Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
FILENO DIGREGORIO FOUNDATION
C/O UNITED LENS COMPANY, INC.

Number and street (or P O box number if mail is not delivered to street address): 259 WORCESTER STREET

Room/suite:

City or town, state, and ZIP code: SOUTHBRIDGE, MA 01550

A Employer identification number 23-7067919

B Telephone number 508-765-5421

C If exemption application is pending, check here ▶☐

D 1. Foreign organizations, check here ▶☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,649,364.

J Accounting method: ☒ Cash ☐ Accrual ☐ 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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	45,299.	45,299.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	11,808.			
b	Gross sales price for all assets on line 6a 1,126,349.				
7	Capital gain net income (from Part IV, line 2)		11,808.		
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	3,211.	3,211.		STATEMENT 2
12	**Total.** Add lines 1 through 11	60,318.	60,318.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 3	2,344.	1,172.		1,172.
c	Other professional fees STMT 4	6,309.	3,155.		3,154.
17	Interest				
18	Taxes STMT 5	1,144.	1,144.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 6	35.	0.		35.
24	**Total operating and administrative expenses.** Add lines 13 through 23	9,832.	5,471.		4,361.
25	Contributions, gifts, grants paid	126,000.			126,000.
26	**Total expenses and disbursements.** Add lines 24 and 25	135,832.	5,471.		130,361.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-75,514.			
b	**Net investment income** (if negative, enter -0-)		54,847.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

Revenue

Operating and Administrative Expenses

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12-07-10 LHA **For Paperwork Reduction Act Notice, see the instructions.**

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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	127,892.	99,452.	99,452.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	2,241,431.	2,194,357.	2,549,912.
	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)	2,369,323.	2,293,809.	2,649,364.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	2,360,821.	2,360,821.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	8,502.	-67,012.	
	30 **Total net assets or fund balances**	2,369,323.	2,293,809.	
	31 **Total liabilities and net assets/fund balances**	2,369,323.	2,293,809.	

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	2,369,323.
2	Enter amount from Part I, line 27a	2	-75,514.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,293,809.
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	2,293,809.

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	U.S. TRUST - SEE DETAIL ATTACHED	P	VARIOUS	VARIOUS
b	U.S. TRUST - SEE DETAIL ATTACHED	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	718,791.		687,737.	31,054.
b	396,843.		426,804.	-29,961.
c	10,715.			10,715.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				31,054.
b				-29,961.
c				10,715.
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	11,808.
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	113,586.	2,205,083.	.051511
2008	151,217.	2,541,463.	.059500
2007	112,920.	3,032,322.	.037239
2006	142,440.	2,787,174.	.051106
2005	136,201.	2,572,686.	.052941

2	**Total** of line 1, column (d)	2	.252297
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	.050459
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,495,025.
5	Multiply line 4 by line 3	5	125,896.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	548.
7	Add lines 5 and 6	7	126,444.
8	Enter qualifying distributions from Part XII, line 4	8	130,361.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	548.
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	548.
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	548.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	139.		
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	139.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	4.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	413.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ STOLBERG, EBBELING & BLANCHETTE, LL Telephone no.▶508-363-3000

Located at ▶446 MAIN STREET, 11TH FLOOR, WORCESTER, MA ZIP+4 ▶01608

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

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		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	2,419,348.
b	Average of monthly cash balances	1b	113,672.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,533,020.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,533,020.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	37,995.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,495,025.
6	**Minimum investment return.** Enter 5% of line 5	6	124,751.

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	124,751.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 548.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	548.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	124,203.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	124,203.
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	124,203.

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	130,361.
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	130,361.
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	548.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	129,813.

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				124,203.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			101,024.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 130,361.				
a Applied to 2009, but not more than line 2a			101,024.	
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				29,337.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				94,866.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total			▶ 3a	126,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	45,299.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	11,808.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER INCOME			14	3,211.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		60,318.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 60,318.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | 3/29/11 Date | President/CEO Title

Paid Preparer Use Only

Print/Type preparer's name JOSEPH N. STOLBERG	Preparer's signature	Date 03/19/11	Check ☐ if self- employed	PTIN
Firm's name ▶ STOLBERG, EBBELING & BLANCHETTE, LLP			Firm's EIN ▶	
Firm's address ▶ 446 MAIN STREET, 11TH FLOOR WORCESTER, MA 01608			Phone no. 508-363-3000	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF AMERICA INVESTMENTS	56,014.	10,715.	45,299.
TOTAL TO FM 990-PF, PART I, LN 4	56,014.	10,715.	45,299.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	3,211.	3,211.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3,211.	3,211.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STOLBERG, EBBELING & BLANCHETTE, LLP	2,344.	1,172.		1,172.
TO FORM 990-PF, PG 1, LN 16B	2,344.	1,172.		1,172.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
U.S. TRUST-AGENCY FEES	6,009.	3,005.		3,004.
TAX SERVICE FEES	300.	150.		150.
TO FORM 990-PF, PG 1, LN 16C	6,309.	3,155.		3,154.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	1,144.	1,144.		0.
TO FORM 990-PF, PG 1, LN 18	1,144.	1,144.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA ANNUAL REPORT	35.	0.		35.
TO FORM 990-PF, PG 1, LN 23	35.	0.		35.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	826,820.	1,006,681.
MUTUAL FUNDS	1,367,537.	1,543,231.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,194,357.	2,549,912.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD F. DIGREGORIO 259 WORCESTER STREET SOUTHBRIDGE, MA 01550	TRUSTEE 0.00	0.	0.	0.
DORIS DIGREGORIO 259 WORCESTER STREET SOUTHBRIDGE, MA 01550	TRUSTEE 0.00	0.	0.	0.
BANK OF AMERICA 50 KENNEDY PLAZA, FL 2 PROVIDENCE, RI 02903	TRUSTEE 0.00	0.	0.	0.
WILLIAM R. LANNON 259 WORCESTER STREET SOUTHBRIDGE, MA 01550	TRUSTEE 0.00	0.	0.	0.
JOHN E. HODGSON 259 WORCESTER STREET SOUTHBRIDGE, MA 01550	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF . . GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
OLD STURBRIDGE VILLAGE	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	5,000.
SAINT MARY'S PARISH - PARISH CENTER	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	75,000.
SOUTHBRIDGE FESTIVAL 2010	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	5,000.
SOUTHBRIDGE POLICE COPS 'N' KIDS PROGRAM	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	10,000.
QUINSIGAMOND COMMUNITY COLLEGE, STURBRIDGE CAMPUS	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	10,000.
QUINEBAUG VALLEY COUNCIL FOR ARTS & HUMANITIES	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	5,000.
SAINT MARY'S SEFA PROGRAM	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	5,000.
SOUTHBRIDGE FOODSHARE INC.	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	5,000.

SOUTHBRIDGE RECREATION COMMITEE SUMMER CONCERTS 2010	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	3,000.
BAY PATH BOTTLEBOTS TEAM	CHARITABLE CONTRIBUTION	EXEMPT ORGANIZATI	3,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			126,000.

Income for 2010

Our records indicate that the owner of this account is a corporation or is otherwise exempt from Form 1099 reporting. Accordingly, U.S. Trust is not required to, nor will we file this information with the Internal Revenue Service. We are providing this Tax Information Letter to you for informational purposes only to assist you in preparing your tax returns.

Payer: BANK OF AMERICA, N.A. (as agent), Tax ID Number 94-1687665.

Dividends

This section reports dividends and distributions earned on investments, and any taxes withheld or paid.

Qualified dividends are taxed at a lower rate than other ordinary dividends. Where we have received information that a security paid qualified dividends, and you have either met the required holding period or we cannot determine your holding period for that security, the dividends from that security are included on the line titled "Qualified dividends". All dividends are shown on the line titled "Total ordinary dividends". In the detail section of this tax information letter, we have separately indicated dividends from securities where we have not received information to confirm whether any portion or all of it is qualified. These dividends are shown in the section entitled Dividends Requiring Analysis as to Taxability and should be reviewed carefully when preparing your return.

Description	*Amount*
Total ordinary dividends	$44,706.56
Qualified dividends (included in total ordinary dividends)	$33,499 73
Total capital gain distributions	$11,407 35
Unrecaptured Section 1250 Gain (included in total capital gain distributions)	$0 00
Section 1202 gain (included in total capital gain distributions)	$0 00
Nontaxable distributions	$0 00
Federal Income tax withheld	$0 00
Investment expenses	$0 00
Foreign tax paid	$1,144.30
Cash liquidation distributions	$0.00
Non-cash liquidation distributions	$0 00

Proceeds From Broker Transactions

This section reports your proceeds from sales during the year. We report all transactions on a trade-date basis, which is the date shown in the sale date column. The net proceeds are less commissions, transfer charges, and premiums.

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. Wash sales are reported with tax cost equal to proceeds. Disallowed losses from wash sales have been added to the tax cost of the repurchased securities. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

Short term transactions

This category includes all assets held 12 months or less.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
BAXTER INTERNATIONAL INC	071813109	275	04/08/09	01/14/10	$16,668 91	$13,513.09	$3,155.82
VERIZON COMMUNICATIONS	92343V104	275	11/30/09	01/14/10	$8,735.26	$8,713 18	$22 08
CONOCOPHILLIPS	20825C104	25	10/15/09	01/14/10	$1,311 86	$1,338.07	$-26.21
CONOCOPHILLIPS	20825C104	75	11/10/09	01/14/10	$3,935 57	$4,000.12	$-64 55
CONOCOPHILLIPS	20825C104	325	11/04/09	01/14/10	$17,054 15	$16,763 93	$290.22
HONEYWELL INTL INC	438516106	75	08/11/09	01/14/10	$3,160.08	$2,695 88	$464.20
KIMBERLY CLARK CORP	494368103	125	11/04/09	01/14/10	$7,926 77	$7,799 00	$127 77
PRINCIPAL FINL GROUP INC	74251V102	325	08/11/09	01/14/10	$8,246 77	$8,259 87	$-13 10
STEEL DYNAMICS INC	858119100	250	11/04/09	01/14/10	$4,678 68	$3,578 75	$1,099 93
UNITED STS STL CORP NEW	912909108	25	08/20/09	01/14/10	$1,582 10	$1,092 40	$489 70
UNITED STS STL CORP NEW	912909108	50	08/11/09	01/14/10	$3,164 21	$2,153 75	$1,010 46
UNITED TECHNOLOGIES CORP	913017109	25	11/04/09	01/14/10	$1,810 60	$1,591 88	$218 72
UNITED TECHNOLOGIES CORP	913017109	75	08/11/09	01/14/10	$5,431 80	$4,201 12	$1,230 68
VERIZON COMMUNICATIONS	92343V104	25	04/28/09	01/14/10	$794 11	$835 20	$-41 09
VERIZON COMMUNICATIONS	92343V104	275	04/08/09	01/14/10	$8,735.26	$8,796 53	$-61.27
CAREFUSION CORP	14170T101	225	11/04/09	01/14/10	$5,770.04	$5,119.87	$650 17
PENNEY J C CO INC	708160106	250	08/20/09	02/01/10	$6,213 47	$7,661 10	$-1,447 63
PENNEY J C CO INC	708160106	225	08/11/09	02/01/10	$5,592 12	$7,446 37	$-1,854 25

Short term transactions

This category includes all assets held 12 months or less.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
UNITED STS STL CORP NEW	912909108	100	08/11/09	02/01/10	$4,607 44	$4,307 50	$299 94
REINSURANCE GROUP AMER INC	759351604	150	04/17/09	02/01/10	$7,316 98	$5,008 62	$2,308 36
APOLLO GROUP INC CL A	037604105	25	11/18/09	02/01/10	$1,509 86	$1,455 99	$53 87
REINSURANCE GROUP AMER INC	759351604	25	08/20/09	02/01/10	$1,219.50	$1,052 37	$167 13
COMMUNITY HEALTH SYS INC NEW	203668108	150	01/14/10	02/01/10	$4,833.73	$5,795 25	$-961.52
DOVER CORP	260003108	25	01/14/10	02/01/10	$1,076.86	$1,145 38	$-68 52
FLOWSERVE CORP	34354P105	75	01/14/10	02/01/10	$7,027 04	$7,863.37	$-836 33
HEWLETT PACKARD CO	428236103	25	01/14/10	02/01/10	$1,189 60	$1,306 13	$-116 53
JOHNSON AND JOHNSON	478160104	325	11/24/09	02/01/10	$20,499.11	$20,528.62	$-29 51
REINSURANCE GROUP AMER INC	759351604	25	11/10/09	02/01/10	$1,219.50	$1,190 88	$28 62
PEPSICO INC	713448108	25	11/30/09	02/01/10	$1,496 60	$1,561 63	$-65.03
MEDCO HEALTH SOLUTIONS INC	58405U102	25	11/24/09	02/01/10	$1,530 10	$1,572 13	$-42 03
METLIFE INC	59156R108	325	01/14/10	02/01/10	$11,756 72	$12,260.62	$-503 90
AT&T INC	00206R102	350	11/30/09	02/01/10	$8,882 89	$9,363 83	$-480 94
MORGAN STANLEY	617446448	200	04/17/09	02/01/10	$5,460 95	$4,755 80	$705 15
MORGAN STANLEY	617446448	225	02/26/09	02/01/10	$6,143.57	$5,124 94	$1,018 63
WELLS FARGO & CO (NEW)	949746101	25	05/29/09	02/01/10	$723 86	$706 40	$17 46
PENNEY J C CO INC	708160106	50	08/07/09	02/01/10	$1,242.70	$1,651 76	$-409 06
NEWELL RUBBERMAID INC	651229106	375	11/10/09	02/11/10	$5,173.13	$5,559 37	$-386 24
MOLSON COORS BREWING CO CL B	60871R209	175	11/04/09	02/11/10	$6,890 34	$8,225.88	$-1,335 54
XILINX INC	983919101	375	01/14/10	02/11/10	$9,170 51	$9,024 37	$146 14
WEATHERFORD INTL LTD	H27013103	425	11/04/09	02/11/10	$6,499 02	$7,694 28	$-1,195 26
CARNIVAL CORP PAIRED CTF 1 COM	143658300	350	11/04/09	02/23/10	$11,731 39	$10,564 23	$1,167 16
ADVANCED AUTO PTS INC	00751Y106	175	09/14/09	02/23/10	$7,029 46	$6,955 36	$74 10
STEEL DYNAMICS INC	858119100	300	11/04/09	02/23/10	$4,813 74	$4,294 50	$519.24
THERMO ELECTRON CORP	883556102	25	10/29/09	02/23/10	$1,240 86	$1,122 92	$117 94

Short term transactions

This category includes all assets held 12 months or less.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
LOCKHEED MARTIN CORP	539830109	75	03/10/09	02/23/10	$5,785.80	$4,438.31	$1,347 49
ADVANCED AUTO PTS INC	00751Y106	25	09/01/09	02/23/10	$1,004 21	$1,080 91	$-76 70
ADVANCED AUTO PTS INC	00751Y106	150	08/11/09	02/23/10	$6,025 26	$6,903 75	$-878.49
WESTERN UN CO	959802109	600	11/10/09	02/23/10	$9,686.87	$11,757 00	$-2,070.13
LOCKHEED MARTIN CORP	539830109	25	08/11/09	02/23/10	$1,928.60	$1,903 12	$25.48
THERMO ELECTRON CORP	883556102	25	11/04/09	02/23/10	$1,240.86	$1,108.38	$132 48
QUALCOMM INC	747525103	300	02/11/10	03/11/10	$11,731.35	$11,344.50	$386.85
VIACOM INC NEW CL B	92553P201	400	11/04/09	03/11/10	$12,429.84	$11,730.00	$699 84
URBAN OUTFITTERS INC	917047102	175	01/14/10	03/11/10	$6,364.37	$5,938.62	$425 75
DOVER CORP	260003108	125	08/11/09	03/11/10	$5,755.55	$4,215 63	$1,539 92
CIGNA CORP	125509109	200	01/14/10	03/11/10	$6,820.91	$7,269 00	$-448.09
SPRINT CORP	852061100	1000	11/24/09	03/11/10	$3,624.95	$3,824 89	$-199.94
ILLINOIS TOOL WORKS INC	452308109	25	01/14/10	03/25/10	$1,176 36	$1,176.36	$0 00
LORILLARD INC	544147101	25	02/01/10	03/25/10	$1,912 35	$1,907.13	$5 22
PARKER-HANNIFIN CP	701094104	25	01/14/10	03/25/10	$1,638 84	$1,451.38	$187 46
PEPSICO INC	713448108	100	11/04/09	03/25/10	$6,677 42	$5,995 50	$681 92
PEPSICO INC	713448108	100	08/20/09	03/25/10	$6,677 41	$5,679 41	$998.00
PFIZER INC	717081103	175	08/11/09	03/25/10	$3,045 83	$2,769 38	$276 45
PROCTER & GAMBLE CO	742718109	25	11/04/09	03/25/10	$1,595 85	$1,473 88	$121 97
THERMO ELECTRON CORP	883556102	25	11/04/09	03/25/10	$1,263 73	$1,108.38	$155 35
UNITED TECHNOLOGIES CORP	913017109	25	04/08/09	03/25/10	$1,839 34	$1,117 44	$721 90
WAL MART STORES INC	931142103	25	11/24/09	03/25/10	$1,393 11	$1,369.07	$24 04
HEWLETT PACKARD CO	428236103	100	11/24/09	03/25/10	$5,364 87	$5,015.49	$349 38
GOLDMAN SACHS GROUP INC	38141G104	50	02/01/10	03/25/10	$8,815 14	$7,564.34	$1,250 80
DOVER CORP	260003108	250	08/11/09	03/25/10	$11,578 27	$8,431.25	$3,147 02
DIRECTV	25490A101	25	11/24/09	03/25/10	$838.36	$799 58	$38 78

Short term transactions

This category includes all assets held 12 months or less.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
TRANSOCEAN LTD	H8817H100	125	01/14/10	03/25/10	$10,215 88	$11,484 37	$-1,268 49
AMERISOURCEBERGEN CORP	03073E105	25	08/11/09	03/25/10	$716 36	$506 12	$210 24
APOLLO GROUP INC CL A	037604105	100	11/04/09	03/25/10	$6,249 06	$5,721 75	$527 31
GOLDMAN SACHS GROUP INC	38141G104	25	02/01/10	04/16/10	$3,977 31	$3,782 17	$195 14
AKAMAI TECHNOLOGIES INC	00971T101	300	02/01/10	06/11/10	$13,162 27	$7,786 35	$5,375 92
ALPHA NAT RES INC	02076X102	150	09/14/09	06/11/10	$5,348 15	$5,508 78	$-160 63
AMERISOURCEBERGEN CORP	03073E105	500	08/11/09	06/11/10	$15,838 23	$10,122 50	$5,715 73
ANADARKO PETROLEUM	032511107	200	03/25/10	06/11/10	$8,238 86	$13,843 30	$-5,604 44
BALLY TECHNOLOGIES INC	05874B107	225	03/25/10	06/11/10	$8,908 71	$8,808 37	$100 34
CELANESE CORP DEL SER A	150870103	225	11/04/09	06/11/10	$6,215 51	$6,309 30	$-93 79
COLUMBIA FDS SER TR I SMALL CAP	19765N567	73 65	11/02/09	06/11/10	$2,917 92	$2,582 10	$335 82
COLUMBIA FDS SER TR I SMALL CAP	19765P596	166 97	11/02/09	06/11/10	$4,254 42	$3,566.50	$687 92
DISCOVER FINL SVCS	254709108	175	03/25/10	06/11/10	$2,366 83	$2,725 63	$-358 80
DISCOVER FINL SVCS	254709108	275	01/14/10	06/11/10	$3,719 31	$4,145 62	$-426 31
DISCOVER FINL SVCS	254709108	325	07/21/09	06/11/10	$4,395 55	$3,735 88	$659 67
DISH NETWORK CORP CL A	25470M109	425	02/23/10	06/11/10	$8,829 22	$8,399 11	$430 11
DIRECTV	25490A101	350	11/24/09	06/11/10	$13,352 27	$11,194 13	$2,158 14
EBAY INC	278642103	125	01/14/10	06/11/10	$2,794 95	$2,940 62	$-145 67
EBAY INC	278642103	375	11/04/09	06/11/10	$8,384 86	$8,424 38	$-39 52
FIFTH THIRD BANCORP	316773100	425	03/25/10	06/11/10	$5,552 53	$5,805 54	$-253 01
FIFTH THIRD BANCORP	316773100	450	02/23/10	06/11/10	$5,879 14	$5,523 71	$355 43
FREEPORT-MCMORAN COPPER & GOLD CL B	35671D857	100	03/25/10	06/11/10	$6,436 89	$7,909 50	$-1,472 61
HANESBRANDS INC	410345102	350	02/01/10	06/11/10	$9,890 87	$7,997 78	$1,893 09
HUMANA INC	444859102	150	11/04/09	06/11/10	$7,132 37	$5,855 25	$1,277 12
LORILLARD INC	544147101	75	02/01/10	06/11/10	$5,487 27	$5,721 37	$-234 10
MASTERCARD INC CL A	57636Q104	25	03/25/10	06/11/10	$5,096 66	$6,202 38	$-1,105.72

Short term transactions

This category includes all assets held 12 months or less.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
MEAD JOHNSON NUTRITION CO	582839106	150	02/01/10	06/11/10	$7,774 74	$6,822.75	$951 99
NII HLDGS INC CL B NEW	62913F201	150	02/23/10	06/11/10	$5,550.65	$5,561.70	$-11 05
NEWS CORP CL A	65248E104	850	02/23/10	06/11/10	$11,207.06	$11,258.25	$-51 19
NOVELLUS SYS INC	670008101	275	08/31/09	06/11/10	$7,293.00	$5,304.50	$1,988 50
PARKER-HANNIFIN CP	701094104	75	01/14/10	06/11/10	$4,531.30	$4,354 12	$177 18
PARKER-HANNIFIN CP	701094104	150	11/04/09	06/11/10	$9,062.59	$8,271 75	$790 84
PARKER-HANNIFIN CP	701094104	75	11/30/09	06/11/10	$4,531.29	$3,964 87	$566 42
PEABODY ENERGY CORP	704549104	125	03/25/10	06/11/10	$4,916 78	$5,707 13	$-790 35
PRUDENTIAL FINL INC	744320102	25	07/21/09	06/11/10	$1,446.60	$1,001.24	$445.36
ST JUDE MEDICAL INC	790849103	225	02/01/10	06/11/10	$8,243 86	$8,538.41	$-294.55
STARBUCKS CORP	855244109	100	02/01/10	06/11/10	$2,701.45	$2,207.50	$493 95
STARBUCKS CORP	855244109	400	11/30/09	06/11/10	$10,805.82	$8,590.00	$2,215.82
TERADATA CORP DEL	88076W103	75	02/23/10	06/11/10	$2,416 83	$2,226.14	$190 69
TERADATA CORP DEL	88076W103	250	02/11/10	06/11/10	$8,056.11	$7,136.25	$919 86
THERMO ELECTRON CORP	883556102	225	11/04/09	06/11/10	$11,587.30	$9,975 37	$1,611 93
UNUMPROVIDENT CORP	91529Y106	400	02/23/10	06/11/10	$9,157.84	$8,289 88	$867 96
VERTEX PHARMACEUTICALS INC	92532F100	150	11/04/09	06/11/10	$5,175 17	$5,613 63	$-438 46
VIACOM INC NEW CL A	92553P102	375	03/11/10	06/11/10	$13,916.09	$12,409.84	$1,506 25
MARVELL TECHNOLOGY GROUP LTD	G5876H105	150	03/25/10	06/11/10	$2,661.70	$3,116.25	$-454 55
MARVELL TECHNOLOGY GROUP LTD	G5876H105	425	03/11/10	06/11/10	$7,541.49	$8,684.62	$-1,143.13
XL CAPITAL LTD CL A	G98255105	350	09/14/09	06/11/10	$5,976 14	$5,927.25	$48.89
NOBLE CORPORATION	H5833N103	275	01/14/10	06/11/10	$8,094 48	$12,161 88	$-4,067 40
TYCO INTL LTD	H89128104	325	08/11/09	06/11/10	$11,878 93	$10,086 37	$1,792 56
FRONTIER COMMUNICATIONS CORP	35906A108	0 02	06/11/10	08/04/10	$0 15	$0.15	$0 00
FRONTIER COMMUNICATIONS CORP	35906A108	120	06/11/10	08/06/10	$899.98	$900 05	$-0.07

Short term transactions

This category includes all assets held 12 months or less.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
FLEET INTL EQUITY FUND	1261292H7	0			$689 80	$0 00	$689 80
Total short term gain/loss from sales:					$718,791 22	$687,737 35	$31,053 87

Long term transactions

This category includes all assets held more than 12 months.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
MICROSOFT CORP	594918104	25	11/15/06	01/14/10	$755 87	$702.20	$53 67
MICROSOFT CORP	594918104	185	06/24/05	01/14/10	$5,593.40	$4,669 40	$924 00
PNC BANK CORP	693475105	25	10/06/08	01/14/10	$1,422 85	$2,016 65	$-593 80
HONEYWELL INTL INC	438516106	225	12/24/08	01/14/10	$9,480 25	$7,142.67	$2,337.58
DUN & BRADSTREET CORP DEL NEW	26483E100	25	10/29/08	01/14/10	$2,051 35	$1,703 19	$348 16
MICROSOFT CORP	594918104	40	12/26/06	01/14/10	$1,209 38	$1,114 93	$94 45
DUN & BRADSTREET CORP DEL NEW	26483E100	75	01/26/07	01/14/10	$6,154 04	$6,271 60	$-117 56
AT&T INC	00206R102	50	10/29/04	02/01/10	$1,268 98	$1,274 31	$-5 33
FPL GROUP INC	302571104	150	09/08/08	02/01/10	$7,295 42	$8,409 92	$-1,114 50
COLUMBIA FDS SER TR I SELECT LARGE	19765Y688	598 79	12/21/07	02/08/10	$5,736 38	$7,586 63	$-1,850 25
COLUMBIA ACORN TR FD CL Z	197199409	1371.15	08/25/03	02/08/10	$31,714 66	$26,641 40	$5,073 26
POWERSHARES EXCHANGE-TRADED FD TR	73935X500	775	07/23/08	02/08/10	$7,176 41	$15,172 48	$-7,996 07
POWERSHARES EXCHANGE-TRADED FD TR	73935X500	725	02/26/08	02/08/10	$6,713.41	$15,795 94	$-9,082 53
COLUMBIA FDS SER TR MID CAP VALUE	19765J830	1457 14	07/26/07	02/08/10	$15,445 64	$22,163 04	$-6,717 40
MICROSOFT CORP	594918104	550	06/24/05	02/11/10	$15,446 55	$13,882 00	$1,564 55
FLEET INTL EQUITY FUND	1261292H7	2402 75	08/31/03	02/12/10	$43,359 31	$50,224 84	$-6,865 53
PFIZER INC	717081103	400	11/04/06	02/23/10	$7,038 27	$8,410.63	$-1,372 36
PFIZER INC	717081103	25	10/22/06	02/23/10	$439 89	$505 93	$-66 04
EMC CORPORATION	268648102	50	09/17/08	02/23/10	$857.74	$653 88	$203 86
LOCKHEED MARTIN CORP	539830109	50	09/17/08	02/23/10	$3,857 20	$5,415 87	$-1,558 67

Long term transactions

This category includes all assets held more than 12 months.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
CHEVRONTEXACO CORP	166764100	175	09/17/08	03/25/10	$12,932 98	$14,419 56	$-1,486 58
CHEVRONTEXACO CORP	166764100	25	09/25/08	03/25/10	$1,847 57	$2,102.46	$-254 89
AT&T INC	00206R102	25	10/29/04	03/25/10	$652.86	$637 16	$15 70
US BANCORP DEL NEW	902973304	25	02/11/09	03/25/10	$658 86	$365 35	$293 51
PFIZER INC	717081103	175	10/22/06	03/25/10	$3,045 84	$3,541 47	$-495 63
GOLDMAN SACHS GROUP INC	38141G104	100	12/24/08	04/16/10	$15,909.25	$7,546 75	$8,362.50
PACKAGING CORP AMER	695156109	275	09/17/08	06/11/10	$6,085.25	$6,339.46	$-254 21
CABOT OIL & GAS CORP CL A	127097103	200	04/08/09	06/11/10	$7,310 87	$5,405.50	$1,905 37
FLEET INTL EQUITY FUND	1261292H7	4093	02/28/94	06/11/10	$68,772.22	$73,286 34	$-4,514 12
PRUDENTIAL FINL INC	744320102	225	06/10/09	06/11/10	$13,019.40	$8,843 18	$4,176 22
MASTERCARD INC CL A	57636Q104	50	04/17/09	06/11/10	$10,193 33	$8,045 22	$2,148 11
PHILIP MORRIS INTL INC	718172109	225	02/20/09	06/11/10	$9,876 20	$8,085 94	$1,790 26
FLEET INTL EQUITY FUND	1261292H7	2045 6	08/31/03	06/11/10	$34,370.94	$42,993 43	$-8,622.49
COLUMBIA FDS SER TR I SMALL CAP	19765P810	413 87	08/25/03	06/11/10	$5,355.45	$6,361 15	$-1,005 70
PHILIP MORRIS INTL INC	718172109	250	11/21/08	06/11/10	$10,973.56	$9,199.38	$1,774.18
COLUMBIA FDS SER TR I SELECT LARGE	19765Y688	1305 92	12/21/07	07/23/10	$13,333 40	$16,545 96	$-3,212 56
COLUMBIA FDS SER TR I VALUE &	19765Y514	226 65	02/26/08	07/23/10	$9,487.53	$12,764 87	$-3,277 34
FLEET INTL EQUITY FUND	1261292H7	FRAC SHARE				$563.79	$-563 79
Total long term gain/loss from sales:					$396,842 51	$426,804.48	$-29,961 97