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Form 990-PF

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

OMB No 1545-0052

2010

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

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

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

Name of foundation FLUCK SADIE TR	A Employer identification number 23-6647563
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - 101N Independence Mall E MACY1372-062	Room/suite 19106-2112
City or town, state, and ZIP code Philadelphia PA 19106-2112	B Telephone number (see page 10 of the instructions) (888) 730-4933
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 133,196	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	4,149	4,029		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	4,292			
	b Gross sales price for all assets on line 6a	35,304			
	7 Capital gain net income (from Part IV, line 2)		4,292		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)		0			
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	8,441	8,321	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	500	0	0	500
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	79	57	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,748	1,311	0	437
	24 Total operating and administrative expenses.	2,327	1,368	0	937
Add lines 13 through 23	2,589			2,589	
25 Contributions, gifts, grants paid	4,916	1,368	0	3,526	
26 Total expenses and disbursements Add lines 24 and 25					
27 Subtract line 26 from line 12	3,525				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		6,953			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see page 30 of the instructions.

(HTA)

Form 990-PF (2010)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
Assets	1	Cash—non-interest-bearing		0
	2	Savings and temporary cash investments	3,024	4,891
	3	Accounts receivable ►	0	
		Less allowance for doubtful accounts ►	0	0
	4	Pledges receivable ►	0	
		Less allowance for doubtful accounts ►	0	0
	5	Grants receivable		
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		
	7	Other notes and loans receivable (attach schedule) ►	0	
		Less allowance for doubtful accounts ►	0	0
	8	Inventories for sale or use		0
	9	Prepaid expenses and deferred charges		0
	10 a	Investments—U S and state government obligations (attach schedule)		0
	b	Investments—corporate stock (attach schedule)	0	0
	c	Investments—corporate bonds (attach schedule)	0	0
	11	Investments—land, buildings, and equipment basis ►	0	
		Less accumulated depreciation (attach schedule) ►	0	0
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	124,194	121,398
	14	Land, buildings, and equipment basis ►	0	
		Less accumulated depreciation (attach schedule) ►	0	0
	15	Other assets (describe ►)	0	0
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	127,218	126,289
				133,196
Liabilities	17	Accounts payable and accrued expenses		0
	18	Grants payable		
	19	Deferred revenue		0
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0
	21	Mortgages and other notes payable (attach schedule)	0	0
	22	Other liabilities (describe ►)	0	0
	23	Total liabilities (add lines 17 through 22)	0	0
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	127,218	126,289
	28	Paid-in or capital surplus, or land, bldg . and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds		
	30	Total net assets or fund balances (see page 17 of the instructions)	127,218	126,289
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	127,218	126,289

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	127,218
2	Enter amount from Part I, line 27a	2	3,525
3	Other increases not included in line 2 (itemize) ► Mutual Fund & CTF Income Additions	3	803
4	Add lines 1, 2, and 3	4	131,546
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	5,257
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	126,289

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 brck 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 Statement					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 0	0	0	0 0		
b 0	0	0	0 0		
c 0	0	0	0 0		
d 0	0	0	0 0		
e 0	0	0	0 0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a 0	0	0	0 0		
b 0	0	0	0 0		
c 0	0	0	0 0		
d 0	0	0	0 0		
e 0	0	0	0 0		
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	4,292	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	5,725	107,398	0 053306
2008	8,086	131,844	0 061330
2007	6,600	156,737	0 042109
2006	7,183	150,176	0 047831
2005	8,159	147,961	0 055143

2 Total of line 1, column (d)

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

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

5 Multiply line 4 by line 3

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

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

2	0 259719
3	0 051944
4	121,977
5	6,336
6	70
7	6,406
8	3,526

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)1 a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1

Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► 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

6a 11

b Exempt foreign organizations—tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 0

d Backup withholding erroneously withheld

6d

7 Total credits and payments Add lines 6a through 6d

7 11

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

8 0

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9 128

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 0

11 Enter the amount of line 10 to be Credited to 2011 estimated tax ► 0 Refunded ► 11 0

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

1b X

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

1c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 X

*If "Yes," attach a detailed description of the activities*3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

3 X

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6 X

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*

7 X

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► PA

8b X

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 on page 27)? *If "Yes," complete Part XIV*

9 X

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

10 X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	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 ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA	Telephone no ► 888-730-4933 ZIP+4 ► 19106-2112	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
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 X No

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	<p>During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person?</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?</p> <p>(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)?</p> <p>(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)</p>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
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? If "Yes," list the years ► 20_____ , 20_____ , 20_____ , 20_____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_____ , 20_____ , 20_____ , 20_____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee	4 00	1,748	0
		00	0	0
		00	0	0
		00	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

►

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0

Total number of others receiving over \$50,000 for professional services ►**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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

Amount

1 NONE	
2	
3 NONE	
Total. Add lines 1 through 3 ►	0

All other program-related investments. See page 24 of the instructions

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	119,900
b	Average of monthly cash balances	1b	3,935
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	123,835
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	123,835
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1,858
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	121,977
6	Minimum investment return. Enter 5% of line 5	6	6,099

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6	1	6,099
2a	Tax on investment income for 2010 from Part VI, line 5	2a	139
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	139
3	Distributable amount before adjustments Subtract line 2c from line 1	3	5,960
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,960
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	5,960

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	3,526
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	3a	
a	Suitability test (prior IRS approval required)	3b	0
b	Cash distribution test (attach the required schedule)	4	3,526
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	6	3,526
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distrnbutable amount for 2010 from Part XI, line 7				5,960
2 Undistrnbutd income, if any, as of the end of 2010			0	
a Enter amount for 2009 only			0	
b Total for prior years 20 ____, 20 ____, 20 ____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	841			
e From 2009	377			
f Total of lines 3a through e	1,218			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 3,526			0	
a Applied to 2009, but not more than line 2a			0	
b Applied to undistrnbutd income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distribnbutable amount			3,526	
e Remaining amount distrnbutd 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))	1,218		1,218	
6 Enter the net total of each column as indicated below:	0	0	0	1,216
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistrnbutd income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistrnbutd income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistrnbutd income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistrnbutd income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distrnbutd in 2011				1,216
7 Amounts treated as distrnbutions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9	0			
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

NA

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 page 28 of the instructions.)**

1 Information Regarding Foundation Managers:

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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
<u>Name and address (home or business)</u>				
a Paid during the year See Attached Statement				
Total			► 3a	2,589
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1	Program service revenue				
a			0		0
b			0		0
c			0		0
d			0		0
e			0		0
f			0		0
g	Fees and contracts from government agencies				
2	Membership dues and assessments				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
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				
9	Net income or (loss) from special events				
10	Gross profit or (loss) from sales of inventory				
11	Other revenue	a			
b			0		0
c			0		0
d			0		0
e			0		0
12	Subtotal Add columns (b), (d), and (e)				8,441
13	Total. Add line 12, columns (b), (d), and (e)				8,441

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
Not Applicable	

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here  belief, it is true, correct, and correct.

3/30/2011

Date _____

VP AND TAX DIRECTOR

Signature of officer or trustee

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	Donald J. Roman		3/30/2011		P00364310
	Firm's name ► PricewaterhouseCoopers, LLP			Firm's EIN ► 13-4008324	
Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000		

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23-6647563 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

ST JOHN'S UCC RICHLANDTOWN

Street

POST OFFICE BOX 127

City COOPERSBURG	State PA	Zip Code 18036	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 647
--	---------------

Name

UNITED MENNONITE CHURCH

Street

180 THATCHER ROAD

City QUAKERTOWN	State PA	Zip Code 18951	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 647
--	---------------

Name

CHILDREN'S DEVELOPMENTAL PROGRAM, INC

Street

POST OFFICE BOX 8

City QUAKERTOWN	State PA	Zip Code 18951	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 647
--	---------------

Name

LIFEQUEST FOUNDATION

Street

2100 QUAKER POINTE DR, STE 246

City QUAKERTOWN	State PA	Zip Code 18951	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 648
--	---------------

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals	
												Securities	Other sales
1	X	ARTIO TOTAL RETURN BD FD	043151209			6/12/2009		7/23/2010	800	736		347	35
2	X	ARTIO TOTAL RETURN BD FD	043151209			3/12/2010		7/23/2010	658	645		0	35
3	X	ARTIO TOTAL RETURN BD FD	043151209			10/31/2008		7/23/2010	24	21		0	0
4	X	DODGE & COX INCOME FD C	256210105			3/12/2010		7/23/2010	781	777		0	0
5	X	DODGE & COX INCOME FD C	256210105			6/19/2007		7/23/2010	614	581		0	0
6	X	GOLDEN SMALL CAP CORE F	3498417857			6/19/2007		12/17/2010	870	1,178		0	0
7	X	GOLDEN SMALL CAP CORE F	3498417857			3/12/2009		12/17/2010	668	370		0	0
8	X	GOLDEN SMALL CAP CORE F	3498417857			8/11/2007		12/17/2010	330	408		0	0
9	X	GOLDEN SMALL CAP CORE F	3498417857			9/12/2007		12/17/2010	287	338		0	0
10	X	GOLDEN SMALL CAP CORE F	3498417857			3/12/2008		12/17/2010	250	254		0	0
11	X	GOLDEN SMALL CAP CORE F	3498417857			12/12/2007		12/17/2010	174	196		0	0
12	X	GOLDEN SMALL CAP CORE F	3498417857			11/11/2007		12/17/2010	170	199		0	0
13	X	GOLDEN SMALL CAP CORE F	3498417857			8/11/2008		12/17/2010	2,385	2,595		0	0
14	X	GOLDMAN SACHS GROWTH	381421401			10/31/2008		12/17/2010	611	449		0	0
15	X	PERKINS MID CAP VALUE FD	471032241			10/31/2008		3/12/2010	566	432		0	0
16	X	PERKINS MID CAP VALUE F/C	471032241			10/31/2008		12/17/2010	5,863	4,143		0	0
17	X	PERKINS MID CAP VALUE F/C	471032241			7/23/2010		12/17/2010	292	260		0	0
18	X	PIMCO TOTAL RET FD-INST #	693390700			3/12/2010		7/23/2010	670	652		0	0
19	X	PIMCO TOTAL RET FD-INST #	693390700			6/12/2009		7/23/2010	903	826		0	0
20	X	PIMCO EMERG MKTS BD-INS	693391559			6/19/2007		7/23/2010	285	287		0	0
21	X	PIMCO EMERG MKTS BD-INS	693391559			12/12/2007		12/17/2010	2,394	2,393		0	0
22	X	T ROWE PRICE REAL ESTATE	779919109			5/5/2008		3/12/2010	212	297		0	0
23	X	T ROWE PRICE REAL ESTATE	779919109			5/5/2008		7/23/2010	296	391		0	0
24	X	T ROWE PRICE REAL ESTATE	779919109			12/12/2008		12/17/2010	1,657	929		0	0
25	X	T ROWE PRICE REAL ESTATE	779919109			5/5/2008		12/17/2010	914	1,112		0	0
26	X	T ROWE PRICE REAL ESTATE	779919109			12/12/2007		12/17/2010	396	411		0	0
27	X	T ROWE PRICE REAL ESTATE	779919109			6/12/2008		12/17/2010	196	218		0	0
28	X	T ROWE PRICE REAL ESTATE	779919109			3/12/2008		12/17/2010	171	181		0	0
29	X	T ROWE PRICE REAL ESTATE	779919109			10/31/2008		12/17/2010	2,082	1,473		0	0
30	X	ROYCE VALUE PLUS FUND-IN	780905212			10/31/2008		3/12/2010	752	553		0	0
31	X	ROYCE VALUE PLUS FUND-IN	780905212			2/27/2009		12/17/2010	144	74		0	0
32	X	ROYCE VALUE PLUS FUND-IN	780905212			10/31/2008		12/17/2010	4,596	3,005		0	0
33	X	ROYCE VALUE PLUS FUND-IN	780905212			7/23/2010		12/17/2010	376	320		0	0
34	X	SSGA EMERGING MARKETS	784924425			3/12/2008		12/17/2010	375	465		0	0
35	X	SSGA EMERGING MARKETS	784924425			6/19/2007		12/17/2010	2,639	3,350		0	0
36	X	SSGA EMERGING MARKETS	784924425			9/12/2008		12/17/2010	398	367		0	0
37	X	WELLS FARGO ADV INTR VA	94984B181			10/31/2008		7/23/2010	158	126		0	0

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	500			500
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX		11		
2	ESTIMATED EXCISE TAX PAID		11		
3	FOREIGN TAX WITHHELD		57	57	
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	0	437
1	Amortization See attached statement	0	0	0	0	0
2	TRUSTEE FEES	1,748	1,748	1,311		437
3	ADR FEES					
4	STATE AG FEES					
5						
6						
7						
8						
9						
10						

Part II, Line 13 (990-PF) - Investments - Other

Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1 OTHER INVESTMENTS		124,194	121,398	128,305
2				
3				
4				
5				
6				
7				
8				
9				
10				

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1 Mutual Fund & CTF Income Additions	1	803
2 Total	2	803

Line 5 - Decreases not included in Part III, Line 2

1 Cost Basis Adjustment	1	4,765
2 Mutual Fund & CTF Income Subtraction	2	492
3 Total	3	5,257

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

1,748						
	Name	Check "X" if Business	Street	City	State	Foreign Country
1	Wells Fargo Bank N.A.		101 N Independence Mall E	MACY13 Philadelphia	PA	Zip Code 19106
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part

Part	0	0	Explanation
	Benefits	Expense Account	
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

- 1 Credit from prior year return
- 2 First quarter estimated tax payment
- 3 Second quarter estimated tax payment
- 4 Third quarter estimated tax payment
- 5 Fourth quarter estimated tax payment
- 6 Other payments
- 7 Total

	Date	Amount
1	1	
2	2	11
3	3	
4	4	
5	5	
6	6	0
7	7	11

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1513074841
12/31/2010

Security Description	Security Category	Account #	CUSIP	Asset Name	FMV	Fed Cost
Cash	Cash	1513074841	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	189	189
Money Market Fund	Savings & Temp Inv	1513074841	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	4,186	4,186
Money Market Fund	Savings & Temp Inv	1513074841	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	516	516
Mutual Fund	Invest - Other	1513074841	04315J209	ARTIO TOTAL RETURN BD FD CL #1524	6,910	6,287
Mutual Fund	Invest - Other	1513074841	04315J837	ARTIO INTERNATIONAL EQ FD II #1529	6,194	7,415
Mutual Fund	Invest - Other	1513074841	256206103	DODGE & COX INTL STOCK FD #1048	6,288	6,293
Mutual Fund	Invest - Other	1513074841	256210105	DODGE & COX INCOME FD COM #147	8,291	7,842
Mutual Fund	Invest - Other	1513074841	34984T881	GOLDEN LARGE CAP CORE FUND-I	11,028	11,036
Mutual Fund	Invest - Other	1513074841	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	6,432	4,022
Mutual Fund	Invest - Other	1513074841	38142Y773	GOLDMAN SACHS L/C VALUE-I #1216	4,132	3,263
Mutual Fund	Invest - Other	1513074841	44980Q518	ING INTERNATIONAL REAL EST-I #26664	2,772	3,262
Mutual Fund	Invest - Other	1513074841	48122C0803	JPMORGAN HIGH YIELD FUND SS #3580	7,332	7,124
Mutual Fund	Invest - Other	1513074841	693390700	PIMCO TOTAL RET FD-INST #35	6,814	6,373
Mutual Fund	Invest - Other	1513074841	693390882	PIMCO FOREIGN BD FD USD H-INST #103	2,246	2,132
Mutual Fund	Invest - Other	1513074841	693391559	PIMCO EMERG MKTS BD-INST #137	2,421	2,406
Mutual Fund	Invest - Other	1513074841	722005667	PIMCO COMMODITY REAL RET STRAT-I #45	5,871	4,861
Mutual Fund	Invest - Other	1513074841	784924425	SSGA EMERGING MARKETS FD S #1510	3,536	2,223
Mutual Fund	Invest - Other	1513074841	922031869	VANGUARD INFLAT PROTECT SEC FD #119	4,791	4,392
Mutual Fund	Invest - Other	1513074841	949915565	WF ADV ENDEAVOR SELECT-I #3124	8,862	9,815
Mutual Fund	Invest - Other	1513074841	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	2,447	2,358
Mutual Fund	Invest - Other	1513074841	94984B181	WELLS FARGO ADV INTR VA FD-IST #517	4,125	2,846
Mutual Fund	Invest - Other	1513074841	339128100	JP MORGAN MID CAP VALUE-I #758	6,008	6,019
Mutual Fund	Invest - Other	1513074841	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	2,487	2,470
Mutual Fund	Invest - Other	1513074841	487300808	KEELEY SMALL CAP VAL FD CL I #2251	5,047	5,009
Mutual Fund	Invest - Other	1513074841	87234N849	TCW SMALL CAP GROWTH FUND-I #4724	5,107	5,063
Mutual Fund	Invest - Other	1513074841	922042858	VANGUARD EMERGING MARKETS ETF	3,515	3,440
Mutual Fund	Invest - Other	1513074841	922908553	VANGUARD REIT VIPER	5,648	5,447
					133,196	126,289