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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

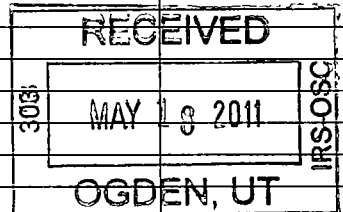
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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 NAUTILUS FOUNDATION, INC.		A Employer identification number 23-7010100
Number and street (or P O box number if mail is not delivered to street address) 101 SPRINGER BLDG, 3411 SILVERSIDE RD	Room/suite	B Telephone number (302) 478-4383
City or town, state, and ZIP code WILMINGTON, DE 19810-4811		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1377313.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) TAX BASIS	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	10.	10.		Statement 1
4 Dividends and interest from securities	14871.	14871.		Statement 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	49850.			
b Gross sales price for all assets on line 6a	139926.			
7 Capital gain net income (from Part IV, line 2)		49850.		
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				
12 Total Add lines 1 through 11	64731.	64731.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees Stmt 3	278.	209.		69.
b Accounting fees Stmt 4	6338.	4754.		1584.
c Other professional fees				
17 Interest				
18 Taxes Stmt 5	646.	45.		15.
19 Depreciation and depletion				
20 Occupancy	1218.	914.		304.
21 Travel, conferences, and meetings				
22 Printing and publications	34.	26.		8.
23 Other expenses Stmt 6	188.	142.		46.
24 Total operating and administrative expenses. Add lines 13 through 23	8702.	6090.		2026.
25 Contributions, gifts, grants paid	65000.			65000.
26 Total expenses and disbursements. Add lines 24 and 25	73702.	6090.		67026.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-8971.			
b Net investment income (if negative, enter -0-)		58641.		
c Adjusted net income (if negative, enter -0-)			N/A	



SCANNED MAY 19 2011 Revenue Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		1242.	2215.	2215.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶	15.			
		Less: allowance for doubtful accounts ▶		1690.	15.	15.
	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 Stmt 8		524968.	522809.	522809.
	b	Investments - corporate stock Stmt 9		549497.	543389.	852274.
	c	Investments - corporate bonds				
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 ▶)					
16	Total assets (to be completed by all filers)		1077397.	1068428.	1377313.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
22	Other liabilities (describe ▶ Statement 10)		0.	2.		
23	Total liabilities (add lines 17 through 22)		0.	2.		
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		1077397.	1068426.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	Total net assets or fund balances		1077397.	1068426.		
31	Total liabilities and net assets/fund balances		1077397.	1068428.		

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	1077397.
2	Enter amount from Part I, line 27a	2	-8971.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1068426.
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	1068426.

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 SCHEDULE ATTACHED		Various	Various
b SCHEDULE ATTACHED		Various	Various
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 24110.		22525.	1585.
b 115816.		67551.	48265.
c			
d			
e			

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			1585.
b			48265.
c			
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	49850.
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	71036.	1249768.	.056839
2008	69689.	1384042.	.050352
2007	71448.	1516863.	.047102
2006	60998.	1405939.	.043386
2005	72071.	1329507.	.054209

2 Total of line 1, column (d)	2	.251888
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	.050378
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1313746.
5 Multiply line 4 by line 3	5	66184.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	586.
7 Add lines 5 and 6	7	66770.
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.	8	67026.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	586.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	586.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	586.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a		600.
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	600.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	14.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 14. Refunded <input checked="" type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> DE		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 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>JAMES R. WEAVER, SECRETARY</u> Telephone no. ▶ <u>(302) 478-4383</u> Located at ▶ <u>101 SPRINGER BLDG, 3411 SILVERSIDE RD, WILMINGTON</u> ZIP+4 ▶ <u>19810-4811</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 ▶ <u>N/A</u>	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	No
				X

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No **X**

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 11		0.	0.	0.

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1331808.
b	Average of monthly cash balances	1b	1944.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1333752.
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	1333752.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20006.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1313746.
6	Minimum investment return. Enter 5% of line 5	6	65687.

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	65687.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	586.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	586.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	65101.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	65101.
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	65101.

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	67026.
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	67026.
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	586.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	66440.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				65101.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006	3400.			
c From 2007				
d From 2008	5247.			
e From 2009	8768.			
f Total of lines 3a through e	17415.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 67026.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				65101.
e Remaining amount distributed out of corpus	1925.			
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	19340.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	19340.			
10 Analysis of line 9:				
a Excess from 2006	3400.			
b Excess from 2007				
c Excess from 2008	5247.			
d Excess from 2009	8768.			
e Excess from 2010	1925.			

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

HOPE P. ANNAN, PRESIDENT, (302) 478-4383
101 SPRINGER BLDG, 3411 SILVERSIDE RD, WILMINGTON, DE 19810

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

STATEMENT ATTACHED

c Any submission deadlines:

NONE

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

STATEMENT ATTACHED

Form 990-PF Interest on Savings and Temporary Cash Investments		Statement	1
Source	Amount		
FIDELITY INVESTMENTS CHECKING	3.		
FIDELITY INVESTMENTS CORE ACCOUNT	7.		
Total to Form 990-PF, Part I, line 3, Column A	10.		

Form 990-PF Dividends and Interest from Securities		Statement	2
Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
FIDELITY INVESTMENTS - AGENT	14871.	0.	14871.
Total to Fm 990-PF, Part I, ln 4	14871.	0.	14871.

Form 990-PF Legal Fees		Statement	3	
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	278.	209.		69.
To Fm 990-PF, Pg 1, ln 16a	278.	209.		69.

Form 990-PF Accounting Fees		Statement	4	
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	6338.	4754.		1584.
To Form 990-PF, Pg 1, ln 16b	6338.	4754.		1584.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FEDERAL EXCISE TAX	586.	0.		0.	
DELAWARE ANNUAL FEE	60.	45.		15.	
To Form 990-PF, Pg 1, ln 18	646.	45.		15.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
POSTAGE	110.	83.		27.	
STATIONERY & SUPPLIES	78.	59.		19.	
TELEPHONE	0.	0.		0.	
To Form 990-PF, Pg 1, ln 23	188.	142.		46.	

Footnotes

Statement 7

TRUSTEES AND OFFICERS SERVE AS REQUIRED WITHOUT COMPENSATION
 CORRESPONDENCE FOR ANY TRUSTEE SHOULD BE ADDRESSED TO
 THE FOUNDATION OFFICE IN WILMINGTON, DELAWARE

Form 990-PF	U.S. and State/City Government Obligations		Statement	8
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
U S GOVERNMENT OBLIGATIONS	X		522809.	522809.
Total U.S. Government Obligations			522809.	522809.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			522809.	522809.

Form 990-PF	Corporate Stock		Statement	9
Description			Book Value	Fair Market Value
CORPORATION STOCK			543389.	852274.
Total to Form 990-PF, Part II, line 10b			543389.	852274.

Form 990-PF	Other Liabilities		Statement	10
Description			BOY Amount	EOY Amount
ROUNDING ADJUSTMENT			0.	2.
Total to Form 990-PF, Part II, line 22			0.	2.

Form 990-PF Part VIII - List of Officers, Directors Trustees and Foundation Managers Statement 11

Name and Address	Title and Avg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account	
HOPE P. ANNAN SEE NOTE ATTACHED PALM BEACH, FL 33480	TRUSTEE & PRESIDENT	0.00	0.	0.	0.
E. HEWLETT KENT SEE NOTE ATTACHED GULFSTREAM, FL 33483	TRUSTEE & VICE-PRESIDENT	0.00	0.	0.	0.
ALLISON K. BOURKE SEE NOTE ATTACHED GREENWICH, CT 06830	TRUSTEE & VICE-PRESIDENT	0.00	0.	0.	0.
JAMES R. WEAVER 1343 WEST BALTIMORE PIKE A-302 MEDIA, PA 19063	SECRETARY	0.00	0.	0.	0.
JOANNE STEPPI 8 SANDALWOOD DRIVE, APT 6 NEWARK, DE 19713	ASSISTANT SECRETARY	0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII			0.	0.	0.

PART I - Analysis of Revenue and Expenses

2010

	(A) <u>Per Books</u>	(B) <u>Net Invest Inc</u>	(D) <u>Charitable Purp</u>
<u>Line 16 - Professional Services</u>			
(a) Legal fees	278	209	69
(b) Accounting fees	6,338	4,754	1,584
(c) Investment services	<u>0</u>	<u>0</u>	<u>0</u>
	<u>6,616</u>	<u>4,963</u>	<u>1,653</u>
<u>Line 18 - Taxes</u>			
Federal excise	586	0	0
Delaware annual fee	60	45	15
Foreign income taxes	<u>0</u>	<u>0</u>	<u>0</u>
	<u>646</u>	<u>45</u>	<u>15</u>
<u>Line 20 - Occupancy</u>			
Rent	<u>1,218</u>	<u>914</u>	<u>304</u>
<u>Line 21 - Travel, conferences & meetings</u>			
Travel	0	0	0
Meetings & conferences	<u>0</u>	<u>0</u>	<u>0</u>
	<u>0</u>	<u>0</u>	<u>0</u>
<u>Line 22 - Printing & Publications</u>			
Subscriptions & publications	<u>34</u>	<u>26</u>	<u>8</u>
<u>Line 23 - Other expenses</u>			
Advertising	0	0	0
Miscellaneous	0	0	0
Postage	110	83	27
Software maintenance	0	0	0
Stationery & supplies	78	59	19
Telephone	0	0	0
Transportation	<u>0</u>	<u>0</u>	<u>0</u>
	<u>188</u>	<u>142</u>	<u>46</u>
<u>Line 25 - Contributions, gifts & grants</u>			
Contributions to public charities or governmental bodies (schedule attached)	<u>65,000</u>	<u>0</u>	<u>65,000</u>

NAUTILUS FOUNDATION, INC.
 INVESTMENTS
 DECEMBER 31, 2010

23-7010100

PART II - LINE 10

PRINCIPAL
 AMOUNT

Book
 Value

Market Value
 Dec. 31, 2010

Obligations of the U. S. Government

522,809.07 Fidelity US Government Reserves	522,809.07	522,809.07
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Common Stocks

605 Amphenol Corp. Class A	20,016.84	31,931.90
445 Ansys Inc.	19,307.99	23,171.15
80 Apple Computer Inc.	21,079.98	25,804.80
190 Beckton Dickenson Co.	13,656.25	16,058.80
1,670 Charles Schwab Corp. New	19,858.91	28,573.70
49 Google Inc. Class A	19,918.86	29,104.53
150 Intercontinental Exchange InC.	15,267.93	17,872.50
75 Mastercard Inc. Class A	21,904.41	16,808.25
1,808 Medco Health Solutions Inc.	929.66	110,776.16
3,750 Merck & Co., Inc. New	4,555.33	135,150.00
550 Myriad Genetics Inc.	11,983.55	12,562.00
320 Pepsico Inc.	17,734.70	20,905.60
190 Polo Ralph Lauren Corp. Class A	12,570.16	21,074.80
305 Praxair Inc.	20,090.13	29,118.35
275 Proctor & Gamble Co.	14,845.18	17,690.75
1,675 SPDR Dow Jones Ind Av ETF Tr Unit	209,047.83	193,680.25
800 Staples Inc.	20,576.33	18,216.00
490 Target Corp.	15,352.30	29,463.70
250 United Technologies Corp.	18,576.15	19,680.00
535 Urban Outfitters Inc.	18,098.92	19,158.35
350 Verisk Analytics Inc. Class A	10,833.45	11,928.00
480 Yum Brands Inc.	17,183.88	23,544.00

\$543,388.74

\$852,273.59

\$1,066,197.81

\$1,375,082.66

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Kent Company
REALIZED GAINS AND LOSSES

NAUTILUS FOUNDATION 23-7010100

PART IV

NF-FID

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

Security	Quantity	Buy Date	Date Sold	Proceeds	Cost Basis	Gain Or Loss	
						Short Term	Long Term
STERICYCLE INC.	125 000	05-13-09	02-12-10	6,389.85	6,055.03	334.82	
STERICYCLE INC.	75 000	06-16-09	02-12-10	3,833.91	3,713.71	120.20	
STERICYCLE INC.	60.000	06-17-09	02-12-10	3,067.12	3,037.36	29.76	
CHIPOTLE MEXICAN GRILL INC. CL B	25 000	08-20-08	03-18-10	2,859.26	1,653.25		1,206.01
CHIPOTLE MEXICAN GRILL INC. CL B	10 000	07-29-08	03-26-10	1,135.70	639.37		496.33
CHIPOTLE MEXICAN GRILL INC. CL B	15.000	08-20-08	03-26-10	1,703.56	991.95		711.61
QUALCOMM INC.	65 000	09-30-08	03-26-10	2,704.46	2,730.83		-26.37
QUALCOMM INC.	90.000	06-03-03	04-19-10	3,853.76	1,535.40		2,318.36
QUALCOMM INC.	35.000	09-30-08	04-19-10	1,498.69	1,470.45		28.24
QUALCOMM INC.	320.000	06-03-03	04-26-10	12,281.12	5,459.20		6,821.92
QUALCOMM INC.	100.000	06-03-03	04-26-10	3,840.00	1,706.00		2,134.00
YUM! BRANDS INC.	95 000	08-10-09	04-28-10	4,018.14	3,461.30	556.84	
TARGET CORP	30.000	10-15-02	05-11-10	1,694.10	965.40		728.70
TARGET CORP	80.000	10-31-08	05-11-10	4,517.59	3,122.35		1,395.24
VISA INC. COMMON CLASS A	20.000	08-27-09	05-11-10	1,679.42	1,418.89	260.53	
BECTON DICKINSON & CO.	35.000	08-24-07	05-24-10	2,490.30	2,699.39		-209.09
BECTON DICKINSON & CO.	75.000	08-24-07	07-02-10	5,050.71	5,784.40		-733.69
VISA INC. COMMON CLASS A	5.000	03-25-09	07-02-10	364.47	272.17		92.30
VISA INC. COMMON CLASS A	50.000	08-27-09	07-02-10	3,644.71	3,547.21	97.50	
MCAFEE INC.	250.000	06-04-09	08-30-10	11,788.16	10,111.80		1,676.36
MCAFEE INC.	50.000	06-05-09	08-30-10	2,357.63	2,020.00		337.63
MCAFEE INC.	150 000	07-27-09	08-30-10	7,072.89	6,549.19		523.70
MCAFEE INC	30.000	09-17-09	08-30-10	1,414.58	1,291.40	123.18	
CHIPOTLE MEXICAN GRILL INC. CL B	20.000	07-29-08	10-26-10	4,239.37	1,278.73		2,960.64
VISA INC. COMMON CLASS A	145.000	03-24-09	11-08-10	11,511.53	7,833.46		3,678.07
VISA INC. COMMON CLASS A	60.000	03-25-09	11-08-10	4,763.39	3,265.98		1,497.41
CHIPOTLE MEXICAN GRILL INC. CL B	40 000	07-29-08	11-22-10	9,541.48	2,557.47		6,984.01
CHIPOTLE MEXICAN GRILL INC. CL B	75 000	07-28-08	12-01-10	19,263.47	4,584.50		14,678.97
CHIPOTLE MEXICAN GRILL INC. CL B	5.000	07-29-08	12-01-10	1,284.23	319.68		964.55
						1,522.83	49,234.05
							-969.16
				139,863.60	90,075.87	1,522.83	48,264.90
49.787 73							
Fidelity U. S. Gov't Reserves 12/17/10				<u>62.72</u>		<u>62.72</u>	
				139,936.32		1,585.55	
Summary				Proceeds	Cost	Gain or (Loss)	
Short Term				24,110.45	22,524.90	1,585.55	
Long Term				<u>115,815.87</u>	<u>67,550.97</u>	<u>48,264.90</u>	
Total				139,926.32	90,075.87	49,850.45	

PART XV – Line 2b & d

SUGGESTED PROCEDURE FOR GRANT APPLICATION

Application for a grant from the Nautilus Foundation, Inc., should be made in writing and directed to the attention of Hope P. Annan, President, in care of the foundation office, 101 Springer Building, 3411 Silverside Road, Wilmington, Delaware 19810. No special form is required; just describe the general activities of your organization and the specific need for, and purpose of, the requested grant.

Please be sure that your application includes the following information:

- (1) The complete legal name and address of your organization.
- (2) Determination letters from Internal Revenue Service indicating:
 - (a) Approval of tax exempt status under Section 501(c)(3) or other appropriate section of the Internal Revenue Code.
 - (b) That the organization is not a private foundation.
 - (c) For private schools and colleges only, that the institution meets the non-discriminatory policy guidelines of the Internal Revenue Service.
- (3) Your most recent annual report and certified financial statements.
- (4) A detailed project budget.
- (5) For public supported charities qualifying under the provisions of Sections 170(b)(1)(A)(vi) or 509(a)(2) of the Internal Revenue Code, a statement that compliance by the Foundation with the grant request will not result in an adverse impact on this exemption status.

Proposals received by the Foundation are reviewed periodically by the Trustees.

Applications will not be considered in the following circumstances:

- (1) Organizations which have applied for tax exempt status but have not yet received their ruling.
- (2) Organizations whose purposes or programs are not in accordance with Internal Revenue Service regulations or guidelines.
- (3) Organizations which act as conduits to pass funds.
- (4) Grants to individuals.
- (5) Institutions which in policy or practice unfairly discriminate against race, age, creed or sex.

Historically, the Foundation has focused its program of gifts principally in the metropolitan Philadelphia, Pennsylvania and Palm Beach County, Florida areas. Such emphasis is not designed, however, to preclude organizations in other areas with worthwhile projects and demonstrated needs from applying for consideration. In recent years, annual grants have totaled \$45,000 and have ranged in size from \$50 to \$5,000..

GRANTS AWARDED BY Nautilus Foundation, Inc. 1/1/2010 - 12/31/2010

23-7010100

PART XV - LINE 3a

<u>CLASS</u>	<u>DONEE</u>	<u>CITY</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
ANIMAL WELFARE				
	Audubon Greenwich	Greenwich	current operations	2,000.00
	Peggy Adams Animal Rescue League	West Palm Beach	current operations	250.00
		Total for ANIMAL WELFARE		\$ 2,250.00
CHARITABLE - COMMUNITY ORGANIZATIONS				
	Boys & Girls Club of Palm Beach Cty.	W. Palm Beach	current operations	500.00
	Boys & Girls Club of W. Palm Beach Cty.	W. Palm Beach	current operations	250.00
	Delray Beach Historical Society	Delray Beach	current operations	100.00
	Family Center of Greenwich	Greenwich	current operations	2,000.00
	Maine Granite Industry Historical	Mt. Desert	current operations	100.00
	Mounds Botanical Garden	West Palm Beach	current operations	500.00
	N.E. Harbor Village Improv.	Northeast Harbor	current operations	100.00
	Palm Beach Crime Watch, Inc.	Palm Beach	current operations	500.00
	Rock End Art Barn	Northeast Harbor	current operations	750.00
	The Garden Conservancy	Pittsburgh	current operations	1,300.00
		Total For CHARITABLE-COMMUNITY ORGANIZATION		\$ 6,100.00
CHARITABLE - HOSPITALS				
	Memorial Sloan Kettering	New York	current operations	2,000.00
		Total For CHARITABLE - HOSPITALS		\$ 2,000.00
CHARITABLE - OTHER MEDICAL & HEALTH				
	American Cancer Society	New Castle	current operations	100.00
	Breast Cancer Research	New York	current operations	1,000.00
	N.E. Harbor Ambulance Svcs.	Northeast Harbor	current operations	150.00
	Rehab. Center for Child and Adults	Palm Beach	current operations	1,000.00
	Rehab. Center for Child and Adults	Palm Beach	current operations	500.00
		Total For CHARITABLE - OTHER MEDICAL & HEALTH		\$ 2,750.00
CHARITABLE - RELIEF				
	Boys & Girls Republic-Henry Street Stlmt	New York	current operations	250.00
		Total For CHARITABLE - RELIEF		\$ 250.00

GRANTS AWARDED BY Nautilus Foundation, Inc. 1/1/2010 - 12/31/2010

23-7010100
PART XV - LINE 3a

<u>CLASS</u>	<u>DONEE</u>	<u>CITY</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
EDUCATIONAL - CULTURAL INSTITUTIONS				
	Bowne House Historical Society	Flushing	current operations	200.00
	Central Park Conservancy	New York City	current operations	2,000.00
	Fairchild Tropical Garden	Cables	current operations	250.00
	Friends of Rock Hall	Lawrence	current operations	100.00
	Friends of Rock Hall	Lawrence	current operations	100.00
	Friends of Rock Hall	Lawrence	current operations	1,000.00
	Fund for Park Avenue	New York City	current operations	1,000.00
	Great Harbor Maritime Museum	Northeast Harbir	current operations	400.00
	Independent Seaport Museum	Philadelphia	current operations	100.00
	N.Y. Botanical Gardens	Bronx	current operations	2,000.00
	Norton Museum of Art	West Palm Beach	current operations	2,000.00
	Radio History Society	Silver Springs	current operations	100.00
	Raymond J. Kravis Center Performing Arts	West Palm Beach	current operations	1,000.00
	Save Venice, Inc.	New York	current operations	500.00
	Society of Four Arts	Palm Beach	Library	10,000.00
	Society of the Four Arts	Palm Beach	current operations	500.00
	Whitney Musum of Am. Art	New York	current operations	100.00
		Total For EDUCATIONAL CULTURE INSTITUTIONS		\$ 21,350.00
EDUCATIONAL - PUBLIC INFORMATION				
	Achievement Center for Children	Delray Beach	current operations	400.00
	Gulf Stream School	Gulf Stream	current operations	5,500.00
	Gulf Stream School	Gulf Stream	current operations	2,000.00
	Gulf Stream School - Hewlett	Gulf Stream	Capital Fund	1,000.00
	Kent School	Kent	current operations	10,000.00
	Kent School	Kent	current operations	2,500.00
	Kent School	Kent	current operations	2,000.00
	Kent School - (Hewlett)	Kent	Dormitory Fund	1,050.00
	N.E. Harbor Sailing School	Northeast Harbor	current operations	1,000.00
	Outward Bound	Long Island City	current operations	100.00
	Palm Beach Day Academy	Palm Beach	current operations	250.00
	Putnam Indian Field School	Greenwich	current operations	100.00
	The Hill School	Pottstown	current operations	1,000.00
		Total For EDUCATIONAL PUBLIC INFORMATION		\$ 26,900.00
EDUCATIONAL - SCHOOLS AND COLLEGES				
	Duke University	Durham	current operations	500.00
		Total For EDUCATIONAL SCHOOLS & COLLEGES		\$ 500.00

GRANTS AWARDED BY Nautilus Foundation, Inc. 1/1/2010 - 12/31/2010

23-7010100

PART XV - LINE 3a

<u>CLASS</u>	<u>DONEE</u>	<u>CITY</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
LITERARY				
	N.E. Harbor Library	Northeast Harbor	current operations	250.00
		Total For LITERARY		\$ 250.00
RELIGIOUS				
	Bethesda by the Sea	Palm Beach	current operations	750.00
	Church of the Ascension Organ Fund	Claymont	current operations	100.00
	ELAM United Methodist Church	Glen Mills	current operations	250.00
	Parish of St. Mary & Jude Church/NE	Northeast Harbor	current operations	500.00
	Seed Faith Mission Church of	Boynton Beach	current operations	150.00
	St. Davids Church	Wayne	current operations	150.00
	St.Davids Church	Wayne	memory of A.Ak.Jr.	500.00
		Total For RELIGIOUS		\$ 2,400.00
SCIENTIFIC				
	Buckminster Fuller Institute	Brooklyn	current operations	250.00
		Total For SCIENTIFIC		\$ 250.00
		GRAND TOTAL		\$ 65,000.00