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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 SHARP EMMA O-OCHILTREE FOUNDATION-TR		A Employer identification number 23-7883781
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (412) 234-2281
BNY Mellon, N A -, P O Box 185 City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,918,843	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	1,346,670			
	2 Check ☐ if the foundation is not required to attach B				
	3 Interest on taxable and temporary cash investments	0	0		
	4 Dividends and interest from securities	89,033	88,906		
	5 a Gross rents		0		
	b Net rental income (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	9,368			
	b Gross sales price for all assets sold (attach schedule)	385,955			
	7 Capital gain net income (attach schedule)		9,684		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	-2,338	-2,423	0		
12 Total. Add lines 1 through 11	1,442,733	96,167	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	46,596	27,958		18,638
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest	2,490	2,490		
	18 Taxes (attach schedule) (see page 14 of the instructions)	36,694	1,694	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,996	4,996	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	90,776	37,138	0	18,638
	25 Contributions, gifts, grants paid	130,500			130,500
26 Total expenses and disbursements. Add lines 24 and 25	221,276	37,138	0	149,138	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,221,457				
b Net investment income (if negative, enter -0-)		59,029			
c Adjusted net income (if negative, enter -0-)			0		

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

(HTA)

Form **990-PF** (2010)

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Form 990-PF (2010) SHARP EMMA O-OCHILTREE FOUNDATION-TR

23-7883781

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			0	
	2	Savings and temporary cash investments		214,406	257,544	257,544
	3	Accounts receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use			0	
	9	Prepaid expenses and deferred charges			0	
	10 a	Investments—U S and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		0	0	0
	c	Investments—corporate bonds (attach schedule)		0	0	0
	11	Investments—land, buildings, and equipment basis ▶	0			
	Less accumulated depreciation (attach schedule) ▶	0	0	0	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		2,855,041	4,036,227	4,405,661	
14	Land, buildings, and equipment basis ▶	0				
	Less accumulated depreciation (attach schedule) ▶	0	0	0	0	
15	Other assets (describe ▶ OPTIMA)		250,000	250,000	255,638	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		3,319,447	4,543,771	4,918,843	
Liabilities	17	Accounts payable and accrued expenses			0	
	18	Grants payable				
	19	Deferred revenue			0	
	20	Loans from officers directors trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ▶)		0	0	
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here 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		3,319,447	4,543,771	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)		3,319,447	4,543,771		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		3,319,447	4,543,771		

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	3,319,447
2	Enter amount from Part I, line 27a	2	1,221,457
3	Other increases not included in line 2 (itemize) ▶ OPTIMA ADJUSTMENT	3	2,867
4	Add lines 1, 2, and 3	4	4,543,771
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	4,543,771

Form 990-PF (2010)

SHARP EMMA O-OCHILTREE FOUNDATION-TR

23-7883781

Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	9,368
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 }			3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	112,840	2,512,454	0.044912
2008	94,042	1,808,133	0.052011
2007	45,955	808,151	0.056864
2006	43,909	311,519	0.140951
2005	4,837	946,318	0.005111

2 Total of line 1, column (d)	2	0.299849
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	0.059970
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,426,078
5 Multiply line 4 by line 3	5	265,432
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	590
7 Add lines 5 and 6	7	266,022
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	149,138

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		1	1,181
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	1,181
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,181
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	19,687	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	19,687	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	18,506	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ 1,181 Refunded ☐	11	17,325	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <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 ☐ \$ (2) On foundation managers ☐ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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
4 a 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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <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 on page 27)? <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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ BNY MELLON, N A Telephone no ▶ (412) 234-2281			
Located at ▶ P O BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	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? ☐ Yes ☒ No		
If "Yes," list the years ▶ 20 _____, 20 _____, 20 _____, 20 _____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(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)? (see page 22 of the instructions)

☐ 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 page 22 of the instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BNY Mellon, N.A. P O Box 185 Pittsburgh PA 15230-0185	CO-TRUSTEE SEE ATTACHED	47,747	0	0
BNY Mellon, N.A. P O Box 185 Pittsburgh PA 15230-0185	FEE REIMBURSEMENT	-13,088	0	0
John C. Harmon, Esq. 120 Fifth Ave., Suite 2900 Pittsburgh PA 15219	CO-TRUSTEE 5 00	11,937	0	0
		00	0	0

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

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

Total number of other employees paid over \$50,000☐ NONE

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

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

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

▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	0
Total. Add lines 1 through 3	▶ NONE

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,025,754
b	Average of monthly cash balances	1b	467,726
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,493,480
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,493,480
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	67,402
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,426,078
6	Minimum investment return. Enter 5% of line 5	6	221,304

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

1	Minimum investment return from Part X, line 6	1	221,304
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,181
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	1,181
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	220,123
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	220,123
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	220,123

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	149,138
b	Program-related investments—total from Part IX-B	1b	NONE
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	149,138
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	149,138

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				220,123
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	26,619			
c From 2007	10,323			
d From 2008	4,727			
e From 2009	3,078			
f Total of lines 3a through e	44,747			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 149,138				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				149,138
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))	44,747			44,747
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				26,238
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

Form 990-PF (2010)

SHARP EMMA O-OCHILTREE FOUNDATION-TR

23-7883781

Page 10

Part XIV Private Operating Foundations (see page 27 of the 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)**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

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number of the person to whom applications should be addressed

NOT APPLICABLE

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

NOT APPLICABLE

c Any submission deadlines

NOT APPLICABLE

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

NOT APPLICABLE

Part XV Supplementary Information (continued)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			3a	130,500
b Approved for future payment NONE				
Total			3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		Related or exempt function income (See page 28 of the instructions)
1 Program service revenue						
a		0		0		0
b		0		0		0
c		0		0		0
d		0		0		0
e		0		0		0
f		0		0		0
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	89,033		
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	900001	-316	18	9,684		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a FED TAX REFUND		0	42	124		0
b MELLON OPTIMA L/S STRATEGY FUND LLC	900001	-39	41	-2,423		0
c		0		0		0
d		0		0		0
e		0		0		0
12 Subtotal. Add columns (b), (d), and (e)		-355		96,418		0
13 Total. Add line 12, columns (b), (d), and (e)					13	96,063

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

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

SHARP EMMA O-OCHILTREE FOUNDATION-TR

23-7883781

Organization type (check one)

Filers of:**Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Page 1 of 1 of Part I

Name of organization

SHARP EMMA O-OCHILTREE FOUNDATION-TR

Employer identification number

23-7883781

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	EMMA O SHARP FBO OCHILTREE FDN CLUT C/O BNY MELLON, N A, P O BOX 185 PITTSBURGH PA 15230-0185 Foreign State or Province Foreign Country	\$ 1,346,670	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Page 1 of 1 of Part II

Name of organization

SHARP EMMA O-OCHILTREE FOUNDATION-TR

Employer identification number

23-7883781

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Page 1 of 1 of Part III

Name of organization

SHARP EMMA O-OCHILTREE FOUNDATION-TR

Employer identification number

23-7883781

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry for organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ► \$ 0

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	

TAX MARKET VALUE DETAIL REPORT FOR PF50 TO MOBIUS

TAX MARKET VALUE DETAIL REPORT FOR PF50 TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
10265406314	SHARP EMMA O-OC		CASH	0.00	13,612.21	13,612.21
10265406314	SHARP EMMA O-OC	H89128104	TYCO INTERNATIONAL LTD	450.00	18,648.00	16,235.05
10265406314	SHARP EMMA O-OC	00206R102	AT & T INC	910.00	26,735.80	23,784.09
10265406314	SHARP EMMA O-OC	018581108	ALLIANCE DATA SYS CORP	220.00	15,626.60	14,962.89
10265406314	SHARP EMMA O-OC	01988P108	ALLSCRIPTS HEALTHCARE SOLUTI	550.00	10,598.50	9,398.09
10265406314	SHARP EMMA O-OC	025816109	AMERICAN EXPRESS CO	460.00	19,743.20	19,410.10
10265406314	SHARP EMMA O-OC	03076C106	AMERIPRISE FINANCIAL INC	260.00	14,963.00	10,345.83
10265406314	SHARP EMMA O-OC	032346108	AMYLIN PHARMACEUTICALS INC	820.00	12,062.20	15,499.67
10265406314	SHARP EMMA O-OC	032511107	ANADARKO PETROLEUM CORP	160.00	12,185.60	6,805.78
10265406314	SHARP EMMA O-OC	032511107	APACHE CORP	271.00	32,311.33	28,066.33
10265406314	SHARP EMMA O-OC	037411105	APPLE INC	175.00	56,448.00	37,278.09
10265406314	SHARP EMMA O-OC	037833100	AUTOLIV INC	220.00	17,366.80	8,273.94
10265406314	SHARP EMMA O-OC	052800109	BNY MELLON LARGE CAP STK FD	34,000.00	294,780.00	307,098.43
10265406314	SHARP EMMA O-OC	05569M103	BNY MELLON MID CAP STK FD CL	16,042.03	196,514.87	187,549.16
10265406314	SHARP EMMA O-OC	05569M509	BNY MELLON MONEY MARKET FUND	161,666.61	161,666.61	161,666.61
10265406314	SHARP EMMA O-OC	05569M616	BNY MELLON S/T US GVT SECS F	9,345.17	115,039.08	113,509.40
10265406314	SHARP EMMA O-OC	05569M780	BNY MELLON SMALL CAP STK FD	3,431.87	40,221.58	41,385.03
10265406314	SHARP EMMA O-OC	05569M806	BNY MELLON INTERMEDIATE BOND	23,346.30	301,634.25	300,000.00
10265406314	SHARP EMMA O-OC	05569M814	BNY MELLON BOND FD CL M	33,275.87	435,913.95	415,000.00
10265406314	SHARP EMMA O-OC	05569M830	BNY MELLON EMERGING MARKETS	33,957.03	402,051.32	345,000.00
10265406314	SHARP EMMA O-OC	05569M855	BANK OF AMERICA CORP	2,480.00	33,083.20	42,210.56
10265406314	SHARP EMMA O-OC	060505104	CIGNA CORP	280.00	10,264.80	8,663.08
10265406314	SHARP EMMA O-OC	125509109	CVS CAREMARK CORP	170.00	5,910.90	6,262.48
10265406314	SHARP EMMA O-OC	126650100	CAPITAL ONE FINANCIAL CORP	590.00	25,110.40	24,346.15
10265406314	SHARP EMMA O-OC	14040H105	CARNIVAL CORP	300.00	13,833.00	9,368.94
10265406314	SHARP EMMA O-OC	143658300	CATERPILLAR INC	200.00	18,732.00	12,869.64
10265406314	SHARP EMMA O-OC	149123101	CHUBB CORP	280.00	16,699.20	14,590.33
10265406314	SHARP EMMA O-OC	171232101	CISCO SYSTEMS INC	740.00	14,970.20	17,992.21
10265406314	SHARP EMMA O-OC	17275R102	COMERICA INC	400.00	16,896.00	14,686.25
10265406314	SHARP EMMA O-OC	200340107	CONOCOPHILLIPS	400.00	27,240.00	21,580.35
10265406314	SHARP EMMA O-OC	20825C104	CUMMINS INC	250.00	27,502.50	13,238.38
10265406314	SHARP EMMA O-OC	231021106	DANAHER CORP	260.00	12,264.20	9,458.50
10265406314	SHARP EMMA O-OC	235851102	DREYFUS PREM LT TRM HI YLD-I	15,822.78	104,746.84	100,000.00
10265406314	SHARP EMMA O-OC	261980759	DREYFUS DIVERSIFIED INTL-I	15,182.18	158,046.56	150,000.00
10265406314	SHARP EMMA O-OC	261986632	DU PONT (E I) DE NEMOURS	230.00	11,472.40	2,885.95
10265406314	SHARP EMMA O-OC	263534109	E M C CORP MASS	580.00	13,282.00	10,522.01
10265406314	SHARP EMMA O-OC	268648102	ENERGIZER HLDGS INC	160.00	11,664.00	11,285.14
10265406314	SHARP EMMA O-OC	29266R108	EXXON MOBIL CORP	635.00	46,431.20	1,183.18
10265406314	SHARP EMMA O-OC	30231G102	FORD MOTOR CO	860.00	14,439.40	14,160.46
10265406314	SHARP EMMA O-OC	345370860	FRANKLIN RES INC	104.00	11,565.84	11,783.85
10265406314	SHARP EMMA O-OC	354613101	GENERAL ELECTRIC COMPANY	1,450.00	26,520.50	9,383.12
10265406314	SHARP EMMA O-OC	369604103	GOOGLE INC - CL A	60.00	35,638.20	33,007.15
10265406314	SHARP EMMA O-OC	38259P508	HALLIBURTON CO	390.00	15,923.70	12,097.45

TAX MARKET VALUE DETAIL REPORT FOR PFSD TO MOBIUS

10265406314	SHARP	EMMA	O-OC	42809H107	HESS CORP	410.00	31,381.40	25,379.08
10265406314	SHARP	EMMA	O-OC	437076102	HOME DEPOT INC	380.00	13,322.80	10,495.64
10265406314	SHARP	EMMA	O-OC	438516106	HONEYWELL INTL INC	390.00	20,732.40	15,837.77
10265406314	SHARP	EMMA	O-OC	441060100	HOSPIRA INC	330.00	18,377.70	16,328.44
10265406314	SHARP	EMMA	O-OC	444903108	HUMAN GENOME SCIENCES INC	610.00	14,572.90	17,999.68
10265406314	SHARP	EMMA	O-OC	456660102	INFORMATICA CORP	260.00	11,447.80	7,910.25
10265406314	SHARP	EMMA	O-OC	459200101	INTERNATIONAL BUSINESS MACHI	237.00	34,782.12	30,098.49
10265406314	SHARP	EMMA	O-OC	46428R107	ISHARES S&P GSCI COMMODITY-I	1,700.00	57,970.00	53,634.83
10265406314	SHARP	EMMA	O-OC	46625H100	JPMORGAN CHASE & CO	800.00	33,936.00	36,525.64
10265406314	SHARP	EMMA	O-OC	532716107	LIMITED BRANDS INC	760.00	23,354.80	16,157.63
10265406314	SHARP	EMMA	O-OC	58155Q103	MCKESSON CORPORATION	350.00	24,633.00	22,013.24
10265406314	SHARP	EMMA	O-OC	585055106	MEDTRONIC INC	310.00	11,497.90	12,410.63
10265406314	SHARP	EMMA	O-OC	58933Y105	MERCK & CO INC	617.00	22,236.68	19,186.06
10265406314	SHARP	EMMA	O-OC	594918104	MICROSOFT CORPORATION	1,180.00	32,933.80	33,923.64
10265406314	SHARP	EMMA	O-OC	617446448	MORGAN STANLEY	510.00	13,877.10	16,290.74
10265406314	SHARP	EMMA	O-OC	620076109	MOTOROLA INC	1,140.00	10,339.80	9,123.20
10265406314	SHARP	EMMA	O-OC	651229106	NEWELL RUBBERMAID INC	750.00	13,635.00	13,154.49
10265406314	SHARP	EMMA	O-OC	65248E203	NEWS CORP INC	1,690.00	27,749.80	27,034.15
10265406314	SHARP	EMMA	O-OC	65339F101	NEXTERA ENERGY INC	250.00	12,997.50	13,660.53
10265406314	SHARP	EMMA	O-OC	655664100	NORDSTROM INC	380.00	16,104.40	12,877.01
10265406314	SHARP	EMMA	O-OC	655844108	NORFOLK SOUTHERN CORP	310.00	19,474.20	16,316.32
10265406314	SHARP	EMMA	O-OC	674599105	OCCIDENTAL PETROLEUM CORP	430.00	42,183.00	36,038.43
10265406314	SHARP	EMMA	O-OC	681919106	OMNICOM GROUP INC	350.00	16,030.00	13,779.09
10265406314	SHARP	EMMA	O-OC	68389X105	ORACLE CORP	1,240.00	38,812.00	30,215.85
10265406314	SHARP	EMMA	O-OC	713448108	PEPSICO INC	400.00	26,132.00	25,318.16
10265406314	SHARP	EMMA	O-OC	717081103	PFIZER INC	2,170.00	37,996.70	38,413.38
10265406314	SHARP	EMMA	O-OC	718172109	PHILIP MORRIS INTERNAT-W/I	470.00	27,509.10	24,224.62
10265406314	SHARP	EMMA	O-OC	74005P104	PRAXAIR INC	160.00	15,275.20	13,621.29
10265406314	SHARP	EMMA	O-OC	742718109	PROCTER & GAMBLE CO	320.00	20,585.60	19,039.73
10265406314	SHARP	EMMA	O-OC	744573106	PUBLIC SVC ENTERPRISE GROUP	930.00	29,583.30	29,487.23
10265406314	SHARP	EMMA	O-OC	747525103	QUALCOMM INC	560.00	27,714.40	23,236.83
10265406314	SHARP	EMMA	O-OC	755111507	RAYTHEON CO	180.00	8,341.20	9,165.15
10265406314	SHARP	EMMA	O-OC	78356A160	RYDEX MANAGED FUTURES STRATE	3,920.03	101,293.60	100,000.00
10265406314	SHARP	EMMA	O-OC	808513105	SCHWAB CHARLES CORP NEW	460.00	7,870.60	8,602.49
10265406314	SHARP	EMMA	O-OC	86271F677	DREYFUS SELECT MANAGERS S/C	7,252.51	145,195.37	125,000.00
10265406314	SHARP	EMMA	O-OC	86271F818	DREYFUS PREM STRAT GLBL ST-I	19,560.16	268,756.65	248,000.00
10265406314	SHARP	EMMA	O-OC	87612E106	TARGET CORP	450.00	27,058.50	23,000.99
10265406314	SHARP	EMMA	O-OC	883203101	TEXTRON INC	680.00	16,075.20	13,916.69
10265406314	SHARP	EMMA	O-OC	883556102	THERMO FISHER SCIENTIFIC INC	450.00	24,912.00	21,799.55
10265406314	SHARP	EMMA	O-OC	887317303	TIME WARNER INC	310.00	9,972.70	9,022.29
10265406314	SHARP	EMMA	O-OC	904767704	UNILEVER PLC ADR	760.00	23,468.80	21,969.49
10265406314	SHARP	EMMA	O-OC	91912E105	VALE SA-SP ADR	610.00	21,087.70	17,618.68
10265406314	SHARP	EMMA	O-OC	949746101	WELLS FARGO & COMPANY	1,210.00	37,497.90	34,397.80
10265406314	SHARP	EMMA	O-OC	9934AA008	MELLON OPTIMA L/S STRATEGY F	255,637.88	255,637.88	250,000.00

TOTAL FOR ACCT#10265406314

4,564,706.44

4,188,681.08

TAX MARKET VALUE DETAIL REPORT FOR PFSO TO MOBIUS

TOTAL FOR ACCT#10260208140

**Attachment to Form 990-PF Part VIII, Column (b) Title and average hours
per week devoted to position**

As Trustee, the Bank of New York Mellon provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

SHARP EMMA O-OCHILTREE FOUNDATION-TR

23-7883781 Page 1 of 2

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

Name

TRIANGLE LAND CONSERVANCY

Street

1101 HAYNES STREET

City

RALEIGH

State

NC

Zip Code

27604

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

10,000

Name

NC SIERRA CLUB

Street

NC SIERRA CLUB

City

Raleigh

State

NC

Zip Code

27606

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

10,000

Name

MADISON OGLETHORPE ANIMAL SHELTER

Street

1888 Colbert Danielsville Rd

City

Danielsville,

State

GA

Zip Code

30633

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

10,000

Name

NATIONAL PARK FOUNDATION

Street

1201 EYE STREET, NW, SUITE 550B

City

WASHINGTON

State

DC

Zip Code

20005

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

10,000

Name

FRIENDS OF ORANGE COUNTY DSS

Street

113 Mayo St, PO Box 8181

City

Hillsborough

State

NC

Zip Code

27278

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5,000

Name

FIRST PRESBYTERIAN CHURCH

Street

237 2nd Street Northwest

City

Hickory

State

NC

Zip Code

28601

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

18,000

SHARP EMMA O-OCHILTREE FOUNDATION-TR

23-7883781 Page 2 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WOODWARD ACADEMY

Street

1662 RUGBY AVENUE

City

COLLEGE PARK

State

GA

Zip Code

30337

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

20,000

Name

CENTRE COLLEGE

Street

600 WEST WALNUT ST

City

DANVILLE

State

KY

Zip Code

40422

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

2,500

Name

SYCAMORE RIDGE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5,000

Name

BREEZE FARM

Street

131 West Margaret Lane, POB 8181

City

Hillsborough

State

NC

Zip Code

27278

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5,000

Name

BLUE RIBBON MENTOR ADVOCATE

Street

750 S Merritt Mill Rd

City

Chapel Hill

State

NC

Zip Code

27156

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5,000

Name

UNC DEPT OF LIBRARY & INFORMATION SCIENCE

Street

216 Lenoir Dr

City

Chapel Hill

State

NC

Zip Code

27599

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

30,000

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

										Amount				
Long Term CG Distributions										2,600				
Short Term CG Distributions										0				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	AOL INC	00184X105			10/19/2009		1/4/2010	520	520				0
2	X	AMGEN INC	031162100			10/19/2009		2/12/2010	3,945	4,271				-326
3	X	AMGEN INC	031162100			4/19/2010		8/10/2010	3,346	3,661				-315
4	X	AMGEN INC	031162100			10/19/2009		8/11/2010	8,614	9,763				-1,149
5	X	AMGEN INC	031162100			4/19/2010		8/11/2010	538	610				-72
6	X	APPLE INC	037833100			10/19/2009		1/21/2010	8,550	7,747				803
7	X	AUTOLIV INC	052800109			4/19/2010		9/20/2010	3,697	3,210				487
8	X	AUTOLIV INC	052800109			4/19/2010		9/20/2010	2,464	2,140				324
9	X	BP PLC SPONS ADR	055622104			7/24/1969		4/19/2010	10,509	377				10,132
10	X	BP PLC SPONS ADR	055622104			7/24/1969		4/19/2010	9,564	343				9,221
11	X	BLACKROCK INC	09247X101			10/19/2009		9/13/2010	1,210	1,870				-660
12	X	BLACKROCK INC	09247X101			10/19/2009		9/13/2010	1,204	1,870				-666
13	X	BLACKROCK INC	09247X101			4/19/2010		9/14/2010	2,306	3,030				-724
14	X	BLACKROCK INC	09247X101			10/19/2009		9/14/2010	2,148	3,272				-1,124
15	X	BLACKROCK INC	09247X101			4/19/2010		9/14/2010	767	1,010				-243
16	X	CVS CAREMARK CORP	126650100			10/19/2009		1/8/2010	1,018	1,138				-120
17	X	CVS CAREMARK CORP	126650100			10/19/2009		1/8/2010	2,375	2,655				-280
18	X	CVS CAREMARK CORP	126650100			10/19/2009		1/11/2010	4,740	5,310				-570
19	X	CVS CAREMARK CORP	126650100			10/19/2009		1/11/2010	676	759				-83
20	X	CVS CAREMARK CORP	126650100			10/19/2009		6/21/2010	319	379				-60
21	X	CVS CAREMARK CORP	126650100			10/19/2009		6/21/2010	1,270	1,517				-247
22	X	CVS CAREMARK CORP	126650100			10/19/2009		6/21/2010	6,346	7,586				-1,240
23	X	CVS CAREMARK CORP	126650100			10/19/2009		8/17/2010	4,030	5,310				-1,280
24	X	CISCO SYSTEMS INC	17275R102			10/19/2009		3/3/2010	2,706	2,675				31
25	X	CISCO SYSTEMS INC	17275R102			10/19/2009		3/3/2010	1,229	1,216				13
26	X	CISCO SYSTEMS INC	17275R102			4/19/2010		11/12/2010	4,111	5,344				-1,233
27	X	CISCO SYSTEMS INC	17275R102			4/19/2010		11/12/2010	3,063	4,008				-945
28	X	CISCO SYSTEMS INC	17275R102			10/19/2009		11/12/2010	2,246	2,675				-429
29	X	COCA COLA ENTERPRISES INC	191219104			10/19/2009		5/6/2010	10,090	8,275				1,815
30	X	COCA COLA ENTERPRISES INC	191219104			4/19/2010		5/6/2010	4,916	5,366				-450
31	X	CUMMINS INC	231021106			4/19/2010		9/7/2010	243	195				48
32	X	CUMMINS INC	231021106			4/19/2010		9/7/2010	3,809	3,048				761
33	X	E M C CORP MASS	268648102			4/23/2010		9/30/2010	1,827	1,798				29
34	X	E M C CORP MASS	268648102			4/19/2010		9/30/2010	8,120	7,576				544
35	X	E M C CORP MASS	268648102			4/23/2010		9/30/2010	2,030	1,998				32
36	X	E M C CORP MASS	268648102			10/19/2009		9/30/2010	5,278	4,717				561
37	X	EXELON CORP	30161N101			10/19/2009		8/24/2010	7,992	10,134				-2,142
38	X	EXELON CORP	30161N101			4/19/2010		8/24/2010	4,417	4,777				-360
39	X	EXELON CORP	30161N101			10/19/2009		8/24/2010	844	1,069				-225
40	X	EXELON CORP	30161N101			10/19/2009		8/24/2010	403	509				-106
41	X	EXXON MOBIL CORP	30231G102			7/24/1969		4/19/2010	3,391	93				3,298
42	X	FEDEX CORP	31428X106			10/19/2009		6/16/2010	8,680	8,823				-143
43	X	FEDEX CORP	31428X106			4/19/2010		6/16/2010	3,946	4,609				-663
44	X	FIRST HORIZON NATIONAL C	320517105			10/19/2009		1/19/2010	2,715	2,732				-17
45	X	FIRST HORIZON NATIONAL C	320517105			10/19/2009		1/19/2010	494	493				1
46	X	FIRST HORIZON NATIONAL C	320517105			10/19/2009		1/19/2010	709	706				3
47	X	FIRST HORIZON NATIONAL C	320517105			10/19/2009		1/19/2010	80	80				0
48	X	FIRST HORIZON NATIONAL C	320517105			10/19/2009		1/19/2010	879	880				-1
49	X	FIRST HORIZON NATIONAL C	320517105			10/19/2009		1/19/2010	2,683	2,679				4
50	X	FIRST HORIZON NATIONAL C	320517105			10/19/2009		1/28/2010	5	5				0
									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									385,955		376,587		9,368	
Securities									0		0		0	
Other sales														

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

Long Term CG Distributions										Amount				
Short Term CG Distributions										2,600	0			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					
									Securities					
Other sales									Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss			
									385,955	376,587	9,368			
									0	0	0			
51	X	GAP INC	364760108			1/8/2010		7/7/2010	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
52	X	GAP INC	364760108			1/8/2010		7/7/2010	2,532	2,655				-123
53	X	GAP INC	364760108			1/11/2010		7/7/2010	156	163				-7
54	X	GAP INC	364760108			1/11/2010		7/7/2010	2,473	2,599				-126
55	X	GAP INC	364760108			1/12/2010		7/7/2010	779	823				-44
56	X	GAP INC	364760108			4/19/2010		7/7/2010	2,434	2,501				-67
57	X	HEWLETT PACKARD CO	428236103			10/19/2009		8/11/2010	4,674	5,947				-1,273
58	X	HEWLETT PACKARD CO	428236103			4/19/2010		8/11/2010	3,668	4,350				-682
59	X	HEWLETT PACKARD CO	428236103			10/19/2009		8/11/2010	7,758	10,110				-2,352
60	X	HEWLETT PACKARD CO	428236103			10/19/2009		8/11/2010	2,858	3,384				-526
61	X	HOME DEPOT INC	437076102			4/19/2010		5/20/2010	9,636	11,601				-1,965
62	X	HOME DEPOT INC	437076102			10/19/2009		5/20/2010	8,261	8,757				-496
63	X	HOME DEPOT INC	437076102			4/19/2010		5/20/2010	1,652	1,381				271
64	X	HOME DEPOT INC	437076102			10/19/2009		5/20/2010	2,958	3,153				-195
65	X	JUNIPER NETWORKS INC	48203R104			10/19/2009		5/27/2010	9,267	7,457				1,810
66	X	JUNIPER NETWORKS INC	48203R104			10/19/2009		1/6/2010	4,920	5,195				-275
67	X	KBR INC	48242W106			10/19/2009		1/6/2010	519	547				-28
68	X	KBR INC	48242W106			10/19/2009		9/7/2010	970	968				2
69	X	PARKER HANNIFIN CORP	701094104			10/19/2009		9/8/2010	1,243	1,234				9
70	X	MERCK & CO INC	58933Y105			4/19/2010		6/18/2010	4,272	4,794				-522
71	X	PARKER HANNIFIN CORP	701094104			10/19/2009		9/20/2010	5,705	5,595				110
72	X	PARKER HANNIFIN CORP	701094104			10/19/2009		6/18/2010	610	550				60
73	X	QUALCOMM INC	747525103			1/6/2010		6/21/2010	8,637	7,700				937
74	X	SEMPRA ENERGY	816851109			10/19/2009		4/23/2010	9,468	12,014				-2,546
75	X	SEMPRA ENERGY	816851109			10/19/2009		1/6/2010	8,185	8,061				124
76	X	KBR INC	48242W106			10/19/2009		9/9/2010	5,431	5,339				92
77	X	KBR INC	48242W106			10/19/2009		9/9/2010	735	726				9
78	X	KBR INC	48242W106			10/19/2009		9/9/2010	122	121				1
79	X	KBR INC	48242W106			10/19/2009		9/10/2010	1,906	1,887				19
80	X	KBR INC	48242W106			4/19/2010		9/13/2010	780	774				6
81	X	KBR INC	48242W106			10/19/2009		9/13/2010	3,414	3,164				250
82	X	KBR INC	48242W106			10/19/2009		9/13/2010	670	683				17
83	X	LIMITED BRANDS INC	532716107			4/19/2010		9/13/2010	912	895				17
84	X	MERCK & CO INC	58933Y105			4/19/2010		11/22/2010	2,632	2,163				469
85	X	SEMPRA ENERGY	816851109			10/19/2009		9/20/2010	1,200	1,176				24
86	X	SEMPRA ENERGY	816851109			10/19/2009		1/7/2010	1,883	1,869				14
87	X	TIME WARNER INC	887317303			10/19/2009		7/11/2010	1,291	1,281				10
88	X	VERTEX PHARMACEUTICALS	92532F100			10/19/2009		1/8/2010	3,138	3,229				-91
89	X	VERTEX PHARMACEUTICALS	92532F100			10/19/2009		1/8/2010	3,250	2,791				459
90	X	VERTEX PHARMACEUTICALS	92532F100			10/19/2009		1/8/2010	1,220	1,047				173
91	X	VERTEX PHARMACEUTICALS	92532F100			4/19/2010		1/11/2010	408	349				59
92	X	VERTEX PHARMACEUTICALS	92532F100			10/19/2009		6/21/2010	1,835	1,994				-159
93	X	VERTEX PHARMACEUTICALS	92532F100			4/19/2010		6/22/2010	6,497	6,280				217
94	X	VERTEX PHARMACEUTICALS	92532F100			4/19/2010		6/22/2010	505	558				-53
95	X	VISA INC-CLASS A SHRS	92826C839			4/19/2010		6/22/2010	219	239				-20
96	X	VISA INC-CLASS A SHRS	92826C839			10/19/2009		8/12/2010	2,257	2,880				-623
97	X	VISA INC-CLASS A SHRS	92826C839			4/19/2010		8/12/2010	2,475	2,539				-64
98	X	VISA INC-CLASS A SHRS	92826C839			10/19/2009		8/12/2010	656	836				-180
99	X	VISA INC-CLASS A SHRS	92826C839			10/19/2009		8/13/2010	944	971				-27
100	X	WHIRLPOOL CORP	963320106			10/19/2009		8/13/2010	2,397	2,464				-67
101	X	WHIRLPOOL CORP	963320106			10/19/2009		11/22/2010	7,573	7,372				201
						4/19/2010		11/22/2010	2,423	2,954				-531

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

Long Term CG Distributions										Amount		Totals					Net Gain or Loss
Short Term CG Distributions										2,600	0	Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss			
102	X	WHIRLPOOL CORP	963320106			4/19/2010		11/22/2010	1,373	1,662				0	0		
103	X	XTO ENERGY INC	98385X106			10/19/2009		6/11/2010	15,191	15,880					-689		
104	X	XTO ENERGY INC	98385X106			4/19/2010		6/11/2010	6,945	7,624					-679		
105	X	ACCENTURE PLC-CL A	G1151C101			10/19/2009		1/6/2010	8,521	7,714					807		
106	X	ACCENTURE PLC-CL A	G1151C101			10/19/2009		1/6/2010	1,272	1,157					115		
107	X	TYCO INTERNATIONAL LTD	H89128104			4/19/2010		9/2/2010	3,074	3,162					-88		
108	X	TYCO INTERNATIONAL LTD	H89128104			4/19/2010		9/2/2010	1,922	1,976					-54		
109	X	TYCO INTERNATIONAL LTD	H89128104			4/19/2010		9/2/2010	1,540	1,581					-41		
110	X	TARGET CORP	87612E106			4/19/2010		8/9/2010	5,858	6,096					-238		
111	X	TIME WARNER INC	887317303			4/19/2010		7/1/2010	5,991	6,814					-823		

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FED TAX REFUND	124		
2	MELLON OPTIMA L/S STRATEGY FUND	-2,462	-2,423	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	
		-2,338	-2,423	0

Line 18 (990-PF) - Taxes

		36,694	1,694	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	1,694	1,694		
2	FED EXCISE TAX DUE	20,000			
3	FED ESTIMATED FID INC TAX	15,000			
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		4,996	4,996	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	INVESTMENT FEES - DIVIDENDS	19	19		
3	PARTNERSHIP INVESTMENT FEES	4,977	4,977		
4					
5					
6					
7					
8					
9					
10					

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

		2,855,041		4,036,227		4,405,661
	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year	
1	SEE ATTACHED		2,855,041	4,036,227	4,405,661	
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 15 (990-PF) - Other Assets

	Description	250,000	250,000	255,638
1	OPTIMA	250,000	250,000	255,638
2				
3				
4				
5				
6				
7				
8				
9				
10				

Long Term CG Distributions		Amount	Totals										
Short Term CG Distributions		2,600 0	379,157										
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	AOL INC	00184X105		10/19/2009	1/4/2010	520	0	520	0			0	2,573
2	AMGEN INC	0311162100		10/19/2009	2/12/2010	3,945		4,271	-326			0	-326
3	AMGEN INC	0311162100		4/19/2010	8/10/2010	3,346		3,661	-315			0	-315
4	AMGEN INC	0311162100		10/19/2009	8/11/2010	8,614		9,763	-1,149			0	-1,149
5	AMGEN INC	0311162100		4/19/2010	8/11/2010	538		610	-72			0	-72
6	APPLE INC	037933100		10/19/2009	1/21/2010	8,550		7,747	803			0	803
7	AUTOLIV INC	052800109		4/19/2010	9/20/2010	3,697		3,210	487			0	487
8	AUTOLIV INC	052800109		4/19/2010	9/20/2010	2,464		2,140	324			0	324
9	BP PLC SPONS ADR	055622104		7/24/1969	4/19/2010	10,509		377	10,132			0	10,132
10	BP PLC SPONS ADR	055622104		7/24/1969	4/19/2010	9,564		343	9,221			0	9,221
11	BLACKROCK INC	09247X101		10/19/2009	9/13/2010	1,210		1,870	-660			0	-660
12	BLACKROCK INC	09247X101		10/19/2009	9/13/2010	1,204		1,870	-666			0	-666
13	BLACKROCK INC	09247X101		4/19/2010	9/14/2010	2,306		3,030	-724			0	-724
14	BLACKROCK INC	09247X101		10/19/2009	9/14/2010	2,148		3,272	-1,124			0	-1,124
15	BLACKROCK INC	09247X101		4/19/2010	9/14/2010	767		1,010	-243			0	-243
16	CVS CAREMARK CORP	126650100		10/19/2009	1/8/2010	1,018		1,138	-120			0	-120
17	CVS CAREMARK CORP	126650100		10/19/2009	1/8/2010	2,375		2,655	-280			0	-280
18	CVS CAREMARK CORP	126650100		10/19/2009	1/11/2010	4,740		5,310	-570			0	-570
19	CVS CAREMARK CORP	126650100		10/19/2009	1/11/2010	676		759	-83			0	-83
20	CVS CAREMARK CORP	126650100		10/19/2009	6/21/2010	319		379	-60			0	-60
21	CVS CAREMARK CORP	126650100		10/19/2009	6/21/2010	1,270		1,517	-247			0	-247
22	CVS CAREMARK CORP	126650100		10/19/2009	6/21/2010	6,346		7,586	-1,240			0	-1,240
23	CVS CAREMARK CORP	126650100		10/19/2009	8/17/2010	4,030		5,310	-1,280			0	-1,280
24	CISCO SYSTEMS INC	17275R102		10/19/2009	3/3/2010	2,706		2,675	31			0	31
25	CISCO SYSTEMS INC	17275R102		10/19/2009	3/3/2010	1,229		1,216	13			0	13
26	CISCO SYSTEMS INC	17275R102		4/19/2010	11/12/2010	4,111		5,344	-1,233			0	-1,233
27	CISCO SYSTEMS INC	17275R102		4/19/2010	11/12/2010	3,063		4,008	-945			0	-945
28	CISCO SYSTEMS INC	17275R102		10/19/2009	11/12/2010	2,246		2,675	-429			0	-429
29	COCA COLA ENTERPRISES INC	191219104		10/19/2009	5/6/2010	10,090		8,275	1,815			0	1,815
30	COCA COLA ENTERPRISES INC	191219104		4/19/2010	5/6/2010	4,916		5,366	-450			0	-450
31	CUMMINS INC	231021106		4/19/2010	9/7/2010	243		195	48			0	48
32	CUMMINS INC	231021106		4/19/2010	9/7/2010	3,809		3,048	761			0	761
33	E M C CORP MASS	268648102		4/23/2010	9/30/2010	1,827		1,798	29			0	29
34	E M C CORP MASS	268648102		4/19/2010	9/30/2010	8,120		7,576	544			0	544
35	E M C CORP MASS	268648102		4/23/2010	9/30/2010	2,030		1,998	32			0	32
36	E M C CORP MASS	268648102		10/19/2009	9/30/2010	5,278		4,717	561			0	561
37	EXELON CORP	30161N101		10/19/2009	8/24/2010	7,992		10,134	-2,142			0	-2,142
38	EXELON CORP	30161N101		4/19/2010	8/24/2010	4,417		4,777	-360			0	-360
39	EXELON CORP	30161N101		10/19/2009	8/24/2010	844		1,069	-225			0	-225
40	EXELON CORP	30161N101		10/19/2009	8/24/2010	403		509	-106			0	-106
41	EXXON MOBIL CORP	30231G102		7/24/1969	4/19/2010	3,391		93	3,298			0	3,298
42	FEDEX CORP	31428X106		10/19/2009	6/16/2010	8,580		8,823	-143			0	-143
43	FEDEX CORP	31428X106		4/19/2010	6/16/2010	3,946		4,609	-663			0	-663
44	FIRST HORIZON NATIONAL CORP	320517105		10/19/2009	1/19/2010	2,715		2,732	-17			0	-17
45	FIRST HORIZON NATIONAL CORP	320517105		10/19/2009	1/19/2010	494		493	1			0	1
46	FIRST HORIZON NATIONAL CORP	320517105		10/19/2009	1/19/2010	709		706	3			0	3
47	FIRST HORIZON NATIONAL CORP	320517105		10/19/2009	1/19/2010	80		80	0			0	0
48	FIRST HORIZON NATIONAL CORP	320517105		10/19/2009	1/19/2010	879		880	-1			0	-1
49	FIRST HORIZON NATIONAL CORP	320517105		10/19/2009	1/19/2010	2,683		2,679	4			0	4
50	FIRST HORIZON NATIONAL CORP	320517105		10/19/2009	1/28/2010	5		5	0			0	0
51	GAP INC	364760108		1/8/2010	7/7/2010	2,532		2,655	-123			0	-123
52	GAP INC	364760108		1/8/2010	7/7/2010	156		163	-7			0	-7
53	GAP INC	364760108		1/11/2010	7/7/2010	2,473		2,599	-126			0	-126
54	GAP INC	364760108		1/11/2010	7/7/2010	779		823	-44			0	-44
55	GAP INC	364760108		1/12/2010	7/7/2010	2,434		2,501	-67			0	-67
56	GAP INC	364760108		4/19/2010	7/7/2010	4,674		5,947	-1,273			0	-1,273
57	HEWLETT PACKARD CO	428236103		10/19/2009	8/11/2010	3,668		4,350	-682			0	-682

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		CO-TRUSTEE	SEE ATTA	47,747
2	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		FEE	REIMBUR	-13,088
3	John C. Harmon, Esq.		120 Fifth Ave , Suite 2900	Pittsburgh	PA	15219		CO-TRUSTEE	5	11,937
4										
5										
6										
7										
8										
9										
10										

46,596

Part

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

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

	Date		Amount
1 Credit from prior year return		1	4,687
2 First quarter estimated tax payment	5/10/2010	2	5,000
3 Second quarter estimated tax payment	6/10/2010	3	5,000
4 Third quarter estimated tax payment	9/8/2010	4	5,000
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	19,687

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

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

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

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

Type or print	Name of exempt organization SHARP EMMA O-CHILTREE FOUNDATION-TR	Employer identification number 23-7883781
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions BNY Mellon, N A - P O Box 185	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Pittsburgh PA 15230-0185	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **BNY MELLON, N.A.**

Telephone No ► **(412) 234-2281**

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **8/15/2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year **2010** or
- ☐ tax year beginning _____, and ending _____

- 2** If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	1,793
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	19,687
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0

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

For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing your return See instructions	Name of exempt organization	Employer identification number
	SHARP EMMA O-CHILTREE FOUNDATION-TR	23-7883781
	Number, street, and room or suite no. If a P O box, see instructions	
	BNY Mellon, N A. - P O Box 185	
City, town or post office, state, and ZIP code For a foreign address, see instructions		
Pittsburgh		PA 15230-0185

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ☒ BNY MELLON, N.A.
Telephone No ☒ (412) 234-2281 FAX No. ☒
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- I request an additional 3-month extension of time until 11/15/2011
- For calendar year 2010, or other tax year beginning _____, and ending _____
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension: More time is required to acquire all information needed to complete and file an accurate return

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	1,793
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	19,687
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒ *Laurie A. Adatipo* Title ☒ EA Date ☒ 7/14/2011