	-264.02
	Asset Total				37,480.86	34,975.00	0.00	-2,505.86
SSHFX	Sound Shore	09/01/1999	01/28/2010	995.902	28,452.91	28,084.43	0.00	-368.48
SSHFX	Sound Shore	12/27/2007	01/28/2010	30.823	1,105.01	869.21	0.00	-235.80
SSHFX	Sound Shore	06/26/2008	01/28/2010	37.105	1,215.57	1,046.36	0.00	-169.21
SSHFX	Sound Shore	09/01/1999	04/29/2010	673.034	19,228.58	20,588.10	0.00	1,359.52
SSHFX	Sound Shore	02/01/2000	04/29/2010	144.227	4,116.24	4,411.90	0.00	295.66
	Asset Total				54,118.31	55,000.00	0.00	881.69
TTMEX	Turner Large Gr Fd Insti CI	11/29/2007	04/29/2010	3,459.957	51,001.84	39,142.23	0.00	-11,859.61
TTMEX	Turner Large Gr Fd Insti CI	12/28/2007	04/29/2010	73.612	1,107.13	832.77	0.00	-274.36
	Asset Total				52,108.97	39,975.00	0.00	-12,133.97
TSEEX	Turner Small Cap Equity I	10/30/2008	09/16/2010	22,786.214	209,177.44	242,422.46	0.00	33,245.02
TSEEX	Turner Small Cap Equity I	12/18/2008	09/16/2010	14.310	118.49	152.24	0.00	33.75
TSEEX	Turner Small Cap Equity I	10/27/2009	09/16/2010	2,118.644	20,025.00	22,540.25	2,515.25	0.00
	Asset Total				229,320.93	265,114.95	2,515.25	33,278.77
WTIFX	Westcore International Frontier	02/17/2004	10/29/2010	119.271	1,297.67	1,762.83	0.00	465.16
WTIFX	Westcore International Frontier	07/26/2005	10/29/2010	3,263.679	36,487.93	48,237.17	0.00	11,749.24
	Asset Total				37,785.60	50,000.00	0.00	12,214.40
WTMGX	Westcore Midco Growth	12/27/2006	04/29/2010	1,979.926	14,889.04	11,721.16	0.00	-3,167.88
WTMGX	Westcore Midco Growth	12/27/2006	04/29/2010	1,633.971	12,287.46	9,673.11	0.00	-2,614.35
WTMGX	Westcore Midco Growth	12/27/2007	04/29/2010	8,695.308	60,519.34	51,476.22	0.00	-9,043.12
WTMGX	Westcore Midco Growth	12/27/2007	04/29/2010	4,582.687	31,895.50	27,129.51	0.00	-4,765.99
	Asset Total				119,591.34	100,000.00	0.00	-19,591.34
LCGFX	William Blair Large Cap Growth I	12/03/2007	01/28/2010	8,317.177	62,968.11	49,878.11	0.00	-13,090.00
LCGFX	William Blair Large Cap Growth I	12/31/2007	01/28/2010	16.156	124.40	96.89	0.00	-27.51
LCGFX	William Blair Large Cap Growth I	12/03/2007	04/29/2010	2,980.626	22,565.88	19,975.00	0.00	-2,590.88



Taxable Realized Gain/Loss by Portfolio

From 01/01/2010 to 12/31/2010

Henry Dolfinger Trust	Date		Units	Cost Basis	Sales		Gain/Loss	
	Acquired	Date Sold			Proceeds	Short Term	Long Term	Long Term
Asset Total				85,658.39	69,950.00	0.00	-15,708.39	
Account Total				2,954,292.57	2,862,936.47	2,812.49	-94,168.59	
Portfolio Total				3,101,885.09	3,002,936.47	2,812.49	-101,761.11	

Tax Summary

	Short Term	Long Term
Cost Basis	\$ 296,950.22	\$ 2,804,934.87
Sale Proceeds	\$ 299,762.71	\$ 2,703,173.76
Gain/Loss	\$ 2,812.49	-\$ 101,761.11

**DOLFINGER-McMAHON FOUNDATION
2010 GRANTS**

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Grant Amount</u>	<u>Funding For</u>
Academy in Manayunk 169 Conarroe Street Philadelphia, PA 19127	Funding for the development of a Teacher Training Curriculum to meet the needs of students with language-based learning disabilities	\$3,500 00	project title
Academy of Community Music 601 Bethlehem Pike Ft Washington, PA 19034	Funding for Musical Pathways initiative	\$1,000 00	unrestricted contribution to General Fund
American Civil Liberties Foundation of Pennsylvania P O. Box 40008 Philadelphia, PA 19106	Support for the next stage of the minors' rights to confidential health care project	\$2,000 00	unrestricted contribution to General Fund
American Red Cross Southeastern PA Chapter 23rd & Chestnut Streets Philadelphia, PA 19103	Funding for the Red Cross Club program	\$2,500.00	project title
Annenberg Center for the Performing Arts University of Pennsylvania 3680 Walnut Street Philadelphia, PA 19104	Support for the 2010-11 By Local series	\$1,000.00	unrestricted contribution to General Fund
ARC Advocacy Services 3075 Ridge Pike Eagleville, PA 19403	Funding for demonstration project to improve the process of transition for children with disabilities and their families	\$6,000 00	project title
The ARC of Montgomery, Berks & Bucks Counties 3075 Ridge Pike Eagleville, PA 19403	Funding for expansion of personal advocacy services	\$5,000 00	project title
Arden Theatre Company 40 N 2nd Street Philadelphia, PA 19105	Support of world premiere production of 'Ghost-Writer'	\$3,000.00	project title
Artreach, Inc 1819 JFK Boulevard Suite 200 Philadelphia, PA 19103	Support for the Inclusive Arts Educational Project	\$4,000 00	project title
Arts & Business Council of Greater Philadelphia 200 South Broad Street Suite 700 Philadelphia, PA 19102	Support for a board governance workshop targeted to current board members and arts managers	\$1,000 00	unrestricted contribution to General Fund
Asian Arts Initiative 1219 Vine Street Philadelphia, PA 19107	Support for the Youth Arts Workshop	\$1,000.00	unrestricted contribution to General Fund
Associated Services For The Blind, Inc 919 Walnut Street Philadelphia, PA 19107	Support for the Vision Rehabilitation Services Program	\$5,000 00	project title
Audubon Pennsylvania John James Audubon Center at Mill Grove 1201 Pawlings Road Audubon, PA 19403	Support for Green Club, an after-school program at Mastery Charter School	\$4,000 00	project title
Autistic Endeavors Learning Center 4244 Barnett Street Philadelphia, PA 19135	Funding for TEACCH, Floor Time, Sensory Integration and Applied Behavior Analysis programs	\$1,000 00	unrestricted contribution to General Fund

**DOLFINGER-McMAHON FOUNDATION
2010 GRANTS**

Bebashi, Inc 1217 Spring Garden Street 1st Floor Philadelphia, PA 19123	Funding for in-place support groups and newly infected individual support group for persons living with HIV/AIDS	\$1,500 00	unrestricted contribution to General Fund
Bestwork Industries for the Blind, Inc. 801 East Clements Bridge Road Runnemede, NJ 08078	Support for the employment services program	\$1,000.00	unrestricted contribution to General Fund
Bethesda Project 1630 South Street Philadelphia, PA 19146	Funding for Human Resource Information System (HRIS) reducing personnel and administrative costs	\$5,700 00	project title
Big Brothers/Big Sisters of SE PA 123 South Broad Street Suite 2180 Philadelphia, PA 19109	Support for Parents as Partners initiative	\$5,000 00	project title
Big Picture Philadelphia 2010 N. Mascher Street Philadelphia, PA 19122	Support for 'Back in School, Ready for My Future' summer bridge program for at-risk students re-entering high school	\$1,000 00	unrestricted contribution to General Fund
Breakthrough of Greater Philadelphia 34 West Coulter Street Philadelphia, PA 19144	Support for the expansion of the Breakthrough Leaders Academy	\$3,500.00	project title
CADE KIDS 128 Chestnut Street Suite 302 Philadelphia, PA 19106	Support for the Changing Attitudes, Decisions and Environments for kids ('CADEKids') program	\$5,000 00	project title
Calcutta House 1601 West Girard Avenue Philadelphia, PA 19130	Funding for ongoing work providing essential housing and care to people with advanced AIDS	\$2,000 00	unrestricted contribution to General Fund
Camden City Garden Club, Inc. 3 Riverside Drive Camden, NJ 08103	Funding to develop the Community Gardening Leadership Council and the Community Gardening Faith-Based Leadership Council	\$2,000.00	unrestricted contribution to General Fund
The Career Wardrobe 1211 Chestnut Street Suite 205 Philadelphia, PA 19107	Support for the Dressing and Image Consultation Program	\$3,000 00	project title
The Caring Center of Philadelphia, Inc 3790 Morrell Avenue Suite D Philadelphia, PA 19114	Support of the Counseling program for adults that are chronically and/or terminally ill	\$1,000.00	unrestricted contribution to General Fund
CASA of Philadelphia County 1940 Brandywine Street Philadelphia, PA 19130	Funding for the Technology Strategic Plan - Phase Two	\$2,500.00	project title
The Center for Autism 3905 Ford Road Suite 6 Philadelphia, PA 19131	Support for the new Occupational Therapy Program	\$1,000 00	unrestricted contribution to General Fund
The Center for Emerging Visual Arts 1521 Locust Street Lower Level Philadelphia, PA 19102	Support for FY2011 Direct Dialogues Lecture Series	\$3,000.00	project title
The Center for Grieving Children, Teens and Families 1139 East Luzerne Street Philadelphia, PA 19124	Support for expansion of free grief services to families in crisis citywide	\$1,500.00	unrestricted contribution to General Fund
Center in the Park 5818 Germantown Avenue Philadelphia, PA 19144	Funding for Community Connections: Civic Engagement and Intergenerational Programs and annual Volunteer Recognition Event	\$2,500 00	project title

**DOLFINGER-McMAHON FOUNDATION
2010 GRANTS**

Center on Hearing and Deafness, Inc 139 W Market Street West Chester, PA 19382	Funding for CHAD's Adult Literacy Program	\$2,500.00	project title unrestricted contribution to General Fund
The Center School 2450 Hamilton Avenue Abington, PA 19001	Support 'All Kinds of Minds' training program for teachers of children with learning disabilities	\$1,500.00	unrestricted contribution to General Fund
Chatham University Woodland Road Pittsburgh, PA 15232	Funding for Ready to Matter, a women's research publication series in the Philadelphia area	\$10,000.00	project title unrestricted contribution to General Fund
Chemical Heritage Foundation 315 Chestnut Street Philadelphia, PA 19106	Funding to hold a nation-wide student contest celebrating the 2011 International Year of Chemistry	\$1,000.00	unrestricted contribution to General Fund
Chester Children's Chorus Swarthmore College 500 College Avenue Swarthmore, PA 19081	Funding for second year of the Sing-to-Learn Partnership providing classroom music instruction	\$1,000 00	unrestricted contribution to General Fund
Chester County Historical Society 225 North High Street West Chester, PA 19380	Funding for exhibition focusing on commemorating the 150th Anniversary of the War Between the States	\$2,500 00	project title
The Chester Fund P.O. Box 22 Chester, PA 19016	Support for CUSA's (Chester Upland School for the Arts) enrichment programs	\$5,000.00	project title
Chestnut Hill Friends Meetinghouse 100 East Mermaid Lane Philadelphia, PA 19118	Funding to bring the first permanent work by acclaimed contemporary artist James Turrell to the area	\$1,000 00	unrestricted contribution to General Fund
Chestnut Hill Meals on Wheels 8765 Stenton Avenue Philadelphia, PA 19038	Support for two clients (one year) to receive daily meals in the subsidy program	\$6,000 00	project title
Children's Literacy Initiative 2314 Market Street 3rd Floor Philadelphia, PA 19103	Support for Blueprint for Early Literacy program in DCIU classrooms during the 2010/11 school year	\$5,000 00	project title
Children's Scholarship Fund Philadelphia 1616 Walnut Street Suite 1502 Philadelphia, PA 19103	Funding for seven new one-year scholarships for low-income students	\$4,000 00	project title
City Parks Association 6868 Scottforth Road Philadelphia, PA 19119	Funding for Art in the Open, an outdoor event celebrating the Schuylkill River's impact on the landscape and the arts community in Philadelphia	\$2,500 00	project title
City Year Greater Philadelphia 2221 Chestnut Street 2nd Floor Philadelphia, PA 19103	Support for a City Year team in an underserved middle school during the 2010-11 corps year	\$10,000 00	project title unrestricted contribution to General Fund
Clarke Pennsylvania, Inc. 455 South Roberts Road Bryn Mawr, PA 19010	Support of Toddler Program for deaf and hard of hearing children (matching grant)	\$1,000 00	unrestricted contribution to General Fund
The Clay Studio 139 North Second Street Philadelphia, PA 19106	Support of collaborative project entitled Where's Winnie?	\$5,000 00	project title
College of Physicians of Philadelphia 19 South 22nd Street Philadelphia, PA 19103	Funding for Anatomica Aesthetica the Quay Brothers Film Project	\$1,000 00	unrestricted contribution to General Fund

**DOLFINGER-McMAHON FOUNDATION
2010 GRANTS**

The Committee of Seventy 8 Penn Center 1628 JFK Boulevard Suite 1002 Philadelphia, PA 19103	Funding to hire a Research and Policy Analyst	\$2,500 00	project title
Community Care Center of the Northeast 2417 Welsh Road Suite 202 Philadelphia, PA 19114	Support for the Wheels transportation program	\$2,500.00	project title
Community Legal Services, Inc 1424 Chestnut Street Philadelphia, PA 19102	Support for the Child Care Law Project initiative	\$2,500 00	project title
Community Outreach Partnership 2212 Spruce Street Philadelphia, PA 19103	Funding to launch a volunteer recruitment website and a community potluck dinner series	\$1,000 00	unrestricted contribution to General Fund
Community Women's Education Project 2801 Frankford Avenue Philadelphia, PA 19134-4096	Support for the Workplace Development Literacy Program	\$1,000 00	unrestricted contribution to General Fund
Concern Professional Services for Children and Youth 49 Easton Road Suite 202 Willow Grove, PA 19090	Funding for special activities for children in various foster care programs	\$1,000 00	unrestricted contribution to General Fund
Connection Training Services 2243 W Allegheny Avenue Philadelphia, PA 19132	Funding for Youth Empowered for Success program	\$2,500 00	project title
Cradle of Hope, Inc 1657 The Fairway PMB 140 Jenkintown, PA 19046	Support towards managing a transitional housing facility for disadvantaged mothers and their children	\$1,500.00	unrestricted contribution to General Fund
The Curtis Institute of Music 1726 Locust Street Philadelphia, PA 19103	Funding to upgrade the communications network to allow for Internet2 installation and wide dissemination of Curtis performances	\$25,000.00	project title
Dance Affiliates 4701 Bath Street, 46B Philadelphia, PA 19137	Funding for The A.W.A.R.D Show! – a special unique opportunity for local artists	\$1,000 00	unrestricted contribution to General Fund
Darlington Arts Center 977 Shavertown Road Garnet Valley, PA 19061	Funding for the outreach arts education program for underserved students and adults with intellectual disabilities	\$1,000 00	unrestricted contribution to General Fund
Defender Association of Philadelphia 1441 Sansom Street Philadelphia, PA 19102	Funding for Collateral Consequences of Serious Juvenile Adjudication project	\$1,000 00	unrestricted contribution to General Fund
Depaul USA 5725 Sprague Street Philadelphia, PA 19138	Support for a Peer Mentoring Program providing men with the resources to exit homelessness	\$1,000.00	unrestricted contribution to General Fund
Dragonfly Forest, Inc 726 E. Conshohocken State Road Penn Valley, PA 19072	Support for Autism Program Development and summer camp session	\$2,500 00	project title
Economy League of Greater Philadelphia 230 S. Broad Street Suite 403 Philadelphia, PA 19102	Support for a Greater Philadelphia Civic Consulting Alliance Demonstration Project	\$5,000 00	project title

**DOLFINGER-McMAHON FOUNDATION
2010 GRANTS**

Education Law Center - PA The Philadelphia Building 1315 Walnut Street Suite 400 Philadelphia, PA 19107	Funding for a parent and student helpline for problems arising within the public school system	\$2,437.50	project title
Eighteen Twelve (1812) Productions, Inc 421 N. 7th Street Suite 218 Philadelphia, PA 19123	Funding for 1812 Outreach, an education program for students and teachers using laughter as a means to connect with special needs and at-risk students	\$1,500 00	unrestricted contribution to General Fund
Elwyn, Inc 111 Elwyn Road Elwyn, PA 19063	Funding for the writing, publishing and marketing costs of Education Division Training and Technical Assistance manual	\$1,000 00	unrestricted contribution to General Fund
Enchantment Theatre Company 100 South Broad Street Suite 1318 Philadelphia, PA 19110	Support for The Magic of Masks Arts Education and Outreach Program	\$2,000 00	unrestricted contribution to General Fund
Fairmount Park Conservancy 1617 John F. Kennedy Boulevard Suite 1670 Philadelphia, PA 19103	Funding towards the first phase of the Marketing Initiative	\$5,000 00	project title
Fleisher Art Memorial 719 Catharine Street Philadelphia, PA 19147	Funding to expand the Community Partnerships in the Arts program	\$5,000.00	project title
Food Bank of South Jersey, Inc 1501 John Tipton Boulevard Pennsauken, NJ 08110	Support for Operation Frontline, a national nutrition education program	\$5,000 00	project title
Foundation for Self-Taught American Artists 30 South 17th Street Philadelphia, PA 19103	Funding to support film productions and related targeted education and outreach initiatives	\$10,000.00	project title
The Franklin Institute 222 North 20th Street Philadelphia, PA 19103	Funding for seven months of educational programming for 'Cleopatra: The Search for the Last Queen of Egypt'	\$5,000 00	project title
The Free Library of Philadelphia 1901 Vine Street Philadelphia, PA 19103	Funding for Books Aloud! early literacy program	\$5,000 00	project title
French and Pickering Creeks Conservation Trust, Inc. 511 Kimberton Road Phoenixville, PA 19460	Funding for new outreach initiative	\$1,500 00	unrestricted contribution to General Fund
Friends of Laurel Hill Cemetery 3822 Ridge Avenue Philadelphia, PA 19132	Support of educational programming for the 175th anniversary in 2011	\$1,000 00	unrestricted contribution to General Fund
Friends of Schuylkill River Park P.O. Box 30246 Philadelphia, PA 19103	Funding for the Rehabilitation and Greening of Markward Hill	\$1,000 00	unrestricted contribution to General Fund
Germantown Friends School 31 W Coulter Street Philadelphia, PA 19144	Support for Project Flow, a summer leadership academy for 9th grade students	\$7,500 00	project title
Germantown Historical Society 5501 Germantown Avenue Philadelphia, PA 19144	Matching support for the Digitization and Marketing Initiative	\$1,500 00	unrestricted contribution to General Fund
GESU School 1700 West Thompson Street Philadelphia, PA 19121	Support for the 5-week Academic Summer Camp	\$2,500 00	project title

**DOLFINGER-McMAHON FOUNDATION
2010 GRANTS**

Greater Philadelphia Cultural Alliance 1616 Walnut Street Suite 600 Philadelphia, PA 19103	Funding for the 3rd edition of the 'Portfolio' report in 2011	\$5,000 00	project title
The Health Care Improvement Foundation, Inc. 1835 Market Street Suite 1050 Philadelphia, PA 19103	Funding for Patient-Centered Tools to Improve Hospital Discharge project	\$6,500 00	project title
Historic Philadelphia, Inc 116 So. 3rd Street Philadelphia, PA 19106	Support of 'History Makers' Interpretative Programming	\$1,000.00	unrestricted contribution to General Fund
Hope Partnership for Education 1701 North 8th Street Philadelphia, PA 19122	Support for creative arts workshops through the Learning through the Arts Program	\$2,500 00	project title
Hopeworks 'N Camden 543 State Street Camden, NJ 08102	Support for C.R.I.B. (Community Responding In Belief)	\$2,500.00	project title
IHM Center for Literacy and GED Programs 425 West Lindley Avenue Philadelphia, PA 19120	Funding for educational materials for the adult literacy program	\$2,500.00	project title
Immaculata University 1145 King of Prussia Road Immaculata, PA 19345	Support for the 2010 Chronicle of Faith conference	\$2,000.00	unrestricted contribution to General Fund
Independence Charter School 1600 Lombard Street Philadelphia, PA 19146	Support for LEAP, a free enhanced summer school program for at-risk students	\$2,000 00	unrestricted contribution to General Fund
Inglis House 2600 Belmont Avenue Philadelphia, PA 19131	Funding for the Artist-in-Residence Program	\$4,000.00	project title
Institute of Contemporary Art/University of PA 118 South 36th Street Philadelphia, PA 19104	Funding for the Summer Studio Program	\$5,000 00	project title
Interact Theatre Company 2030 Sansom Street Philadelphia, PA 19103	Support for Interact's 23rd anniversary season of artistic and educational programs	\$1,500 00	unrestricted contribution to General Fund
Interfaith Housing Development Corporation of Bucks County 805 North Wilson Avenue Suite 102 Bristol, PA 19007	Support for the Fresh Start Donation Center	\$2,000.00	unrestricted contribution to General Fund
Jeanne Ruddy Dance 1515 Brandywine Street Philadelphia, PA 19130	Support of the creation and performance at the Philadelphia International Festival of the Arts	\$2,500 00	project title
Lankenau Hospital Foundation 100 Lancaster Avenue Wynnewood, PA 19096	Support for the Comprehensive Breast Care Center Expansion project	\$3,000 00	project title
Lincoln University 1570 Baltimore Pike P O Box 179 Lincoln University, PA 19352	Support for the Comprehensive Retention Program	\$25,000.00	project title
Little Kids Rock, Inc. 632 Pompton Avenue Suite 2 Cedar Grove, NJ 07009	Support for the expansion of innovative music education program in Philadelphia public schools	\$1,500 00	unrestricted contribution to General Fund

**DOLFINGER-McMAHON FOUNDATION
2010 GRANTS**

Living Beyond Breast Cancer 354 West Lancaster Avenue Suite 224 Haverford, PA 19041	Support for the creation and distribution of 'Managing the Fear of Recurrence', an educational brochure for survivors	\$2,500 00	project title
Lutheran Settlement House 1340 Frankford Avenue Philadelphia, PA 19125	Support for the Community Education and Employment Department programs	\$1,000 00	unrestricted contribution to General Fund
Make-A-Wish Foundation of Philadelphia & Susquehanna Valley One Valley Square 512 Township Line Road, Suite 133 Blue Bell, PA 19422	Support for the wish-granting program which directly benefits children suffering from life-threatening illnesses and their families	\$1,000 00	unrestricted contribution to General Fund
The Mann Center for the Performing Arts 123 South Broad Street Suite 1930 Philadelphia, PA 19109	Support for Philadelphia On Parade!, a free festival of family, friends & fun	\$2,500 00	project title
Maternity Care Coalition 2000 Hamilton Street Suite 205 Philadelphia, PA 19130	Funding of MOMobile services for women at the Riverside Correctional Facility	\$2,500 00	project title
Mendelssohn Club of Philadelphia 1218 Locust Street Philadelphia, PA 19107	Funding for audience development program	\$1,500 00	unrestricted contribution to General Fund
Metropolitan Area Neighborhood Nutrition Alliance P. O. Box 30181 Philadelphia, PA 19103	Support for pilot program 'Get Fresh at MANNA'	\$2,500.00	project title
Metropolitan Career Center 100 South Broad Street Suite 830 Philadelphia, PA 19110	Funding for the workforce development program STRIVE Plus	\$3,500 00	project title
Michael's Way 175 Commerce Drive Suite 400 Fort Washington, PA 19034	Funding to assist families of children with cancer to cope with the extraordinary costs associated with these illnesses	\$1,000.00	unrestricted contribution to General Fund
Mommy's Light Lives On Fund P. O. Box 494 Lionville, PA 19353	Support for Traditional Fulfillment Services to maternally bereaved children	\$1,500.00	unrestricted contribution to General Fund
Montgomery County Association for the Blind 212 North Main Street North Wales, PA 19454	Support for the Summer Day Camp for children who are blind or visually impaired	\$1,000 00	unrestricted contribution to General Fund
Morris Arboretum 100 Northwestern Avenue Philadelphia, PA 19118	Funding for the design and printing of 40,000 copies of 'The TreeWorld Tour', an enhanced educational booklet	\$2,500 00	project title
National Constitution Center 525 Arch Street Independence Mall Philadelphia, PA 19106	Support for the American Adventure Camp scholarship program	\$2,500 00	project title
National Transplant Assistance Fund 150 North Radnor-Chester Road Suite F-120 Radnor, PA 19087	Support for the online application project 'Effective Outreach to Patients Using Technology'	\$3,500 00	project title

**DOLFINGER-McMAHON FOUNDATION
2010 GRANTS**

Neighborhood Interfaith Movement, Inc 7047 Germantown Avenue Philadelphia, PA 19119	Support for expanded Community Resource Center's core programs ROAL and ELRC	\$3,000 00	project title
Networkarts Philadelphia P.O Box 4066 Philadelphia, PA 19118-8066	Funding for a series of educational mosaic programs for at-risk students	\$1,250 00	unrestricted contribution to General Fund
New Jersey Academy for Aquatic Sciences 1 Riverside Drive Camden, NJ 08103	Support for Access TrOutreach, a science education program	\$3,500 00	project title
North Light Community Center 175 Green Lane Philadelphia, PA 19127	Support for hiring a summer intern to help its evaluation/assessment capacity	\$1,500 00	unrestricted contribution to General Fund
Operation Warm, Inc. 1653 Brintons Bridge Road Chadds Ford, PA 19317	Support for Beyond Warmth initiative coat program	\$1,500.00	unrestricted contribution to General Fund
Overbrook School for the Blind 6333 Malvern Avenue Philadelphia, PA 19151	Funding for the 2010 Early Intervention Summer Workshop	\$7,500.00	project title
Overington House, Inc 1528-30 Overington Street Philadelphia, PA 19124	Funding to pilot a formal nutrition education program	\$1,000 00	unrestricted contribution to General Fund
Painted Bride Art Center 230 Vine Street Philadelphia, PA 19106	Support of the new community engagement programs	\$2,000.00	unrestricted contribution to General Fund
PathWays Pa 310 Amosland Road Holmes, PA 19043	Support for the Supervised Independent Living (SIL) program and Transitional Living Program (TLP)	\$1,000 00	unrestricted contribution to General Fund
Pennsylvania Academy of the Fine Arts 128 North Broad Street Philadelphia, PA 19102	Support for Lost Dreams on Canvas program harnessing the power of art to heal the wounds of violence	\$5,000 00	project title
Pennsylvania Ballet Association 1819 JFK Boulevard Suite 210 Philadelphia, PA 19103	Support for the Accent on Dance Outreach and Education Program	\$1,000 00	unrestricted contribution to General Fund
Pennsylvania Environmental Council 1315 Walnut Street Suite 532 Philadelphia, PA 19107	Support for the Sustainable Stormwater Management Using Meadows project	\$2,500.00	project title
Pennsylvania Hospital 800 Spruce Street Philadelphia, PA 19107	Support for Learn to Grow, a hands-on educational program	\$2,500.00	project title
People's Emergency Center 325 N. 39th Street Philadelphia, PA 19104	Support for Technology Training for Homeless Mothers program	\$3,000 00	project title
The Philadelphia Art Alliance 251 South Eighteenth Street Philadelphia, PA 19103	Support of 'CraftMeetsDesign', a new flagship program	\$2,000 00	unrestricted contribution to General Fund
Philadelphia Chamber Music Society 1616 Walnut Street Suite 1600 Philadelphia, PA 19103	Support for the Next Generation Project	\$2,500.00	project title

**DOLFINGER-McMAHON FOUNDATION
2010 GRANTS**

Philadelphia Education Fund 1709 Benjamin Franklin Parkway Suite 700 Philadelphia, PA 19103	Support of one-time publication to celebrate 25th anniversary	\$5,000 00	project title
Philadelphia Film Society 600 Chestnut Street Suite 705 Philadelphia, PA 19106	Funding for the documentary sidebar at the 19th Philadelphia Film Festival scheduled for October 14-24, 2010	\$10,000 00	project title
Philadelphia Fringe Festival 919 N. 5th Street Philadelphia, PA 19123	Funding for audience-building and artist support programming as part of the Festival's Live Arts Brewery Laboratory	\$5,000 00	project title
Philadelphia Futures for Youth 230 S Broad Street 7th Floor Philadelphia, PA 19102	Support for the Sponsor-A-Scholar Program (SAS) College Retention Program	\$6,000.00	project title
The Philadelphia History Museum 15 South 7th Street Philadelphia, PA 19106	Funding to launch 'Philadelphia Voices', a new gallery	\$2,500 00	project title
Philadelphia Mural Arts Advocates 1729 Mount Vernon Street Thomas Eakins House Philadelphia, PA 19130	Support for innovative Art Education Programs	\$7,500 00	project title
Philadelphia Museum of Art Box 7646 Philadelphia, PA 19101-7646	Support for the Museum's public school programs	\$50,000 00	project title
Philadelphia Museum of Art Box 7646 Philadelphia, PA 19101-7646	Support for the Collab Student Design Competition	\$5,000 00	project title
The Philadelphia Orchestra Association 260 South Broad Street 16th Floor Philadelphia, PA 19102	Support for the Global Concert Series and electronic media initiatives	\$20,000.00	project title
Philadelphia Outward Bound 3250 West Sedgely Drive East Fairmount Park Philadelphia, PA 19130	Support for the 2011 'Teaching Philadelphia Educators to Inspire Their Students to Achieve and Succeed' program	\$2,000 00	unrestricted contribution to General Fund
Philadelphia Reads 325 Chestnut Street Suite 903 Philadelphia, PA 19106	Support for the Free Children's Book Bank	\$7,500 00	project title
Philadelphia Society for the Preservation of Landmarks 321 South 4th Street Philadelphia, PA 19106	Support for 48 'Get Your Hands on History' workshops for classes of underserved schoolchildren	\$2,500 00	project title
Philadelphia Theatre Company 480 S. Broad Street Philadelphia, PA 19146	Support of season production of 'Ma Rainey's Black Bottom'	\$2,500 00	project title
Philadelphia VIP, Inc. 42 South 15th Street 4th Floor Philadelphia, PA 19102	Funding for litigation expenses incurred by VIP on behalf of its clients	\$2,000 00	unrestricted contribution to General Fund
Philadelphia Youth Network, Inc 714 Market Street Suite 304 Philadelphia, PA 19106	Support for WorkReady Philadelphia Summer Internship Program	\$2,500.00	project title
Planned Parenthood Association of Bucks County 610 Lewis Drive Warminster, PA 18974	Funding for Girlfriends Club, an outreach program serving girls ages 11-15	\$1,500 00	unrestricted contribution to General Fund

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Planned Parenthood of Southeastern Pennsylvania 1144 Locust Street Philadelphia, PA 19107-6797	Support for Teen Success, a pregnancy prevention program	\$7,500 00	project title
Planned Parenthood of Southern New Jersey 317 Broadway Camden, NJ 08103	Support for the Education and Training Program	\$3,500 00	project title
Please Touch Museum 4231 Avenue of the Republic Philadelphia, PA 19131	Support for Parents Empowered by Play outreach program	\$2,500.00	project title
Polish American Social Services 308 Walnut Street Philadelphia, PA 19106	Support for the Health Advocacy and Benefits Counseling Program	\$2,000 00	unrestricted contribution to General Fund
The Print Center 1614 Latimer Street Philadelphia, PA 19103	Funding for the mobile printmaking initiative, Drive by Press, working with the Artists-in-Schools Program	\$2,500 00	project title
Project Forward Leap Foundation 1706 Race Street 2nd Floor Philadelphia, PA 19103	Funding to support pilot expanded high school program	\$5,000 00	project title
Project HOME 1515 Fairmount Avenue Philadelphia, PA 19130	Support for vitall programming at The Honickman Learning Center and Comcast Technology Labs	\$5,000.00	project title
Public/Private Ventures 2000 Market Street Suite 550 Philadelphia, PA 19103	Funding for the Youth Violence Reduction Partnership project	\$25,000.00	project title
RHD - Chester Youthbuild One East Ninth Street Chester, PA 19016	Support for continuation of the program targeted to at-risk youth in danger of dropping out of high school	\$5,000 00	project title
Ronald McDonald House of Philadelphia 3921-3925 Chestnut Street Philadelphia, PA 19104	Funding for Language Interpretation Services	\$2,500 00	project title
Rosenbach Museum & Library 2010 Delancey Place Philadelphia, PA 19103	Support for exhibition 'An Exile Among Expatriates James Joyce in Paris'	\$2,500.00	project title
Royer-Greaves School for Blind 118 South Valley Road Paoli, PA 19301	Funding for new sound system for auditorium/gymnasium	\$1,000.00	unrestricted contribution to General Fund
Samaritan Hospice 5 Eves Drive Suite 300 Marlton, NJ 08053	Funding for the newly launched youth volunteer program 'SamarTEENS'	\$2,000 00	unrestricted contribution to General Fund
Saunders House 100 Lancaster Avenue Wynnewood, PA 19096	Funding for the Intergenerational Program benefitting elderly residents	\$3,500 00	project title
Scribe Video Center 4212 Chestnut Street 3rd Floor Philadelphia, PA 19104	Funding for the production of a documentary on legendary composer James Reese Europe	\$2,500.00	project title
The Seeing Eye, Inc. P.O. Box 375 Morristown, NJ 07963-0375	Funding to assist in reprinting the student recruitment brochure	\$7,500 00	project title
Shriners Hospitals for Children 3551 North Broad Street Philadelphia, PA 19140	Support for implants for surgical procedures in children with limb deformities	\$5,000 00	project title

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Smith Memorial Playground and Playhouse, Inc East Fairmount Park Philadelphia, PA 19121	Support for Volunteers for Smith project	\$2,500.00	project title
South Jersey Eye Center, Inc. 400 Chambers Avenue Camden, NJ 08103	Support for the Mobile Sight Saving and Eye Health Education Program	\$3,500.00	project title
Starfinder Foundation 4015 Main Street Philadelphia, PA 19127	Support of 'SPELLS' - Starfinder Propels English Language Learners after-school program	\$1,000.00	unrestricted contribution to General Fund
Support Center for Child Advocates 1900 Cherry Street Philadelphia, PA 19103	Support for the Respect All Youth Advocacy Project	\$7,500 00	project title
Supportive Older Women's Network 4100 Main Street Suite 200 Philadelphia, PA 19127	Funding for new initiative 'Growing Healthy Lives Together'	\$2,000 00	unrestricted contribution to General Fund
Teach for America 714 Market Street Suite 420 Philadelphia, PA 19106	Funding for increasing corps membership within the Philadelphia School District	\$20,000 00	project title
Temple University - College of Liberal Arts School of Environmental Design Department of Landscape Architecture and Horticulture Dixon Hall 201, 580 Meetinghouse Road Ambler, PA 19002	Funding to develop a report documenting the community master planning and open space design work undertaken by two sophomore landscape architecture design students	\$1,000 00	unrestricted contribution to General Fund
UC Green, Inc. 4613 Woodland Avenue Philadelphia, PA 19143	Funding to initiate a second team for the summer employment program	\$1,500.00	unrestricted contribution to General Fund
United Way of Southeastern Pennsylvania 1709 Benjamin Franklin Parkway Philadelphia, PA 19103	Support for Center for Youth Development's national mentoring program	\$7,500 00	project title
University of the Sciences 600 South 43rd Street Philadelphia, PA 19104	Support for the Theater Arts to Promote Socialization for Children with Autism project	\$8,500 00	project title
Urban Tree Connection 5125 Woodbine Avenue Philadelphia, PA 19131	Support for the Neighborhood Foods food corp initiative	\$5,000 00	project title
Variety-The Children's Charity 1520 Locust Street 2nd Floor Philadelphia, PA 19102	Funding for the development of social skills among teenagers with autism through the Teen Club	\$4,000 00	project title
VNA Community Services, Inc 1421 Highland Avenue Abington, PA 19001	Funding to conduct vision, hearing and speech screening examinations	\$1,000.00	unrestricted contribution to General Fund
Vox Populi 319 North 11th Street 3rd Floor Philadelphia, PA 19107	Funding for new initiative Performance and Screening Venue supporting emerging and under-represented artists	\$3,000 00	project title
VSA Pennsylvania 2030 Sansom Street 3C Philadelphia, PA 19103	Funding for Audio Description Training Weekend servicing patrons with disabilities	\$1,500 00	unrestricted contribution to General Fund

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Wagner Free Institute of Science 1700 W Montgomery Avenue Philadelphia, PA 19121	Support for free science education programs for children	\$3,500.00	project title
Welcoming Center for New Pennsylvanians 1617 JFK Boulevard 13th Floor Philadelphia, PA 19103	Support for Project Bldging Cultures, an academic support program at South Philadelphia High School	\$2,500.00	project title
West Philadelphia Alliance for Children 3603 Hamilton Street Philadelphia, PA 19104	Support for the Open Books Open Minds initiative	\$2,500 00	project title
White-Williams Scholars 215 S Broad Street 10th Floor Philadelphia, PA 19107	Support for College Connection, a four-year college prep program for FY '10	\$2,000 00	unrestricted contribution to General Fund
WHYY, Inc. Independence Mall West 150 North Sixth Street Philadelphia, PA 19106	Support for research and development of a sequential dialogue process pertaining to race and ethnicity as part of the NewCORE Project	\$5,000 00	project title
The Wilma Theater 265 South Broad Street Philadelphia, PA 19107	Support for the U S Premier of Leaving, by Vaclav Havel	\$15,000 00	project title
Wissahickon Hospice 150 Monument Road Suite 300 Bala Cynwyd, PA 19004	Support for the Needy Patient Fund	\$2,000 00	unrestricted contribution to General Fund
The Wistar Institute 3601 Spruce Street Philadelphia, PA 19104	Support for the Biomedical Technician Training Program	\$2,000.00	unrestricted contribution to General Fund
Women in Transition 21 South 12th Street 6th Floor Philadelphia, PA 19107	Support for the Women's Anti-Violence Education Program	\$2,000 00	unrestricted contribution to General Fund
Women's Opportunities Resource Center 2010 Chestnut Street Philadelphia, PA 19103	Support for the Family Savings Account (FSA) program	\$1,500 00	unrestricted contribution to General Fund
Women's Resource Center P O Box 596 113 W. Wayne Avenue Wayne, PA 19087	Funding for the 'Career Services Program'	\$1,500 00	unrestricted contribution to General Fund
Women's Way 123 South Broad Street Suite 1399 Philadelphia, PA 19109	Support (continued) for the Education and Advocacy Program	\$5,000 00	project title
Woodmere Art Museum 9201 Germantown Avenue Philadelphia, PA 19118	Support for PhilARTdelphia - Education Programs for Adults and Children	\$5,000 00	project title
WXPN - University of Pennsylvania P O Box 8419 Philadelphia, PA 19101	Funding for Musicians on Call program providing live music for people confined to local hospitals	\$1,000 00	unrestricted contribution to General Fund
YMCA of Philadelphia and Vicinity 2000 Market Street Suite 750 Philadelphia, PA 19103	Support for the Strong Kids Campaign to send 45 low-income children to summer day camp	\$5,000 00	project title

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Young Women's Leadership Network 322 Eighth Avenue 14th Floor New York, NY 10001	Funding for early college awareness activities at The Young Women's Leadership School at Rhoads in North Philadelphia	\$5,000 00	project title
Zoological Society of Philadelphia 34th Street and Girard Avenue Philadelphia, PA 19104	Funding for award-winning educational programs	\$10,000 00	project title
	total grants	<u>\$742,387.50</u>	