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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
HEINZ FAMILY FOUNDATION

A Employer identification number
25-1689382

Number and street (or P O box number if mail is not delivered to street address) / Room/suite
625 LIBERTY AVENUE, SUITE 3200

B Telephone number
412-497-5775

City or town, state, and ZIP code
PITTSBURGH, PA 15222

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 ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 111,581,424.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1 Contributions, gifts, grants, etc , received	6,404,430.		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	855,620.	1,153,868.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	5,029,731.			STATEMENT 1
b Gross sales price for all assets on line 6a 18,461,579.				
7 Capital gain net income (from Part IV, line 2)		5,424,842.		
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	63,596.	147,282.		STATEMENT 2
12 Total. Add lines 1 through 11	12,353,377.	6,725,992.		
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc	316,819.	15,841.		300,978.
14 Other employee salaries and wages	603,077.	30,154.		572,923.
15 Pension plans, employee benefits	270,194.	13,510.		256,684.
16a Legal fees STMT 3	111,646.	10,087.		101,559.
b Accounting fees STMT 4	20,758.	1,038.		19,720.
c Other professional fees STMT 5	303,745.	298,283.		5,463.
17 Interest		16,238.		
18 Taxes STMT 6	60,289.	1,638.		0.
19 Depreciation and depletion STMT 16	81,632.	4,082.		
20 Occupancy	225,098.	11,255.		213,843.
21 Travel, conferences, and meetings	48,535.	2,427.		46,108.
22 Printing and publications	4,896.	245.		4,651.
23 Other expenses STMT 7	277,250.	329,419.		270,281.
24 **Total operating and administrative expenses.** Add lines 13 through 23	2,323,939.	734,217.		1,792,210.
25 Contributions, gifts, grants paid	2,312,427.			2,312,427.
26 **Total expenses and disbursements.** Add lines 24 and 25	4,636,366.	734,217.		4,104,637.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	7,717,011.			
b **Net investment income** (if negative, enter -0-)		5,991,775.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,348.	1,780.	1,780.
	2 Savings and temporary cash investments	12,843,972.	12,630,395.	12,630,395.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S. and state government obligations			
	b Investments - corporate stock STMT 8	29,435,934.	38,266,143.	48,264,196.
	c Investments - corporate bonds STMT 9	12,193,084.	11,952,614.	13,026,008.
	11 Investments - land, buildings, and equipment basis ▶ 2,465,689.			
	Less accumulated depreciation STMT 16 ▶ 2,379,320.	122,177.	86,369.	86,369.
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	479,590.	479,590.	479,590.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 11)	28,392,195.	31,625,070.	37,093,086.
	16 **Total assets** (to be completed by all filers)	83,469,300.	95,041,961.	111,581,424.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	417,000.	470,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 12)	16,241.	3,871,891.	
	23 **Total liabilities** (add lines 17 through 22)	433,241.	4,341,891.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	83,036,059.	90,700,070.	
	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			
	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**	83,036,059.	90,700,070.	
	31 **Total liabilities and net assets/fund balances**	83,469,300.	95,041,961.	

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	83,036,059.
2 Enter amount from Part I, line 27a	2	7,717,011.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	90,753,070.
5 Decreases not included in line 2 (itemize) ▶ ADJUSTMENT FOR CASH BASIS GRANTS	5	53,000.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	90,700,070.

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	SALES/LIQUIDATIONS(SEE STMT 15)	P	VARIOUS	VARIOUS
b	PASSTHROUGH FROM PARTNERSHIPS (SEE STMT 15)			
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	16,187,784.		11,736,893.	4,450,891.
b				973,951.
c				
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				4,450,891.
b				973,951.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	5,424,842.
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	6,261,364.	82,894,281.	.075534
2008	9,410,890.	94,683,237.	.099393
2007	6,793,656.	99,195,895.	.068487
2006	7,792,911.	88,064,614.	.088491
2005	7,098,941.	81,409,644.	.087200

2 **Total** of line 1, column (d)	2	.419105
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	.083821
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	96,238,086.
5 Multiply line 4 by line 3	5	8,066,773.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	59,918.
7 Add lines 5 and 6	7	8,126,691.
8 Enter qualifying distributions from Part XII, line 4	8	4,148,170.

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	119,836.
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	119,836.
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	119,836.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	125,385.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	30,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	155,385.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	35,549.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 35,549. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
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? STATEMENT 21 *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?	4b	X	
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) ▶ PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	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

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 ▶ JACK E. KIME, CFO Telephone no. ▶ 412-497-5775

Located at ▶ 625 LIBERTY AVENUE, SUITE 3200, PITTSBURGH, PA ZIP+4 ▶ 15222

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? PART VIII ☒ 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

			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)?	1b		X
	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 ▶ ________, ________, ________, ________

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) 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

			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)? **5b** No: X

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 13		316,819.	68,057.	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
*KIM O'DELL - 625 LIBERTY AVENUE, SUITE 3200, PITTSBURGH, PA 15222	DIRECTOR/HEINZ AWARDS 40.00	102,236.	10,224.	0.
*JEREMY BUTTON - 625 LIBERTY AVENUE, SUITE 3200, PITTSBURGH, PA 15222	RESEARCH FELLOW 40.00	85,000.	8,500.	0.
*MARGARET JONES - 625 LIBERTY AVENUE, SUITE 3200, PITTSBURGH, PA	ASSISTANT CONTROLLER 36.80	56,394.	20,477.	0.
*JONATHAN GREENE - 625 LIBERTY AVENUE, SUITE 3200, PITTSBURGH, PA	PROGRAM OFFICER/HEINZ AWARDS 40.00	57,000.	12,232.	0.

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

Form **990-PF** (2010)

* SEE STATEMENT 19

023551
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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
HEINZ FAMILY OFFICE - 625 LIBERTY AVENUE, SUITE 3200, PITTSBURGH, PA 15222	CONTRACTED EMPLOYEE SERVICES	1,178,534.
REED SMITH, LLP P.O. BOX 360074M, PITTSBURGH, PA 15251	LEGAL SERVICES	111,645.
BURSON-MARSTELLER - FOUR GATEWAY CENTER, 3RD FLOOR, PITTSBURGH, PA 15222	AWARDS PROGRAM PUBLIC RELATIONS SER	78,000.
SANDS CAPITAL MANAGEMENT P.O. BOX 1821, MERRIFIELD, VA 22116	INVESTMENT CONSULTING SERVICES	71,384.
MAYO CAPITAL PARTNERS, LLC 40 ROWES WHARF, 2ND FLOOR, BOSTON, MA 02110	INVESTMENT CONSULTING SERVICES	66,511.
Total number of others receiving over $50,000 for professional services ▶		1

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 SEE STATEMENT 18	1,437,743.
2 SEE STATEMENT 18	128,973.
3 SEE STATEMENT 18	133,032.
4 SEE STATEMENT 18	14,472.

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 NONE	0.
2	
All other program-related investments See instructions. 3 NONE	0.
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	85,428,100.
b Average of monthly cash balances		1b	12,275,541.
c Fair market value of all other assets		1c	
d **Total** (add lines 1a, b, and c)		1d	97,703,641.
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	97,703,641.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	1,465,555.
5 **Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	96,238,086.
6 **Minimum investment return.** Enter 5% of line 5		6	4,811,904.

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	4,811,904.
2a Tax on investment income for 2010 from Part VI, line 5	2a 119,836.		
b Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	119,836.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	4,692,068.
4 Recoveries of amounts treated as qualifying distributions		4	0.
5 Add lines 3 and 4		5	4,692,068.
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	4,692,068.

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	4,104,637.
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	43,533.
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	4,148,170.
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	0.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,148,170.

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				4,692,068.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 3,111,805.				
b From 2006 3,602,542.				
c From 2007 1,969,922.				
d From 2008 4,702,000.				
e From 2009 2,127,674.				
f **Total** of lines 3a through e	15,513,943.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 4,148,170.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				4,148,170.
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).)	543,898.			543,898.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,970,045.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	2,567,907.			
9 **Excess distributions carryover to 2011** Subtract lines 7 and 8 from line 6a	12,402,138.			
10 Analysis of line 9:				
a Excess from 2006 3,602,542.				
b Excess from 2007 1,969,922.				
c Excess from 2008 4,702,000.				
d Excess from 2009 2,127,674.				
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).)

TERESA HEINZ

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 ▶ [X] 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:

SEE STATEMENT 20

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

SEE STATEMENT 20

c Any submission deadlines:

SEE STATEMENT 20

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

SEE STATEMENT 20

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 17				
Total			▶ 3a	2312427.
b *Approved for future payment*				
SEE STATEMENT 17				
Total			▶ 3b	470,000.

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	855,620.	
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	900000	247.	01	63,349.	
8 Gain or (loss) from sales of assets other than inventory	900003	37,687.	18	4,992,044.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		37,934.		5,911,013.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 5,948,947.

(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] 11-14-11 Chief Fin'l Officer

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHAEL M. COMSTOCK	Michael M. Comstock, CPA	11/14/11		P00477378

Firm's name ▶ SISTERSON & CO. LLP — Firm's EIN ▶ 25-1467156

Firm's address ▶ 310 GRANT STREET SUITE 2100 PITTSBURGH, PA 15219 — Phone no 412-281-2025

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**
HEINZ FAMILY FOUNDATION	25-1689382

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 foundation

Check 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)

Name of organization: HEINZ FAMILY FOUNDATION

Employer identification number: 25-1689382

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	TERESA & JOHN HEINZ III CHARITABLE TRUST 625 LIBERTY AVENUE, SUITE 3200 PITTSBURGH, PA 15222	$ 6,404,430.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALES/LIQUIDATIONS(SEE STMT 15)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,461,579.	13,431,848.	0.	0.	5,029,731.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM PARTNERSHIPS (SEE STMT 15)	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	5,029,731.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	63,596.	63,596.	
OTHER INCOME FROM PARTNERSHIPS	0.	83,686.	
TOTAL TO FORM 990-PF, PART I, LINE 11	63,596.	147,282.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL EXPENSE	111,646.	10,087.		101,559.
TO FM 990-PF, PG 1, LN 16A	111,646.	10,087.		101,559.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT & TAX SERVICES	20,758.	1,038.		19,720.
TO FORM 990-PF, PG 1, LN 16B	20,758.	1,038.		19,720.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGER FEES	277,995.	277,995.		0.
INVESTMENT CONSULTING	20,000.	20,000.		0.
EMPLOYEE TRAINING	5,750.	288.		5,463.
TO FORM 990-PF, PG 1, LN 16C	303,745.	298,283.		5,463.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX - FLOW THROUGH FROM PARTNERSHIPS	0.	1,638.		0.
FEDERAL INCOME TAX	60,289.	0.		0.
TO FORM 990-PF, PG 1, LN 18	60,289.	1,638.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	20,762.	1,038.		19,724.
RESEARCH EXPENSES	5,729.	0.		5,729.
MISC. OFFICE EXPENSE	12,450.	623.		11,827.
OFFICE SUPPLIES	4,714.	236.		4,478.
DUES AND SUBSCRIPTIONS	800.	40.		760.
POSTAGE AND MESSENGER SERVICES	14,081.	704.		13,377.
TELEPHONE/FAX	44,239.	2,212.		42,027.
WOMEN'S PROGRAM EXPENSES	7,474.	0.		7,474.
PROGRAM CONSULTING	123,672.	0.		123,672.
FLOWTHROUGH FROM PARTNERSHIPS	0.	322,450.		0.
EQUIPMENT & FURNITURE MAINTENANCE	42,329.	2,116.		40,213.
FELLOWSHIP CONSULTING EXPENSE	1,000.	0.		1,000.
TO FORM 990-PF, PG 1, LN 23	277,250.	329,419.		270,281.

FORM 990-PF — CORPORATE STOCK — STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HJ HEINZ STOCK	1,131.	516,610.
MAYO CAPITAL - AWARDS (8A)	4,945,859.	5,983,347.
MAYO CAPITAL - T&J (8B)	2,337,474.	2,737,330.
SANDS - AWARDS (8C)	4,763,184.	8,069,381.
SANDS - T&J (8D)	1,861,469.	3,095,285.
TIMES SQUARE FUND - T&J	500,000.	982,943.
TIMES SQUARE FUND - AWARDS	654,200.	1,626,972.
FOREIGN EQUITIES	15,232,093.	16,966,484.
HOOVER COMMINGLED TRUST - AWARDS	0.	0.
HOOVER COMMINGLED TRUST - T&J	0.	0.
VANGUARD ST BOND INDEX FUND - T&J	4,029,480.	3,976,891.
MELLON LARGE CAP STOCK FUND - EXETER	892,295.	853,522.
PNC FUND - YALE (8E)	1,840,282.	2,215,979.
PNC FUND - YALE FIXED INCOME (8E)	1,056,419.	1,077,122.
MAYO CAPITAL - AWARDS (CONVERTIBLE BOND)	101,459.	108,220.
MAYO CAPITAL - T&J (CONVERTIBLE BOND)	50,798.	54,110.
TOTAL TO FORM 990-PF, PART II, LINE 10B	38,266,143.	48,264,196.

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAM FDN-AWARDS END-MAYO-CUST -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
Equities						
AT&T INC SEC ID 00206R102	29 3800	17,500 000	467,352 78	514,150 00	7 10	46,797 22
ABBOTT LABORATORIES SEC ID 002824100	47 9100	4,000 000	177,476 50	191,640 00	2 64	14,163 50
AGNICO EAGLE MINES LTD SEC ID 008474108	76 7000	500 000	31,222 85	38,350 00	0 53	7,127 15
ANADARKO PETROLEUM CORP SEC ID 032511107	76 1600	2,000 000	81,482 20	152,320 00	2 10	70,837 80
ARCHER DANIELS MIDLAND CO SEC ID 039483102	30 0800	7,500 000	226,398 85	225,600 00	3 11	-798 85
BANK OF AMERICA CORPORATION SEC ID 060505104	13 3400	5,000 000	85,433 85	66,700 00	0 92	-18,733 85
THE BANK OF NEW YORK MELLON CORPORATION SEC ID 064058100	30 2000	2,500 000	68,123 30	75,500 00	1 04	7,376 70
BARRICK GOLD CORP SEC ID 067901108	53 1800	6,000 000	114,367 11	319,080 00	4 40	204,712 89
CHESAPEAKE ENERGY CORP SEC ID 165167107	25 9100	2,500 000	15,100 00	64,775 00	0 89	49,675 00

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAM FDN-AWARDS END-MAYO-CUST -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
CISCO SYSTEMS INC SEC ID 17275R102	20 2300	3,500 000	87,711 95	70,805 00	0 98	-16,906 95
CITIGROUP INC SEC ID 172967101	4 7300	25,000 000	78,750 00	118,250 00	1 63	39,500 00
COMCAST CORP CL A SEC ID 20030N101	21 9700	10,000 000	168,764 85	219,700 00	3 03	50,935 15
CONAGRA INC SEC ID 205887102	22 5800	2,500 000	37,951 00	56,450 00	0 78	18,499 00
DEVON ENERGY CORPORATION NEW SEC ID 25179M103	78 5100	500 000	32,340 00	39,255 00	0 54	6,915 00
E M C CORP MASS SEC ID 268648102	22 9000	2,500 000	25,973 75	57,250 00	0 79	31,276 25
E Q T CORPORATION SEC ID 26884L109	44 8400	500 000	20,696 90	22,420 00	0 31	1,723 10
ENCANA CORP SEC ID 292505104	29 1200	1,500 000	32,312 33	43,680 00	0 60	11,367 67
FRONTIER COMMUNICATIONS CORPORATION SEC ID 35906A108	9 7300	15,000 000	115,534 25	145,950 00	2 01	30,415 75
GENERAL ELECTRIC COMPANY SEC ID 369604103	18 2900	7,500 000	101,571 95	137,175 00	1 89	35,603 05
GENERAL MOTORS CO SEC ID 37045V100	36 8600	1,000 000	33,000 00	36,860 00	0 51	3,860 00
GILEAD SCIENCES INC SEC ID 375558103	36 2400	2,000 000	74,286 40	72,480 00	1 00	-1,806 40

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAM FDN-AWARDS END-MAYO-CUST -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
GOLDCORP INC NEW SEC ID 380956409	45 9800	1,500 000	67,137 00	68,970 00	0 95	1,833 00
HESS CORPORATION SEC ID 42809H107	76 5400	2,000 000	110,000 60	153,080 00	2 11	43,079 40
INTEL CORP SEC ID 458140100	21 0300	2,500 000	53,050 75	52,575 00	0 73	-475 75
INTERNATIONAL BUSINESS MACHINES CORPORATION SEC ID 459200101	146 7600	1,200 000	151,655 60	176,112 00	2 43	24,456 40
JP MORGAN CHASE & CO SEC ID 46625H100	42 4200	1,000 000	38,964 00	42,420 00	0 59	3,456 00
KROGER CO SEC ID 501044101	22 3600	8,500 000	179,865 25	190,060 00	2 62	10,194 75
LILLY ELI & CO SEC ID 532457108	35 0400	1,500 000	71,645 40	52,560 00	0 73	-19,085 40
MARSH & MCLENNAN COS INC SEC ID 571748102	27 3400	2,500 000	64,900 00	68,350 00	0 94	3,450 00
MICROSOFT CORPORATION SEC ID 594918104	27 9100	12,500 000	309,535 05	348,875 00	4 81	39,339 95
MOSAIC CO SEC ID 61945A107	76 3600	2,000 000	88,539 10	152,720 00	2 11	64,180 90
MYLAN LABORATORIES INC SEC ID 628530107	21 1300	6,000 000	52,690 20	126,780 00	1 75	74,089 80
NEWS CORPORATION CLASS A SEC ID 65248E104	14 5600	2,500 000	24,045 50	36,400 00	0 50	12,354 50

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAM FDN-AWARDS END-MAYO-CUST -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
OMNICARE INC SEC ID 681904108	25 3900	5,000 000	119,088 50	126,950 00	1 75	7,861 50
PFIZER INC SEC ID 717081103	17 5100	15,000 000	282,004 05	262,650 00	3 62	-19,354 05
SAIC INC SEC ID 78390X101	15 8600	22,500 000	369,905 31	356,850 00	4 92	-13,055 31
SPDR GOLD TRUST SEC ID 78463V107	138 7200	1,000 000	88,879 40	138,720 00	1 91	49,840 60
SUNCOR ENERGY INC SEC ID 867224107	38 2900	3,500 000	112,200 75	134,015 00	1 85	21,814 25
TALISMAN ENERGY INC SEC ID 87425E103	22 1900	12,500 000	219,960 15	277,375 00	3 83	57,414 85
TIME WARNER INC SEC ID 887317303	32 1700	2,500 000	65,454 71	80,425 00	1 11	14,970 29
TOTAL S A ADR SEC ID 89151E109	53 4800	2,500 000	146,833 00	133,700 00	1 85	-13,133 00
THE TRAVELERS COMPANIES INC SEC ID 89417E109	55 7100	3,000 000	104,011 43	167,130 00	2 31	63,118 57
UNUM GROUP SEC ID 91529Y106	24 2200	2,500 000	57,426 00	60,550 00	0 84	3,124 00
VALERO ENERGY CORP NEW SEC ID 91913Y100	23 1200	2,500 000	45,207 70	57,800 00	0 80	12,592 30
YAHOO INC SEC ID 984332106	16 6300	3,000 000	47,009 00	49,890 00	0 69	2,881 00
Total Equities			**4,945,859.27**	**5,983,347.00**	**82.58**	**1,037,487.73**

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FDN-T & J FD-MAYO-CUST -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
Equities						
AT&T INC SEC ID 00206R102	29 3800	8,000 000	208,454 65	235,040 00	6 99	26,585 35
ABBOTT LABORATORIES SEC ID 002824100	47 9100	2,000 000	95,056 90	95,820 00	2 85	763 10
AGNICO EAGLE MINES LTD SEC ID 008474108	76 7000	500 000	31,222 85	38,350 00	1 14	7,127 15
ANADARKO PETROLEUM CORP SEC ID 032511107	76 1600	1,000 000	41,501 40	76,160 00	2 27	34,658 60
ARCHER DANIELS MIDLAND CO SEC ID 039483102	30 0800	3,500 000	103,926 55	105,280 00	3 13	1,353 45
BANK OF AMERICA CORPORATION SEC ID 060505104	13 3400	2,500 000	33,974 25	33,350 00	0 99	-624 25
THE BANK OF NEW YORK MELLON CORPORATION SEC ID 064058100	30 2000	1,500 000	40,726 70	45,300 00	1 35	4,573 30

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FDN-T & J FD-MAYO-CUST -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
BARRICK GOLD CORP SEC ID 067901108	53 1800	3,000 000	70,722 23	159,540 00	4 74	88,817 77
CHESAPEAKE ENERGY CORP SEC ID 165167107	25 9100	1,000 000	6,040 00	25,910 00	0 77	19,870 00
CISCO SYSTEMS INC SEC ID 17275R102	20 2300	2,500 000	58,835 55	50,575 00	1 50	-8,260 55
CITIGROUP INC SEC ID 172967101	4 7300	10,000 000	31,500 00	47,300 00	1 41	15,800 00
COMCAST CORP CL A SEC ID 20030N101	21 9700	4,500 000	72,707 55	98,865 00	2 94	26,157 45
CONAGRA INC SEC ID 205887102	22 5800	1,000 000	15,467 20	22,580 00	0 67	7,112 80
DELL INC SEC ID 24702R101	13 5500	2,500 000	35,969 97	33,875 00	1 01	-2,094 97
E M C CORP MASS SEC ID 268648102	22 9000	1,000 000	9,631 35	22,900 00	0 68	13,268 65
E Q T CORPORATION SEC ID 26884L109	44 8400	500 000	20,696 90	22,420 00	0 67	1,723 10
FRONTIER COMMUNICATIONS CORPORATION SEC ID 35906A108	9 7300	6,500 000	51,109 70	63,245 00	1 88	12,135 30
GENERAL ELECTRIC COMPANY SEC ID 369604103	18 2900	3,500 000	85,335 00	64,015 00	1 90	-21,320 00
GOLDCORP INC NEW SEC ID 380956409	45 9800	500 000	22,379 00	22,990 00	0 68	611 00

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FDN-T & J FD-MAYO-CUST -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
HESS CORPORATION SEC ID 42809H107	76 5400	1,000 000	55,844 85	76,540 00	2 28	20,695 15
INTERNATIONAL BUSINESS MACHINES CORPORATION SEC ID 459200101	146 7600	500 000	64,527 03	73,380 00	2 18	8,852 97
INTERNATIONAL PAPER CO SEC ID 460146103	27 2400	1,000 000	24,717 80	27,240 00	0 81	2,522 20
JP MORGAN CHASE & CO SEC ID 46625H100	42 4200	500 000	13,450 75	21,210 00	0 63	7,759 25
KROGER CO SEC ID 501044101	22 3600	4,000 000	84,872 70	89,440 00	2 66	4,567 30
LILLY ELI & CO SEC ID 532457108	35 0400	1,000 000	41,234 45	35,040 00	1 04	-6,194 45
MARSH & MCLENNAN COS INC SEC ID 571748102	27 3400	1,500 000	40,944 35	41,010 00	1 22	65 65
METLIFE INC SEC ID 59156R108	44 4400	500 000	21,000 00	22,220 00	0 66	1,220 00
MICROSOFT CORPORATION SEC ID 594918104	27 9100	5,500 000	140,165 25	153,505 00	4 57	13,339 75
MOSAIC CO SEC ID 61945A107	76 3600	1,000 000	47,014 75	76,360 00	2 27	29,345 25
MYLAN LABORATORIES INC SEC ID 628530107	21 1300	2,500 000	24,399 30	52,825 00	1 57	28,425 70
NEWS CORPORATION CLASS A SEC ID 65248E104	14 5600	2,500 000	35,195 65	36,400 00	1 08	1,204 35

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FDN-T & J FD-MAYO-CUST -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
OMNICARE INC SEC ID 681904108	25 3900	2,500 000	58,720 25	63,475 00	1 89	4,754 75
PFIZER INC SEC ID 717081103	17 5100	6,500 000	130,693 75	113,815 00	3 38	-16,878 75
SAIC INC SEC ID 78390X101	15 8600	11,000 000	179,201 70	174,460 00	5 19	-4,741 70
SUNCOR ENERGY INC SEC ID 867224107	38 2900	1,500 000	47,914 15	57,435 00	1 71	9,520 85
TALISMAN ENERGY INC SEC ID 87425E103	22 1900	6,000 000	109,832 90	133,140 00	3 96	23,307 10
TIME WARNER INC SEC ID 887317303	32 1700	1,000 000	26,858 48	32,170 00	0 96	5,311 52
TOTAL S A ADR SEC ID 89151E109	53 4800	500 000	26,667 35	26,740 00	0 80	72 65
THE TRAVELERS COMPANIES INC SEC ID 89417E109	55 7100	1,500 000	59,366 54	83,565 00	2 49	24,198 46
UNUM GROUP SEC ID 91529Y106	24 2200	1,000 000	19,635 00	24,220 00	0 72	4,585 00
VALERO ENERGY CORP NEW SEC ID 91913Y100	23 1200	1,500 000	27,084 40	34,680 00	1 03	7,595 60
YAHOO INC SEC ID 984332106	16 6300	1,500 000	22,874 75	24,945 00	0 74	2,070 25
Total Equities			**2,337,473.90**	**2,737,330.00**	**81.41**	**399,856.10**

STATEMENT 8B

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FDN-AWARDS END-SANDS -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
Equities						
ALEXION PHARMACEUTICALS INC SEC ID 015351109	80 5500	2,400 000	154,928 04	193,320 00	2 39	38,391 96
ALLERGAN INC SEC ID 018490102	68 6700	4,700 000	174,011 43	322,749 00	3 98	148,737 57
AMAZON COM INC SEC ID 023135106	180 0000	3,500 000	227,085 20	630,000 00	7 78	402,914 80
APPLE INC SEC ID 037833100	322 5600	1,600 000	97,636 97	516,096 00	6 37	418,459 03
C H ROBINSON WORLDWIDE INC SEC ID 12541W209	80 1900	2,200 000	154,601 79	176,418 00	2 18	21,816 21
CREE RESEARCH INC SEC ID 225447101	65 8900	3,900 000	234,889 79	256,971 00	3 17	22,081 21
FMC TECHNOLOGIES INC SEC ID 30249U101	88 9100	4,000 000	187,927 84	355,640 00	4 39	167,712 16
F5 NETWORKS INC SEC ID 315616102	130 1600	1,200 000	117,124 65	156,192 00	1 93	39,067 35

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FDN-AWARDS END-SANDS -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
GOOGLE INC SEC ID 38259P508	593 9700	700 000	124,860 19	415,779 00	5 13	290,918 81
GRAINGER W W INC SEC ID 384802104	138 1100	1,500 000	151,422 42	207,165 00	2 56	55,742 58
ILLUMINA INC SEC ID 452327109	63 3400	5,300 000	185,189 76	335,702 00	4 14	150,512 24
INTERCONTINENTALEXCHANGE INC SEC ID 45865V100	119 1500	2,300 000	138,920 52	274,045 00	3 38	135,124 48
INTUITIVE SURGICAL INC SEC ID 46120E602	257 7500	1,000 000	76,969 17	257,750 00	3 18	180,780 83
LAS VEGAS SANDS CORP SEC ID 517834107	45 9500	5,400 000	28,669 93	248,130 00	3 06	219,460 07
NATIONAL OILWELL VARCO INC SEC ID 637071101	67 2500	5,100 000	205,791 04	342,975 00	4 23	137,183 96
NETFLIX COM INC SEC ID 64110L106	175 7000	900 000	180,380 46	158,130 00	1 95	-22,250 46
NIKE INC CLASS B STOCK SEC ID 654106103	85 4200	3,200 000	177,083 41	273,344 00	3 37	96,260 59
PRAXAIR INC SEC ID 74005P104	95 4700	1,700 000	149,328 13	162,299 00	2 00	12,970 87
QUALCOMM INC SEC ID 747525103	49 4900	10,900 000	434,525 41	539,441 00	6 66	104,915 59
SALESFORCE COM INC SEC ID 79466L302	132 0000	4,400 000	183,698 44	580,800 00	7 17	397,101 56

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FDN-AWARDS END-SANDS -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
SCHWAB CHARLES CORP NEW SEC ID 808513105	17 1100	14,300 000	252,282 48	244,673 00	3 02	-7,609 48
SOUTHWESTERN ENERGY CO SEC ID 845467109	37 4300	4,200 000	155,215 60	157,206 00	1 94	1,990 40
STAPLES INC SEC ID 855030102	22 7700	9,700 000	218,385 44	220,869 00	2 73	2,483 56
STARBUCKS CORP SEC ID 855244109	32 1300	7,300 000	118,834 87	234,549 00	2 89	115,714 13
VARIAN MEDICAL SYSTEMS INC N/C FROM VARIAN ASSOCIATES EFFECTIVE 4/5/99 SEC ID 92220P105	69 2800	3,500 000	179,361 64	242,480 00	2 99	63,118 36
VISA INC-CLASS A SHRS SEC ID 92826C839	70 3800	5,600 000	317,781 44	394,128 00	4 86	76,346 56
ASML HOLDING N V SEC ID N07059186	38 3400	4,500 000	136,278 16	172,530 00	2 13	36,251 84
Total Equities			**4,763,184.22**	**8,069,381.00**	**99.59**	**3,306,196.78**

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FND T & J FD-SANDS -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
Equities						
ALEXION PHARMACEUTICALS INC SEC ID 015351109	80 5500	900 000	58,218 39	72,495 00	2 33	14,276 61
ALLERGAN INC SEC ID 018490102	68 6700	1,800 000	66,889 15	123,606 00	3 97	56,716 85
AMAZON COM INC SEC ID 023135106	180 0000	1,400 000	95,729 66	252,000 00	8 09	156,270 34
APPLE INC SEC ID 037833100	322 5600	500 000	30,285 30	161,280 00	5 18	130,994 70
C H ROBINSON WORLDWIDE INC SEC ID 12541W209	80 1900	900 000	63,244 97	72,171 00	2 32	8,926 03
CREE RESEARCH INC SEC ID 225447101	65 8900	1,600 000	96,394 38	105,424 00	3 39	9,029 62
FMC TECHNOLOGIES INC SEC ID 30249U101	88 9100	1,500 000	77,729 81	133,365 00	4 28	55,635 19
F5 NETWORKS INC SEC ID 315616102	130 1600	600 000	57,534 62	78,096 00	2 51	20,561 38
GOOGLE INC SEC ID 38259P508	593 9700	250 000	44,592 92	148,492 50	4 77	103,899 58

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FND T & J FD-SANDS -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
GRAINGER W W INC SEC ID 384802104	138 1100	500 000	50,523 52	69,055 00	2 22	18,531 48
ILLUMINA INC SEC ID 452327109	63 3400	2,500 000	88,704 31	158,350 00	5 09	69,645 69
INTERCONTINENTALEXCHANGE INC SEC ID 45865V100	119 1500	850 000	53,027 22	101,277 50	3 25	48,250 28
INTUITIVE SURGICAL INC SEC ID 46120E602	257 7500	400 000	31,035 37	103,100 00	3 31	72,064 63
LAS VEGAS SANDS CORP SEC ID 517834107	45 9500	2,300 000	12,428 78	105,685 00	3 39	93,256 22
NATIONAL OILWELL VARCO INC SEC ID 637071101	67 2500	2,200 000	93,229 60	147,950 00	4 75	54,720 40
NETFLIX COM INC SEC ID 64110L106	175 7000	300 000	60,124 65	52,710 00	1 69	-7,414 65
NIKE INC CLASS B STOCK SEC ID 654106103	85 4200	1,200 000	67,462 17	102,504 00	3 29	35,041 83
PRAXAIR INC SEC ID 74005P104	95 4700	500 000	44,009 14	47,735 00	1 53	3,725 86
QUALCOMM INC SEC ID 747525103	49 4900	4,000 000	161,074 23	197,960 00	6 36	36,885 77
SALESFORCE COM INC SEC ID 79466L302	132 0000	1,600 000	66,635 10	211,200 00	6 78	144,564 90
SCHWAB CHARLES CORP NEW SEC ID 808513105	17 1100	5,700 000	99,581 38	97,527 00	3 13	-2,054 38

BNY MELLON
WEALTH MANAGEMENT

Asset Detail by Asset Type

Reported In U.S. Dollars

Settlement Date positions as of 31 Dec 10

HEINZ FAMILY FND T & J FD-SANDS -

Description	Price	Shares	Cost	Market Value	% of Total	Net Unrealized Gain/Loss
SOUTHWESTERN ENERGY CO SEC ID 845467109	37 4300	1,700 000	62,825 43	63,631 00	2 04	805 57
STAPLES INC SEC ID 855030102	22 7700	3,800 000	85,713 37	86,526 00	2 78	812 63
STARBUCKS CORP SEC ID 855244109	32 1300	2,900 000	47,255 50	93,177 00	2 99	45,921 50
VARIAN MEDICAL SYSTEMS INC N/C FROM VARIAN ASSOCIATES EFFECTIVE 4/5/99 SEC ID 92220P105	69 2800	1,400 000	73,553 76	96,992 00	3 12	23,438 24
VISA INC-CLASS A SHRS SEC ID 92826C839	70 3800	2,100 000	121,542 04	147,798 00	4 75	26,255 96
ASML HOLDING N V SEC ID N07059186	38 3400	1,700 000	52,123 97	65,178 00	2 09	13,054 03
Total Equities			**1,861,468.74**	**3,095,285.00**	**99.41**	**1,233,816.26**

Detail

Fixed income

Mutual funds - fixed income

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
BAIRD AGGREGATE BOND FUND (BAGIX)	$315,280.55 29,609.996	$311,497.16 $10.5200	9.31 %	$307,032.10 $10.37	$4,465.06	5.17 %	$16,082.34	
BLACKROCK BOND PORTFOLIO (PNBIX) FUND #317 INSTITUTIONAL CLASS	294,702.23 30,819.854	286,932.84 9.3100	8.58 %	285,487.78 9.26	1,445.06	2.58 %	7,400.24	612.73

Detail

Fixed income

Mutual funds - fixed income

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
VANGUARD TOTAL BOND MARKET (VBTSX) INDEX FUND CL SIG FD #1351	514,948.43 45,159.589	478,691.64 10.6000	14.31 %	463,899.12 10.27	14,792.52	3.31 %	15,802.99	1,341.78
Total mutual funds - fixed income		$1,077,121.64	32.18 %	$1,056,419.00	$20,702.64	3.65 %	$39,285.57	$1,954.51
Total fixed income		$1,077,121.64	32.18 %	$1,056,419.00	$20,702.64	3.65 %	$39,285.57	$1,954.51

Equities

Stocks

Consumer discretionary

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
AMAZON COM INC (AMZN)	$14,135.40 90	$16,200.00 $180.0000	0.49 %	$10,576.80 $117.52	$5,623.20			
COACH INC (COH)	16,754.40 390	21,570.90 55.3100	0.65 %	10,449.77 26.79	11,121 13	1.09 %	234.00	58 50
DOLLAR TREE INC (DLTR)	13,896.60 285	15,982.80 56.0800	0.48 %	8,111.31 28.46	7,871 49			
FORD MOTOR COMPANY (F)	13,708.80 1,320	22,162.80 16.7900	0.67 %	16,230.80 12.30	5,932.00			
LIMITED BRANDS INC (LTD)	13,390.00 500	15,365.00 30.7300	0.46 %	12,479.45 24.96	2,885.55	1.96 %	300.00	
MATTEL INC (MAT)	13,606.80 580	14,749.40 25.4300	0.45 %	12,573.65 21.68	2,175.75	3.27 %	481.40	

Detail

Equities

Stocks

Consumer discretionary

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
STARBUCKS CORP (SBUX)	9,964.50 390	12,530.70 32.1300	0.38 %	10,825.85 27.76	1,704.85	1.62 %	202.80	
VIACOM INC CLASS B WI (VIAB)	14,114.10 390	15,447.90 39.6100	0.47 %	9,048.90 23.20	6,399 00	1.52 %	234.00	
Total consumer discretionary		$134,009.50	4.00 %	$90,296.53	$43,712.97	1.08 %	$1,452.20	$58.50

Consumer staples

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
COCA COLA CO (KO)	$11,118.80 190	$12,496.30 $65.7700	0 38 %	$10,605.72 $55.82	$1,890 58	2.68 %	$334 40	
GENERAL MILLS INC (GIS)	19,731.60 540	19,218.60 35.5900	0.58 %	17,799.10 32.96	1,419.50	3.15 %	604 80	
THE HERSHEY COMPANY (HSY)	16,656.50 350	16,502.50 47.1500	0.50 %	16,782.12 47.95	- 279.62	2.72 %	448.00	
PEPSICO INC (PEP)	21,925.20 330	21,558.90 65.3300	0.65 %	19,409.54 58.82	2,149.36	2 94 %	633 60	158.40
PROCTER & GAMBLE CO (PG)	24,587.70 410	26,375.30 64.3300	0.79 %	23,655.42 57.70	2,719.88	3 00 %	790.07	
JM SMUCKER CO/THE-NEW COM WI (SJM)	15,132.50 250	16,412.50 65.6500	0.50 %	15,596.50 62.39	816.00	2.44 %	400.00	
Total consumer staples		$112,564.10	3.36 %	$103,848.40	$8,715.70	2.85 %	$3,210.87	$158.40

Detail

Energy

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
CORE LABORATORIES N V (CLB)	$10,564.80 120	$10,686.00 $89.0500	0.32 %	$8,172.00 $68.10	$2,514.00	0.27 %	$28.80	
APACHE CORPORATION (APA)	22,484.80 90	10,730.70 119.2300	0.33 %	7,884.63 87 61	2,846.07	0.51 %	54.00	
NATIONAL OILWELL VARCO INC (NOV)	16,453.90 450	30,262.50 67.2500	0.91 %	18,867.70 41.93	11,394.80	0.66 %	198.00	
OCCIDENTAL PETROLEUM CORP (OXY)	19,575.00 250	24,525.00 98.1000	0.74 %	17,101.75 68.41	7,423.25	1.55 %	380.00	95.00
Total energy		$76,204.20	2.28 %	$52,026.08	$24,178.12	0.87 %	$660.80	$95.00

Financial

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
AMERICAN EXPRESS CO (AXP)	$10,507.50 250	$10,730.00 $42.9200	0.33 %	$10,345.00 $41.38	$385 00	1.68 %	$180.00	
AMERIPRISE FINANCIAL INC-W/I (AMP)	14,199.00 320	18,416.00 57.5500	0.56 %	12,494.80 39.05	5,921.20	1.26 %	230 40	
BANK OF AMERICA CORP (BAC)	10,481.60 800	10,672.00 13.3400	0.32 %	13,042.78 16.30	- 2,370.78	0.30 %	32 00	
CAPITAL ONE FINANCIAL CORP (COF)	13,447.00 340	14,470.40 42.5600	0.44 %	14,603.60 42.95	- 133.20	0.47 %	68.00	
CHUBB CORP (CB)	12,537.80 260	15,506.40 59.6400	0 47 %	13,040.95 50.16	2,465.45	2.49 %	384.80	96 20
CITIGROUP INC (C)	13,763.20 3,520	16,649.60 4.7300	0.50 %	15,114.53 4.29	1,535.07			
EQUITY RESIDENTIAL (EQR) SH BEN INT REIT	9,514.00 200	10,390.00 51.9500	0.32 %	8,951.62 44.76	1,438 38	3.53 %	366 00	91 50
JPMORGAN CHASE & CO (JPM)	27,022.60 710	30,118.20 42.4200	0.90 %	26,787.37 37.73	3,330.83	0.48 %	142.00	

Detail

Financial

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
PRICE T ROWE GROUP INC (TROW)	11,014.30 260	16,780.40 64.5400	0.51 %	10,877.78 41.84	5,902.62	1.68 %	280.80	
WELLS FARGO & COMPANY (WFC)	18,082.80 720	22,312.80 30.9900	0.67 %	19,555.50 27.16	2,757.30	0.65 %	144.00	
Total financial		**$166,045.80**	**4.96 %**	**$144,813.93**	**$21,231.87**	**1.10 %**	**$1,828.00**	**$187.70**

Health care

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
COVIDIEN PLC (COV) SEDOL:B3QN1M2 ISIN:IE00B3QN1M21	$13,664.60 370	$16,894.20 $45.6600	0.51 %	$17,732.40 $47.93	- $838.20	1.76 %	$296 00	
ALLERGAN INC (AGN)	16,632.50 250	17,167.50 68.6700	0.52 %	10,451.67 41.81	6,715.83	0.30 %	50.00	
AMERISOURCEBERGEN CORP (ABC)	15,943.20 520	17,742.40 34.1200	0.54 %	14,648 40 28.17	3,094 00	1.18 %	208.00	
JOHNSON & JOHNSON (JNJ)	15,490.00 250	15,462.50 61.8500	0.47 %	14,236.64 56.95	1,225.86	3.50 %	540.00	
MERCK & CO INC (MRK)	10,674.90 290	10,451.60 36.0400	0.32 %	10,866.30 37.47	- 414.70	4.22 %	440.80	110.20
PFIZER INC (PFE)	20,947.40 1,220	21,362.20 17.5100	0.64 %	24,869.62 20.38	- 3,507.42	4.57 %	976.00	
SHIRE PLC (SHPGY) SPONSORED ADR	12,110.40 210	15,199.80 72.3800	0.46 %	14,336.40 68.27	863.40	0.48 %	72.45	
UNITEDHEALTH GROUP INC (UNH)	16,150.60 460	16,610.60 36.1100	0.50 %	12,374.66 26.90	4,235.94	1.39 %	230.00	
Total health care		**$130,890.80**	**3.91 %**	**$119,516.09**	**$11,374.71**	**2.15 %**	**$2,813.25**	**$110.20**

Detail

Industrials

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total original value at PNC Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
COOPER INDUSTRIES PLC (CBE) SEDOL B40K911 ISIN IE00B40K9117	$14,189.70 330	$19,235.70 $58.2900	0.58 %	$14,169.90 $42.94	$5,065.80	1.86 %	$356 40	$89.10
CUMMINS INC (CMI)	10,869.60 120	13,201.20 110.0100	0.40 %	6,375.60 53.13	6,825 60	0.96 %	126.00	
DEERE & CO (DE)	 180	14,949.00 83.0500	0.45 %	14,484.60 80.47	464.40	1.69 %	252.00	63.00
DOVER CORP (DOV)	10,442.00 290	16,950.50 58.4500	0.51 %	14,183.60 48.91	2,766.90	1.89 %	319 00	
EATON CORP (ETN)	 150	15,226.50 101.5100	0.46 %	14,928.00 99 52	298.50	2.29 %	348 00	
GENERAL ELECTRIC CO (GE)	13,975.00 860	15,729.40 18.2900	0.47 %	14,194.80 16.51	1,534.60	3.07 %	481.60	120.40
UNION PACIFIC CORP (UNP)	13,906.00 170	15,752.20 92.6600	0.48 %	12,616.90 74.22	3,135.30	1.65 %	258.40	64 60
UNITED TECHNOLOGIES CORP (UTX)	17,095.20 240	18,892.80 78.7200	0.57 %	12,884.36 53.68	6,008.44	2.16 %	408 00	
Total industrials		$129,937.30	3.88 %	$103,837.76	$26,099.54	1.96 %	$2,549.40	$337.10

Information technology

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total original value at PNC Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
APPLE INC (AAPL)	$45,400.00 160	$51,609.60 $322.5600	1.55 %	$15,294.99 $95.59	$36,314.61			
BROADCOM CORP (BRCM)	13,802.10 390	16,984.50 43.5500	0.51 %	10,338.90 26.51	6,645.60	0.74 %	124.80	
CISCO SYSTEMS INC (CSCO)	17,739.00 810	16,386.30 20.2300	0.49 %	16,927.22 20.90	- 540.92			
DOLBY LABORATORIES INC (DLB) CLASS A	10,225.80 180	12,006.00 66.7000	0.36 %	5,988.49 33.27	6,017.51			
EMC CORP (EMC)	16,857.30 830	19,007.00 22.9000	0.57 %	14,217.50 17.13	4,789.50			

Detail

Information technology

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
GOOGLE INC-CL A (GOOG)	26,289.50 50	29,698.50 593.9700	0.89 %	17,144.48 342.89	12,554.02			
HEWLETT-PACKARD CO (HPQ)	10,938.20 260	10,946.00 42.1000	0.33 %	12,103.00 46.55	- 1,157.00	0 77 %	83.20	
INTEL CORP (INTC)	11,904.00 620	13,038.60 21.0300	0.39 %	11,784.59 19.01	1,254.01	3.00 %	390.60	
INTERNATIONAL BUSINESS MACHS (IBM) CORP	21,462.40 160	23,481.60 146.7600	0.71 %	17,615.51 110.10	5,866.09	1.78 %	416.00	
MICROSOFT CORP (MSFT)	25,714.50 1,050	29,305.50 27.9100	0.88 %	25,526.28 24.31	3,779.22	2.30 %	672.00	
ORACLE CORP (ORCL)	22,285.50 830	25,979.00 31.3000	0.78 %	12,937.89 15.59	13,041.11	0 64 %	166.00	
Total information technology		**$248,442.60**	**7.42 %**	**$159,878.85**	**$88,563.75**	**0.75 %**	**$1,852.60**	

Materials

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
CELANESE CORP-SERIES A (CE)	$12,519.00 390	$16,056.30 $41.1700	0.48 %	$8,706.20 $22.32	$7,350.10	0.49 %	$78.00	
DUPONT E I DE NEMOURS & CO (DD)	10,262.60 230	11,472.40 49.8800	0 35 %	9,347.20 40.64	2,125.20	3.29 %	377 20	
PPG INDUSTRIES INC (PPG)	11,648.00 160	13,451.20 84.0700	0.41 %	10,155 20 63.47	3,296.00	2.62 %	352.00	
Total materials		**$40,979.90**	**1.22 %**	**$28,208.60**	**$12,771.30**	**1.97 %**	**$807.20**	

Detail

Telecommunication services

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
AT&T INC (T)	$15,730.00 550	$16,159.00 $29.3800	0.49 %	$16,228.57 $29.51	- $69.57	5.86 %	$946.00	
CENTURYLINK INC (CTL)	11,443.40 290	13,389.30 46.1700	0.41 %	9,836.25 33.92	3,553.05	6.29 %	841.00	
Total telecommunication services		$29,548.30	0.88 %	$26,064.82	$3,483.48	6.05 %	$1,787.00	

Utilities

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
WISCONSIN ENERGY CORP (WEC)	$18,496.00 320	$18,835 20 $58.8600	0.57 %	$12,688.88 $39.65	$6,146.32	2.72 %	$512 00	
Total stocks		$1,087,457.70	32.49 %	$841,179.94	$246,277.76	1.61 %	$17,473.32	$946.90

Etf - equity

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
ISHARES TR S&P 500 INDEX FD (IVV) ETF	$367,741.88 3,212	$405,515.00 $126.2500	12.12 %	$380,693.19 $118.52	$24,821 81	1.78 %	$7,185 24	
ISHARES RUSSELL 2000 GROWTH (IWO) INDEX FUND ETF	33,857.22 453	39,601.26 87.4200	1.19 %	25,979.55 57.35	13,621.71	0.67 %	262.29	
Total etf - equity		$445,116.26	13.30 %	$406,672.74	$38,443.52	1.67 %	$7,447.53	

Detail

Mutual funds - equity

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total original value at PNC / Avg. original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
ARTISAN FDS INC (ARTIX) INTERNATIONAL FUND # 661	$198,640.36 8,969.356	$194,635.03 $21.7000	5.82 %	$191,990.42 $21.41	$2,644.61	1.89 %	$3,677.44	
ARTISAN SMALL CAP VALUE (ARTVX)	32,347.52 2,180 305	36,738.14 16.8500	1.10 %	36,968.52 16.96	- 230.38			
BLACKROCK FUNDS (BISIX) INTL OPPORTUNITIES PORTFOLIO FUND 334 INSTITUTIONAL SHARES	33,204.03 1,013.554	35,454.12 34.9800	1.06 %	48,556.51 47.91	- 13,102.39	4.10 %	1,452.45	
GOLDMAN SACHS GRTH OPPOR (GGOIX) INSTIT CLASS FD #1132	3,779 028	92,019.33 24.3500	2.75 %	85,041 93 22.50	6,977.40			
HARBOR INTERNATIONAL FUND (HAINX) CLASS INS	200,037.90 3,279.534	198,575.78 60.5500	5.94 %	117,980.84 35 97	80,594.94	1.71 %	3,377 92	
RS EMERGING MARKETS FUND (GBEMX) CLASS A	36,217.09 1,409.774	37,697.36 26.7400	1.13 %	30,000.00 21.28	7,697.36	1.31 %	493.42	
T ROWE PRICE MID CAP VALUE (TRMCX) FD #115	81,433.80 3,723.539	88,285.11 23.7100	2.64 %	81,891.16 21.99	6,393.95	0.55 %	484.06	
Total mutual funds - equity		$683,404.87	20.42 %	$592,429.38	$90,975.49	1.39 %	$9,485.29	
Total equities		$2,215,978.83	66.21 %	$1,840,282.06	$375,696.77	1.55 %	$34,406.14	$946.90

FORM 990-PF	CORPORATE BONDS	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE STATEMENT 14	11,952,614.	13,026,008.
TOTAL TO FORM 990-PF, PART II, LINE 10C	11,952,614.	13,026,008.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS IN FINE ARTS	COST	479,590.	479,590.
TOTAL TO FORM 990-PF, PART II, LINE 13		479,590.	479,590.

FORM 990-PF	OTHER ASSETS	STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PARK ST. V CAP. PRIVATE EQUITY	1,481,112.	1,391,600.	1,663,990.
PARK ST. VI CAP. PRIVATE EQUITY	1,560,198.	1,605,500.	1,687,717.
PARK ST VII CAP. PRIVATE EQUITY	1,376,349.	1,506,151.	1,447,371.
PARK ST VIII CAP. PRIVATE EQUITY	760,000.	1,140,700.	1,313,904.
TUCKER ANTHONY II	1,012,969.	950,120.	491,433.
TUCKER ANTHONY III	1,465,550.	1,356,200.	808,246.
TUCKER ANTHONY IV	1,243,868.	1,177,369.	982,267.
PARK STREET NATURAL RESOURCES	1,156,149.	1,140,212.	1,327,066.
DAVIDSON KEMPNER	945,000.	945,000.	2,092,165.
STARK ASSET MGMT (SHEPHARD)	1,500,000.	988,730.	815,010.
KENSICO PARTNERS	1,001,000.	848,288.	2,952,972.
COATUE PARTNERS	400,000.	400,000.	1,247,369.
MW SPEC SITUATIONS	2,600,000.	0.	0.
THE TAP FUND	1,700,000.	2,700,000.	2,953,250.
MW GLOBAL PARTNERS LP	1,000,000.	0.	0.
CANYON VALUE REALIZATION FUND	2,500,000.	2,500,000.	3,182,908.
MASON CAPITAL, LTD	2,500,000.	2,500,000.	3,050,510.
NORTH RUN OFFSHORE PARTNERS	1,000,000.	1,000,000.	1,168,261.
PARK ST IX CAP. PRIVATE EQUITY	340,000.	625,200.	624,765.
VANGUARD TIPS	2,850,000.	2,850,000.	3,095,238.
MAVERICK STABLE FUND, LTD	0.	3,000,000.	3,054,389.
BARLOW PARTNERS OFFSHORE, LTD	0.	3,000,000.	3,134,255.
TO FORM 990-PF, PART II, LINE 15	28,392,195.	31,625,070.	37,093,086.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CAPITAL LEASE PAYABLE	16,241.	11,687.
AGENCY LIABILITIES	0.	3,860,204.
TOTAL TO FORM 990-PF, PART II, LINE 22	16,241.	3,871,891.

Heinz Family Foundaton
Board of Directors
12/31/10

Name and Address	Title and Time Devoted to Position	Compensation	Contributions to Employee Benefit Plans	Expense Acct and Other Allowances
Teresa Heinz 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Chair/CEO 416 hours/year	None	None	None
Andre Heinz 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Director 40 hours/year	None	None	None
*Jeffrey R Lewis 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	President 1,893 hours/year	$ 259,251	$ 52,673	None
Wendy Mackenzie 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Secretary 40 hours/year	None	None	None
Jack E. Kime 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	CFO/Assistant Treasurer 208 hours/year	None	None	None
*John R Taylor 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Chief Investment Officer 208 hours/year	$ 19,920	$ 3,009	None
*Rose Gibson 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Treasurer 582 hours/year	$ 37,648	$ 12,375	None

* Jeffrey R Lewis, John R Taylor and Rose Gibson are employees of the Heinz Family Office, and, as a result, the Heinz Family Office pays their respective salaries and benefits The Heinz Family Foundation has no employees, and contracts the Heinz Family Office's employees to provide its services The salary and benefit amounts listed above are also reflected in Part VII, line 3 of Form 990-PF under compensation paid the Heinz Family Office for contracted services

Heinz Family Foundaton
Heinz Awards Board of Directors
12/31/10

Name and Address	Title and Time Devoted to Position	Compensation	Contributions to Employee Benefit Plans	Expense Acct and Other Allowances
Teresa Heinz 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Director 416 hours/year	None	None	None
Andre Heinz 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Director 20 hours/year	None	None	None
Ronald Davenport 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Director 20 hours/year	None	None	None
Arie Kopelman 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Director 20 hours/year	None	None	None
Wendy Mackenzie 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Director 40 hours/year	None	None	None
Linda K. Smith, Esq 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Director 60 hours/year	None	None	None
Theodore H. Stebbins, Jr 625 Liberty Avenue, Suite 3200 Pittsburgh, PA 15222	Director 20 hours/year	None	None	None
TOTALS (PART VIII OF 990-PF)		$ 316,819	$ 68,057	$ -

Heinz Family Foundaiton
EIN: 25-1689382
Corporate Bond Detail
12/31/10

Bonds

	12/31/10 Cost	12/31/10 FMV
Awards Fund		
Mellon Capital Mgmt	9,369,565	10,237,870
T&J Fund		
Mellon Capital Mgmt	1,475,000	1,535,715
Subtotal	**10,844,565**	**11,773,585**
Awards Fund		
Mayo Corporate Bonds:		
Anadarko Petroleum 7 625% 3/15/14	99,511	112,104
Bank of America 7 625% 6/1/19	49,622	57,572
Boston Scientific 6 25% 11/15/15	76,000	106,077
General Electroic Cap Corp 5 5% 11/15/11	150,000	152,112
Pfizer Inc 4 45% 3/15/12	99,863	104,346
Tailsman Energy 7 75% 6/1/19	99,596	123,455
Smithfield Foods Inc 10 0% 7/15/14	99,500	115,250
T&J Fund		
Mayo Corporate Bonds:		
Bank of America 7 625% 6/1/19	49,622	57,572
General Electroic Cap Corp 5 5% 11/15/11	50,000	50,704
Qwest 7 625% 6/15/15	39,875	56,375
Smithfield Foods Inc 10 0% 7/15/14	49,750	57,625
Subtotal	**11,707,904**	**12,766,776**

T-Bills/T-Notes

	12/31/10 Cost	12/31/10 FMV
T&J Fund		
US Treasury Bill, maturity date 11/17/11	149,679	149,679
US Treasury Notes 4 0%, maturity date 2/15/15	95,031	109,553
Subtotal	**244,710**	**259,232**
Grand Total	**11,952,615**	**13,026,008**

THE HEINZ FAMILY FOUNDATION

2010 TAX RETURN

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Description	Method acquired	Date acquired	Date sold	Gross sales price	Cost basis	Gain (Loss)
Sales/Liquidations						
MELLON TRUST ACTIVITY	P/D	VARIOUS	VARIOUS	14,513,950	10,080,574	4,433,376
LIQUIDATION OF PARTNERSHIP HOOVER INV MGMT COMMINGLED TRUST - AWARDS FUND	P	VARIOUS	12/28/10	1,394,862	1,380,266	14,596
LIQUIDATION OF PARTNERSHIP HOOVER INV MGMT COMMINGLED TRUST - T & J FUND	P	VARIOUS	12/28/10	278,972	276,053	2,919
				16,187,784	11,736,893	4,450,891
Partnership flow through						
FLOWTHROUGH FROM DAVIDSON KEMPNER INST PARTNERS						13,186
FLOWTHROUGH FROM PARK STREET CAPITAL NATURAL RESOURCES - AWARDS FUND						26,770
FLOWTHROUGH FROM PARK STREET CAPITAL NATURAL RESOURCES - T & J FUND						6,693
FLOWTHROUGH FROM PARK STREET CAPITAL P E V - AWARDS FUND						193,026
FLOWTHROUGH FROM PARK STREET CAPITAL P E V - T & J FUND						32,168
FLOWTHROUGH FROM PARK STREET CAPITAL P E VI - T & J FUND						17,656
FLOWTHROUGH FROM PARK STREET CAPITAL P E VI - AWARDS FUND						52,964
FLOWTHROUGH FROM PARK STREET CAPITAL P E VIII						10,026
FLOWTHROUGH FROM TUCKER ANTHONY P E II						27,704
FLOWTHROUGH FROM TUCKER ANTHONY P E III - AWARDS FUND						73,357
FLOWTHROUGH FROM TUCKER ANTHONY P E III- T&HJH, III FUND						9,171
FLOWTHROUGH FROM TUCKER ANTHONY P E VII - T&J FUND						6,783
FLOWTHROUGH FROM TUCKER ANTHONY P E VII - AWARDS FUND						20,345
FLOWTHROUGH FROM HOOVER INVESTMENT MGMT TRUST - T&J FUND						68,426
FLOWTHROUGH FROM HOOVER INVESTMENT MGMT TRUST - AWARDS FUND						342,124
FLOWTHROUGH FROM TUCKER ANTHONY P E IV - AWARDS FUND						64,344
FLOWTHROUGH FROM TUCKER ANTHONY P E IV - T & HJH FUND						10,724
FLOWTHROUGH FROM PARK STREET CAPITAL P E IX						(1,516)
						973,951
				16,187,784	11,736,893	5,424,842

P = Purchased

D = Donated

HEINZ FAMILY FOUNDATION
EIN: 25-1689382
YEAR ENDED: DECEMBER 31,2010

FORM 990-PF

PART I, LINE 19 - DEPRECIATION
PART II, LINE 11 - LAND, BUILDINGS, AND EQUIPMENT
PART II, LINE 11 - ACCUMULATED DEPRECIATION

DESCRIPTION	AMOUNT
LEASEHOLD IMPROVEMENTS	1,411,835
FURNITURE & FIXTURES	1,053,854
SUBTOTAL FIXED ASSETS	2,465,689
LESS: ACCUMULATED DEPRECIATION	(2,379,320)
NET FIXED ASSETS	86,369

DEPRECIATION EXPENSE FOR 12/31/10 WAS $81,632

HEINZ FAMILY FOUNDATION
FORM 990-PF
EIN: 25-1689382
YEAR ENDED: 12/31/2010

SCHEDULE OF GRANTS PAID AND GRANTS PAYABLE

Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Amherst College Trustees Folger Shakespeare Library201 East Capitol Street, S.E. Washington, DC 20003 *for general operating support for the Folger Shakespeare Library* $9,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$9,000.00	$0.00	$9,000 00	$0 00
Amherst College Trustees Folger Shakespeare Library201 East Capitol Street, S E Washington, DC 20003 *for general operating support for the Folger Shakespeare Library* $9,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$9,000.00	$0.00	$9,000.00	$0 00
Carnegie Mellon University Corporate and Foundation Relations5000 Forbes Avenue Pittsburgh, PA 15213-3890 *for the CREATE Lab* $400 00	501(c)(3)-509(a)(1) 2010	$0.00	$400 00	$0.00	$400.00	$0 00
Coro Center for Civic Leadership 33 Terminal WaySuite 429A Pittsburgh, PA 15219 *for the Fellows Program* $2,500.00	501(c)(3)-509(a)(1) 2010	$0.00	$2,500 00	$0.00	$2,500 00	$0 00
Daniel Sperling 1401 P StreetUnit 209 Sacramento, CA 95814 *2010 Heinz Award Winner* $100,000.00	2010	$0 00	$100,000 00	$0 00	$100,000 00	$0 00

Fiscal Year 2010

AWARDS FUND
12/31/10

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Elizabeth Kolbert 326 Oblong Road Williamstown, MA 01267 *2010 Heinz Award Winner* $100,000 00	2010	$0 00	$100,000 00	$0 00	$100,000 00	$0 00
Frederick vom Saal 4679 South Bearfield Road Columbia, MO 65201 *2010 Heinz Award Winner* $100,000.00	2010	$0.00	$100,000.00	$0.00	$100,000 00	$0 00
Gretchen Daily 713 Mayfield Avenue Stanford, CA 94305 *2010 Heinz Award Winner* $100,000 00	2010	$0.00	$100,000.00	$0 00	$100,000 00	$0 00
James Balog 262 Bristlecone Way Boulder, CO 80304 *2010 Heinz Award Winner* $100,000.00	2010	$0 00	$100,000 00	$0 00	$100,000.00	$0 00
Lynn Goldman 1402 Noyes Drive Silver Spring, MD 20910 *2010 Heinz Award Winner* $100,000 00	2010	$0.00	$100,000 00	$0 00	$100,000.00	$0.00

AWARDS FUND

12/31/10

Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Michael Oppenheimer 124 Waverly Place New York, NY 10011 *2010 Heinz Award Winner* $100,000.00	2010	$0.00	$100,000.00	$0 00	$100,000.00	$0 00
Morgan C. Fowler Via Odoardo Beccari 1400154 Rome Italy *2010 Heinz Award Winner* $100,000.00	2010	$0 00	$100,000 00	$0 00	$100,000 00	$0 00
Richard Feely 17624 17th Avenue West Lynnwood, WA 98037 *2010 Heinz Award Winner* $100,000 00	2010	$0.00	$100,000 00	$0.00	$100,000 00	$0 00
Terrence Collins 1331 Heberton Street Pittsburgh, PA 15206 *2010 Heinz Award Winner* $100,000 00	2010	$0.00	$100,000.00	$0 00	$100,000.00	$0.00
Grand Total (14 items)		$0.00	$1,020,900 00	$0.00	$1,020,900.00	$0 00

Fiscal Year 2010

T&J FUND
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Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Adenike Sade Adeyeye 8904 Trapper Court Adelphi, MD 20783 *for the Teresa Heinz Environmental Scholars Awards for 2010* $5,556.00	2010	$0 00	$5,556 00	$0 00	$5,556.00	$0 00
Akron Community Health Resources, Inc. 1400 South Arlington Street Suite 38 Akron, OH 44306 *for general operating support* $10,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$10,000 00	$0 00	$10,000 00	$0 00
Alzheimer's Association 225 N. Michigan AvenueFloor 17 Chicago, IL 60601 *for the Noel Marnane Memorial Fund* $1,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$1,000 00	$0 00	$1,000.00	$0 00
American Academy of Arts and Sciences Norton's Woods136 Irving Street Cambridge, MA 02138 *for general operating support* $2,500.00	501(c)(3)-509(a)(1) 2010	$0.00	$2,500.00	$0.00	$2,500.00	$0.00
Americans for UNFPA, Inc. 370 Lexington AvenueSuite 702 New York, NY 10017 *for the 2010 Gala for the Health and Dignity of Women* $20,000.00	501(c)(3)-509(a)(1) 2010	$0.00	$20,000.00	$0 00	$20,000 00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Amherst College Trustees Folger Shakespeare Library201 East Capitol Street, S E. Washington, DC 20003 *for the Curators' Circle Fund* $2,500 00	501(c)(3)-509(a)(1) 2010	$0.00	$2,500 00	$0 00	$2,500 00	$0.00
Auburn University Office of the DeanCollege of Human Sciences210 Spidle Hall Auburn, AL 36849-5601 *for the 2009 International Quality of Life Awards* $5,000.00	501(c)(3)-509(a)(1) 2010	$0.00	$5,000 00	$0.00	$5,000.00	$0 00
Autism Speaks Benefit Office162 West 56th Street, Suite 405 New York, NY 10019 *for general operating support* $2,500 00	501(c)(3)-509(a)(1) 2010	$0 00	$2,500 00	$0 00	$2,500.00	$0 00
Bethany Susan Wylie 4229 S 303rd Street Auburn, WA 98001 *for the Teresa Heinz Environmental Scholars Awards for 2010* $5,556 00	2010	$0.00	$5,556.00	$0 00	$5,556 00	$0.00
Better World Fund 1800 Massachusetts Avenue, NWSuite 400 Washington, DC 20036 *for the 2010 Global Leadership Dinner* $15,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$15,000.00	$0 00	$15,000 00	$0 00

T&J FUND
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Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Brookings Institution 1775 Massachusetts Avenue NW Washington, DC 20036 *for general operating support* $10,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$10,000 00	$0.00	$10,000.00	$0 00
Carnegie Institute The Andy Warhol Museum117 Sandusky Street Pittsburgh, PA 15212 *for the Andy Warhol Museum 15th Anniversary Gala* $500.00	501(c)(3)-509(a)(1) 2010	$0 00	$500 00	$0 00	$500.00	$0.00
Carnegie Mellon University Corporate and Foundation Relations5000 Forbes Avenue Pittsburgh, PA 15213-3890 *for the 2009-2010 Trustee Annual Fund* $20,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$20,000 00	$0 00	$20,000 00	$0 00
Carnegie Mellon University Institute for Green ScienceDepartment of Chemistry4400 Fifth Avenu Pittsburgh, PA 15213 *for the Dr Karl-Henrik Robert event* $15,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$15,000 00	$0 00	$15,000 00	$0 00
Chaldean American Ladies of Charity 32000 Northwestern HighwaySuite 150 Farmington Hills, MI 48334 *for the Project Bismutha event* $2,500.00	501(c)(3)-509(a)(2) 2010	$0 00	$2,500 00	$0 00	$2,500.00	$0.00

T&J FUND

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Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Chartiers Community Mental Health and Retardation Center 437 Railroad Street Bridgeville, PA 15017 *for general operating support* $5,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$5,000 00	$0.00	$5,000.00	$0 00
Citizens for Health Education Foundation 26828 Maple Valley HwySuite 242 Maple Valley, WA 98038 *for the potential hazards of electromagnetic radiation from cell phone use campaign* $2,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$2,000 00	$0.00	$2,000 00	$0 00
Colonel Daniel Marr Boys and Girls Club New England Women's Leadership Awards1135 Dorchester Avenue Dorchester, MA 02125 *for the 2010 New England Women's Leadership Awards Program* $1,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000 00	$0 00	$1,000.00	$0 00
Commission on the Status of Women The Commonwealth of MassachusettsThe Charles F Hurley Building Boston, MA 02114 *for the seventh annual Unsung Heroines of Massachusetts award* $1,000 00	Government Entity 2010	$0.00	$1,000.00	$0.00	$1,000 00	$0 00

Fiscal Year 2010

T&J FUND
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Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Council on Foreign Relations 58 East 68th Street New York, NY 10021 *for general operating support* $630 00	501(c)(3)-509(a)(1) 2010	$0.00	$630.00	$0.00	$630.00	$0.00
Dolores Huerta Foundation P.O. Box 9789 Bakersfield, CA 93389 *for the "Weaving Movements Together" Event* $2,500.00	501(c)(3)-509(a)(1) 2010	$0 00	$2,500.00	$0.00	$2,500 00	$0 00
Earth Action Network 28 Knight Street Norwalk, CT 06851-0000 *for general operating support* $2,500.00	501(c)(3)-509(a)(1) 2010	$0.00	$2,500.00	$0 00	$2,500.00	$0.00
East Side House Settlement 337 Alexander Avenue Bronx, NY 10454 *for the Winter Antiques Show* $2,500.00	501(c)(3)-509(a)(1) 2010	$0.00	$2,500 00	$0 00	$2,500 00	$0 00
Eliza F. Cava 540 Whitney Avenue #3 New Haven, CT 06511 *for the Teresa Heinz Environmental Scholars Awards for 2010* $5,556.00	2010	$0 00	$5,556.00	$0.00	$5,556.00	$0.00

T&J FUND
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Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Ellis Memorial and Eldredge House c/o Boston Antiques for Charity, Inc.66 Charles Street #506 Boston, MA 02114 *for the "Enduring Moments" event* $2,500.00	501(c)(3)-509(a)(1) 2010	$0.00	$2,500.00	$0 00	$2,500 00	$0.00
Elyssa Rachel Gelmann 9105 Fall River Lane Potomac, MD 20854 *for the Teresa Heinz Environmental Scholars Awards for 2010* $5,556 00	2010	$0 00	$5,556.00	$0 00	$5,556 00	$0.00
Episcopal Diocese of Massachusetts 138 Tremont Street Boston, MA 02111 *for the Jubilee Ministry* $5,000.00	501(c)(3)-509(a)(1) 2010	$0.00	$5,000.00	$0.00	$5,000.00	$0 00
Georgetown University 37th & O Streets NW Washington, DC 20057-0004 *for a new rowing center and summer youth program* $1,000,000 00	501(c)(3)-509(a)(1) 2003	$150,000 00	$0 00	$0 00	$150,000 00	$0 00
The Graduate Center Foundation, Inc. 365 Fifth Avenue New York, NY 10016-4309 *for the David Garth chair* $1,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$1,000.00	$0 00	$1,000.00	$0.00

T&J FUND

12/31/10

Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Guilherme Medeiros DePaula 68 Bishop Street, 1st Floor New Haven, CT 06511 *for the Teresa Heinz Environmental Scholars Awards for 2010* $5,556 00	2010	$0.00	$5,556 00	$0 00	$5,556.00	$0.00
H. John Heinz III Center for Science, Economics and the Environment 900 17th Street NWSuite 700 Washington, DC 20006 *for general operating support* $2,600.00	501(c)(3)-509(a)(1) 2010	$0 00	$2,600 00	$0.00	$2,600.00	$0 00
H. John Heinz III Center for Science, Economics and the Environment 900 17th Street NWSuite 700 Washington, DC 20006 *for the Scientists and Policymakers Camp* $30,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$30,000 00	$0 00	$30,000.00	$0 00
H. John Heinz III Center for Science, Economics and the Environment 900 17th Street NWSuite 700 Washington, DC 20006 *for the fundraising event* $12,500 00	501(c)(3)-509(a)(1) 2010	$0 00	$12,500 00	$0.00	$12,500 00	$0 00

Fiscal Year 2010

T&J FUND

12/31/10

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
H. John Heinz III Center for Science, Economics and the Environment 900 17th Street NWSuite 700 Washington, DC 20006 *for the summer intern program* $5,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$5,000.00	$0.00	$5,000.00	$0 00
Harvard College President and Fellows of Harvard CollegeHarvard Medical SchoolCen Boston, MA 02215 *for the 2010 Global Environmental Citizen Awards* $4,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$4,000 00	$0 00	$4,000 00	$0 00
History Flight, Inc. 1537 Long Beach Drive Big Pine Key, FL 33043 *for general operating support* $50.000 00	501(c)(3)-509(a)(2) 2009	$25,000 00	$0 00	$0 00	$25,000 00	$0 00
Irish Immigration Center 100 Franklin Street, LL-1 Boston, MA 02110 *for the Solas Awards* $1,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000 00	$0 00	$1,000.00	$0 00
Jefferson Awards for Public Service 100 West 10th StreetSuite 215 Wilmington, DE 19801-1665 *for the Jefferson Awards* $10,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$10,000.00	$0.00	$10,000 00	$0 00

T&J FUND

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Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Jefferson Awards for Public Service 100 West 10th StreetSuite 215 Wilmington, DE 19801-1665 *for general operating support* $1,000.00	501(c)(3)-509(a)(1) 2010	$0.00	$1,000.00	$0 00	$1,000.00	$0 00
Jennifer Blesh Gardner 449 Old 76 Road Brooktondale, NY 14817 *for the Teresa Heinz Environmental Scholars Awards for 2010* $11,764 00	2010	$0.00	$11,764.00	$0.00	$11,764 00	$0 00
Kaji Aso Studio Tapestry of Voices9 Hawthorne Place, 4N Boston, MA 02114 *for the 2010 Boston National Poetry Month Festival* $1,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000.00	$0.00	$1,000 00	$0 00
Lea Hildebrandt 4325 Lydia Street Pittsburgh, PA 15207 *for the Teresa Heinz Environmental Scholars Awards for 2010* $11,764.00	2010	$0 00	$11,764 00	$0.00	$11,764.00	$0 00
Massachusetts General Hospital Cancer CenterDevelopment Office165 Cambridge Street, Suite 600 Boston, MA 12114-2792 *for the "one hundred" event* $1,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000.00	$0.00	$1,000 00	$0 00

T&J FUND

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Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Massachusetts Women's Political Caucus Education Fund 11 Beacon StreetSuite 432 Boston, MA 02108 *for general operating support* $2,500 00	501(c)(3)-509(a)(2) 2010	$0 00	$2,500 00	$0 00	$2,500 00	$0 00
Massachusetts Women's Political Caucus Education Fund 11 Beacon StreetSuite 432 Boston, MA 02108 *for the 23rd Annual Abigail Adams event* $1,000.00	501(c)(3)-509(a)(2) 2010	$0.00	$1,000.00	$0.00	$1,000 00	$0 00
Matthew S. Colgan 2010 Sand Hill Road Menlo Park, CA 94025 *for the Teresa Heinz Environmental Scholars Awards for 2010* $11,764 00	2010	$0.00	$11,764 00	$0 00	$11,764.00	$0 00
Mehana Vaughn Box 826 Lihue, HI 96766 *for the Teresa Heinz Environmental Scholars Awards for 2010* $11,764.00	2010	$0.00	$11,764 00	$0 00	$11,764 00	$0 00

T&J FUND

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Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Michael Victor Cavazos c/o Bea Blomquist6300 Ocean Drive Corpus Christi, TX 78412 *for the Teresa Heinz Environmental Scholars Awards for 2010* $5,556.00	 2010	$0.00	$5,556.00	$0 00	$5,556.00	$0.00
Nantucket Atheneum P O. Box 808 Nantucket, MA 02554 *for general operating support* $1,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000 00	$0.00	$1,000.00	$0.00
Nantucket Historical Association P O. Box 1016 Nantucket, MA 02554-1016 *for the 2010 Antiques Show* $1,000 00	501(c)(3)-509(a)(2) 2010	$0 00	$1,000 00	$0 00	$1,000 00	$0.00
Nantucket Sustainable Development Corporation P.O. Box 1244 Nantucket, MA 02554 *for general operating support* $1,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000.00	$0 00	$1,000 00	$0.00
National Academy of Social Insurance 1776 Massachusetts Ave., NWSuite 615 Washington, DC 20036-1904 *grant to sustain the Heinz Dissertation Award* $50,000 00	501(c)(3)-509(a)(1) 2008	$30,000 00	$0.00	$0 00	$30,000 00	$0 00

T&J FUND

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Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
National Academy of Social Insurance 1776 Massachusetts Ave , NWSuite 615 Washington, DC 20036-1904 *for the "Beyond the Bad Economy· Jobs, Retirement, Health, and Social Insurance" event* $5,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$5,000.00	$0.00	$5,000 00	$0 00
National Fund for US Botanic Garden 245 First Street, SW Washington, DC 20024-3201 *for "Friends of the Garden" fund* $1,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000 00	$0 00	$1,000 00	$0 00
National Gallery of Art 6th & Constitution Washington, DC 20565 *for general operating support* $10,000.00	501(c)(3)-509(a)(1) 2010	$0.00	$10,000 00	$0.00	$10,000 00	$0.00
National Philanthropic Trust Breast Cancer 3-DayP.O Box 650543 Dallas, TX 75265-0543 *for the Boston 3-Day Breast Cancer Walk, Pink Angels Team* $1,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000.00	$0 00	$1,000.00	$0 00
Nicole Aileen Morgan 6701 Everhart RoadApt 1101 Corpus Christi, TX 78413 *for the Teresa Heinz Environmental Scholars Awards for 2010* $5,556 00	2010	$0.00	$5,556 00	$0.00	$5,556 00	$0.00

Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Pay It Forward Foundation 3131 Piedmont Rd, NESuite 205 Atlanta, GA 30305 *for the football camp and health fair event* $5,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$5,000 00	$0 00	$5,000 00	$0 00
Pine Street Inn 444 Harrison Avenue Boston, MA 02118 *for the annual "Home Remedy" event* $1,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$1,000.00	$0 00	$1,000.00	$0 00
Pittsburgh Area Jewish Committee 4905 Fifth Avenue, Suite 5 Pittsburgh, PA 15213 *for the 2010 Impact Award event* $2,250.00	501(c)(3)-509(a)(1) 2010	$0 00	$2,250.00	$0 00	$2,250.00	$0 00
Posy Busby 371 Serra Mall Stanford, CA 94305 *for the Teresa Heinz Environmental Scholars Awards for 2010* $11,764.00	2010	$0 00	$11,764 00	$0.00	$11,764.00	$0 00
Rachelle K. Gould 564 Channing Avenue Palo Alto, CA 94301 *for the Teresa Heinz Environmental Scholars Awards for 2010* $11,764.00	2010	$0 00	$11,764.00	$0 00	$11,764.00	$0 00

Fiscal Year 2010

T&J FUND
12/31/10

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Research Foundation for Mental Hygene, Inc. c/o Columbia University College of Physicians & Surgeons1051 River New York, NY 10032 *for the Health and Aging Policy Fellows Program* $13,500.00	501(c)(3)-509(a)(1) 2010	$0.00	$13,500 00	$0 00	$13,500.00	$0.00
Rodrigo Pizarro 91 Thoburn Ct. Apt. 108 Stanford, CA 94305 *for the Teresa Heinz Environmental Scholars Awards for 2010* $11,764.00	2010	$0 00	$11,764 00	$0.00	$11,764 00	$0 00
Russell Byers Charter School 210 W. Rittenhouse Square, Suite 400 Philadelphia, PA 19130 *for general operating support* $10,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$10,000.00	$0.00	$10,000 00	$0 00
Ryan White CARE Act, Title II Community AIDS National Network, Inc. 1901 18th Street, NW3rd Floor Washington, DC 20009 *for the CANN Briefing event* $5,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$5,000 00	$0 00	$5,000.00	$0.00

T&J FUND

12/31/10

Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Seattle Art Museum P. O. Box 22000 Seattle, WA 98122-9700 *for the Special Exhibitions Fund* $50,000.00	501(c)(3)-509(a)(1) 2009	$40,000 00	$0.00	$0.00	$10,000 00	$30,000 00
Sun Valley Summer Symphony, Inc. P.O. Box 1914 Sun Valley, ID 83353 *for the Music Pavilion* $250,000.00	501(c)(3)-509(a)(1) 2008	$75,000 00	$0 00	$0.00	$75,000 00	$0 00
Sun Valley Summer Symphony, Inc. P O. Box 1914 Sun Valley, ID 83353 *for general operating support* $20,000.00	501(c)(3)-509(a)(1) 2010	$0.00	$20,000 00	$0 00	$20,000 00	$0 00
Sun Valley Summer Symphony, Inc. P.O. Box 1914 Sun Valley, ID 83353 *for the 2010 annual benefit concert* $2,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$2,000 00	$0.00	$2,000.00	$0.00
Sun Valley Writers' Conference P O. Box 957 Ketchun, ID 83340 *for the 2010 Writers' Conference* $1,700.00	501(c)(3)-509(a)(1) 2010	$0.00	$1,700.00	$0.00	$1,700 00	$0.00

T&J FUND

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Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
United Negro College Fund 8260 Willow Oaks Corporate DriveP. O. Box 10444 Fairfax, VA 22031-4511 *for the John Heinz Environmental Fellows Program* $120,000.00	501(c)(3)-509(a)(1) 2004	$40,000.00	$0 00	$0 00	$0.00	$40,000.00
University of the Witwatersrand Fund, Inc. Post Office Box 7101 New York, NY 10150 *for the Public Health building project* $500,000 00	501(c)(3)-509(a)(1) 2010	$0.00	$500,000 00	$0 00	$100,000 00	$400,000 00
Veronica Morales 211 Stewart Avenue Ithaca, NY 14850 *for the Teresa Heinz Environmental Scholars Awards for 2010* $11,764.00	2010	$0.00	$11,764.00	$0.00	$11,764.00	$0 00
West Virginia Health Right, Inc. 1520 Washington Street, East Charleston, WV 25311 *for the I-Hope program* $3,500 00	501(c)(3)-509(a)(1) 2010	$0 00	$3,500.00	$0.00	$3,500 00	$0 00
Whitman-Walker Clinic 1407 S Street, NW Washington, DC 20009 *for the AIDS Walk 2010* $1,000 00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000 00	$0 00	$1,000 00	$0 00

T&J FUND

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Fiscal Year 2010

Recipient and/or Purpose	Tax Status	Beginning Balance 2010	Newly Allocated 2010	Amended 2010	Amount Paid 2010	Ending Balance 2010
Women's Policy 409 12th Street, SWSuite 310 Washington, DC 20024 *for the 2010 Congressional Caucus for Women's Issues* $1,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$1,000.00	$0.00	$1,000.00	$0 00
Yale University Department of Athletics P.O Box 208216 New Haven, CT 06520-8216 *in honor of Richard W Pershing* $5,000.00	501(c)(3)-509(a)(1) 2010	$0 00	$5,000.00	$0 00	$5,000.00	$0 00
Yale University Art Gallery P. O. Box 208271 New Haven, CT 06520-8271 *$10,000,000 grant* $4,857,000.00	501(c)(3)-509(a)(1) 1999	$57,000 00	$0.00	$0 00	$57,000.00	$0 00
Grand Total (79 items)		$417,000.00	$927,684.00	$0.00	$874,684.00	$470,000.00

Teresa & H. John Heinz III Fund	$874,684
Awards Fund	$1,020,900
Heinz Award Expense	$416,843
	$2,312,427

Heinz Family Foundation
EIN 25-1689382
Form 990-PF
Year Ended December 31, 2010

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

PART IX-A, LINE 1

One of the primary exempt purposes of the foundation is the awarding of individual grants, recognizing outstanding achievements in the areas of Arts & Humanities; Human Condition; Public Policy; Technology, the Economy & Employment; and Environment. During 2010, grants of $1,000,000 were made to 10 individuals as detailed on the following page.

These awards are granted in accordance with IRC Section 4945 (g) on an objective and nondiscriminatory basis pursuant to a procedure approved in advance by the Internal Revenue Service. $ 1,437,743

PART IX-A, LINE 2

Various conferences and programs which attempt to enlighten the public in areas such as the environment, health care initiatives, and economic issues for women. $ 128,973

PART IX-A, LINE 3

One of the primary exempt purposes of the foundation is the awarding of grants through the Teresa Heinz Scholars for Environmental Research program. This program provides doctoral dissertation and master's thesis or project enhancement support for research on emerging environmental issues. Scholars must use the award to enhance the quality of their dissertation or master's thesis During 2010, grants of $133,004 were made to 15 individuals detailed in Statement 17 and $28 was expended for administrative expenses related to this program.

Research must have public policy relevance that increases society's understanding of environmental problems and their solutions. Individuals and dissertations or thesis or projects that do not meet these criteria will not be considered.

These awards are granted in accordance with IRC Section 4945 (g) on an objective and nondiscriminatory basis pursuant to a procedure approved in advance by the Internal Revenue Service. $ 133,032

PART IX-A, LINE 4

One of the primary exempt purposes of the foundation is the awarding of the Heinz Senate Fellowship which assists the U.S. Senate in identifying and developing new leaders in issues affecting an aging population and senior citizens. During 2010, a grant of $13,500 was made and there were administrative expenses of $972 relating to this program.

These awards are granted in accordance with IRC Section 4945 (g) on an objective and nondiscriminatory basis pursuant to a procedure approved in advance by the Internal Revenue Service. $ 14,472

2010 HEINZ AWARD WINNERS

Recipient	Date of Award	Amount
Daniel Sperling	November 15, 2010	100,000
Elizabeth Kolbert	November 15, 2010	100,000
Frederick vom Saal	November 15, 2010	100,000
Gretchen Daily	November 15, 2010	100,000
James Balog	November 15, 2010	100,000
Lynn Goldman	November 15, 2010	100,000
Michael Oppenheimer	November 15, 2010	100,000
Morgan C. Fowler	November 15, 2010	100,000
Richard Feely	November 15, 2010	100,000
Terrence Collins	November 15, 2010	100,000
Total Heinz Awards		1,000,000
Other Heinz Grants		20,900
Direct Heinz Awards Program Expenses		416,843
		$ 1,437,743

Heinz Family Foundation
EIN 25-1689382
Form 990-PF
Year Ended December 31, 2010

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

These individuals are employees of the Heinz Family Office and, as a result, the Heinz Family Office pays their respective salaries and benefits. The Heinz Family Foundation has no employees, and contracts the Heinz Famıly Office's employees to provide its services. The salary and benefit amounts listed above are also reflected in Part VIII, line 3 of Form 990-PF under compensation paid to the Heinz Family Office for contracted employee services.

Heinz Family Foundation
EIN 25-1689382
Form 990-PF
Year Ended December 31, 2010

Part XV, Line 2

The Heinz Family Foundation does not consider unsolicited requests for grants. The Heinz Family Foundation makes grants only to prior selected organizations that are public charities as described in Section 501(c)(3). The Heinz Family Foundation is not permitted by the U.S. government tax laws to make grants to individuals or organizations unless they are a qualified 501(c)(3) public charity in the United States.

Heinz Family Foundation
EIN 25-1689382
Form 990-PF
Year Ended December 31, 2010

Effective December 31, 2010, through an Agreement and Plan of Merger, the Heinz Yale Scholarship Fund of Pennsylvania ("Yale Fund") and the Heinz Exeter Scholarship Fund ("Exeter Fund") merged into the Heinz Family Foundation. Although the Funds are to be governed pursuant to the bylaws of the Foundation, the Foundation does not maintain variance power.

The cost and fair value of the assets on the date of the merger is as follows:

	Cost	Fair Value
Yale Fund		
Cash	53,937	53,937
Investments	2,896,701	3,293,100
	2,950,638	3,347,037
Exeter Fund		
Cash	17,271	17,271
Investments	892,295	853,522
	909,566	870,793
Total	3,860,204	4,217,830

Entity # 2055769
Date Filed: 11/22/2010
Effective Date: 12/31/2010
Basil L Merenda
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles/Certificate of Merger
(15 Pa.C.S.)

___ Domestic Business Corporation (§ 1926)
_x_ Domestic Nonprofit Corporation (§ 5926)
___ Limited Partnership (§ 8547)

Name PENNCORP SERVICEGROUP, INC.
Address ~~600 NORTH SECOND STREET~~
PO BOX 1210
City HARRISBURG, PA State 17108-1210 Zip Code 8159

Commonwealth of Pennsylvania
ARTICLES OF MERGER-NONPROFIT 6 Page(s)

T1032764017

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: Heinz Family Foundation

2. (*Check and complete one of the following*):

_x_ The surviving corporation is a domestic nonprofit corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):
(a) Heinz Family Office, 4440 USX Tower, Pittsburgh, PA 15219 Allegheny
Number and Street City State Zip County
(b) c/o ______
Name of Commercial Registered Office Provider County

___ The surviving corporation is a qualified foreign nonprofit corporation incorporated under the laws of ______ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):
(a) ______
Number and Street City State Zip County
(b) c/o ______
Name of Commercial Registered Office Provider County

___ The surviving corporation is a nonqualified foreign nonprofit corporation incorporated under the laws of ______ and the address of its principal office under the laws of such domiciliary jurisdiction is:
______
Number and Street City State Zip County

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PA. DEPT. OF STATE

3. The name and address of the registered office in this Commonwealth and the name of its commercial registered office provider and the county of venue of each other domestic nonprofit corporation and qualified foreign nonprofit corporation which is a party to the plan of merger are as follows:

Name	Address of Registered Office or Name of Commercial Registered Office Provider	County
Heinz Family Foundation	Heinz Family Office, 4440 USX Tower, Pittsburgh, PA 15219	Allegheny
The Heinz Yale Scholarship Fund of Pennsylvania	1062 Progress Street, Pittsburgh, PA 15212	Allegheny
The Heinz Exeter Scholarship Fund	1062 Progress Street, Pittsburgh, PA 15212	Allegheny

4. *(Check, and if appropriate complete, one of the following)*:

___ The plan of merger shall be effective upon filing these Articles of Merger in the Department of State

X The plan of merger shall be effective on December 31, 2010 at 11:59 p.m.

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name	Manner of adoption
Heinz Family Foundation	Adopted by action of the board of directors of the corporation pursuant to 15 Pa.C.S. § 5924(b)
The Heinz Yale Scholarship Fund of Pennsylvania	Adopted by action of the board of directors of the corporation pursuant to 15 Pa.C.S. § 5924(b)
The Heinz Exeter Scholarship Fund	Adopted by action of the board of directors of the corporation pursuant to 15 Pa.C.S. § 5924(b)

6. *(Check, and if appropriate complete, one of the following)*:

x The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

___ Pursuant to 15 Pa.C.S. § 5901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part thereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

Number and Street	City	State	Zip

IN TESTIMONY WHEREOF, each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 22nd day of November, 2010.

HEINZ FAMILY FOUNDATION

By_______________

Title President

THE HEINZ YALE SCHOLARSHIP FUND OF PENNSYLVANIA

By Teresa Heinz

Title CHAIR

THE HEINZ EXETER SCHOLARSHIP FUND

By Teresa Heinz

Title CHAIR

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER ("Agreement") dated as of the 22nd day of Nov, 2010 by and among HEINZ FAMILY FOUNDATION, a Pennsylvania nonfat corporation (the "Foundation" or the "Surviving Corporation"), THE HEINZ YALE SCHOLARSHIP FUND OF PENNSYLVANIA, a Pennsylvania nonprofit corporation ("Yale"), and THE HEINZ EXETER SCHOLARSHIP FUND, a Pennsylvania nonprofit corporation ("Exeter") (the Foundation; Yale and Exeter being herein sometimes collectively referred to as the "Constituent Corporations").

WITNESSETH:

WHEREAS, the Constituent Corporations desire that Yale and Executer be merged with and into the Foundation, with the Foundation being the surviving corporation, upon the terms and conditions set forth herein;

WHEREAS, the Board of Directors of the Foundation has adopted resolutions approving this Agreement in accordance with the Pennsylvania Nonprofit Corporation Law of 1988 (the "PNCL"); and

WHEREAS, the Board of Directors of Heinz has adopted resolutions approving this Agreement in accordance with the PNCL; and

WHEREAS, the Board of Directors of Exeter has have adopted resolutions approving this Agreement in accordance with the PNCL.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, and intending to be legally bound hereby, the Foundation, Heinz and Exeter hereby agree as follows:

1. Terms of Merger. On the Effective Date (as hereinafter defined), Heinz and Exeter shall be merged with and into the Foundation pursuant to the provisions of Section 5921 of the PNCL (the "Merger").

2. Surviving Corporation. The corporation surviving the Merger shall be the Foundation.

3. Effective Date. If this Agreement is not terminated as contemplated by Section 7 hereof, Articles of Merger (the "Articles of Merger"), executed in accordance with the PNCL, shall be delivered to the appropriate state officials for filing. The Merger shall become effective on December 31, 2010 at 11:59 p.m.(the "Effective Date").

4. Articles of Incorporation. The Articles of Incorporation of the Foundation as in effect on the Effective Date, from and after the Effective Date and until further amended as provided by applicable law, shall be, and may be separately certified as, the Articles of Incorporation of the Surviving Corporation.

5. Bylaws. The Bylaws of the Foundation, as in effect on the Effective Date, shall be the Bylaws of the Surviving Corporation, to remain unchanged until amended in accordance with the provisions thereof and of applicable law.

6. Directors and Officers. Upon the Effective Date, the Board of Directors of the Surviving Corporation shall consist of those persons who were directors of the Foundation immediately prior to the Effective Date, and the officers of the Surviving Corporation shall be the persons who were officers of the Foundation immediately prior to the Effective Date, each such person to hold, in accordance with the Bylaws and at the pleasure of the Board of Directors of the Surviving Corporation, the same office or offices with the Surviving Corporation as he or she then held with the Foundation.

7. Termination and Amendment. This Agreement may be terminated by the Boards of Directors of the Foundation, Yale or Exeter at any time prior to the Effective Date. In addition, the Boards of Directors of the Foundation, Yale and Exeter may amend this Agreement at any time prior to the Effective Date.

8. Miscellaneous. Upon the Effective Date, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of Yale and Exeter shall be transferred to, vested in and devolve upon the Foundation without further act or deed and all property, rights, and every other interest of the Foundation, Yale and Exeter shall be as effectively the property of the Foundation as they were of the Foundation, Yale and Exeter respectively. Yale and Exeter hereby agree from time to time, as and when requested by the Foundation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the Foundation may deem necessary or desirable in order to vest in and confirm to the Foundation title to and possession of any property of Yale and Exeter acquired or to be acquired by reason of or as a result of the Merger herein provided for and otherwise to carry out the intent and purposes hereof and the proper officers and directors of Yale and Exeter and the proper officers and directors of the Foundation are fully authorized in the name of Yale and Exeter or otherwise to take any and all such action.

IN WITNESS WHEREOF, the Foundation, Yale and Exeter have caused this Agreement to be executed as of the date first above written.

HEINZ FAMILY FOUNDATION

By: [signature]
Title: Presid

THE HEINZ YALE SCHOLARSHIP FUND OF PENNSYLVANIA

By: Teresa Heinz
Title: CHAIR

THE HEINZ EXETER SCHOLARSHIP FUND

By: Teresa Heinz
Title: CHAIR

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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	Employer identification number
	HEINZ FAMILY FOUNDATION	25-1689382
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 625 LIBERTY AVENUE, SUITE 3200	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. PITTSBURGH, PA 15222	

Enter the Return code for the return that this application is for (file a separate application for each return) [0][4]

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 ▶ JACK E. KIME, CFO 625 LIBERTY AVENUE, SUITE 3200 - PITTSBURGH, PA 15222
  Telephone No ▶ 412-497-5775 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 AUGUST 15, 2011 , to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ [X] 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	$ 155,385.
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	$ 125,385.
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	$ 30,000.

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

- 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 HEINZ FAMILY FOUNDATION	Employer identification number 25-1689382
	Number, street, and room or suite no. If a P.O. box, see instructions. 625 LIBERTY AVENUE, SUITE 3200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PITTSBURGH, PA 15222	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

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 ▶ JACK E. KIME, CFO 625 LIBERTY AVENUE, SUITE 3200 - PITTSBURGH, PA 15222

Telephone No. ▶ 412-497-5775 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.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2011.

5 For calendar year 2010 , or other tax year beginning ________, and ending ________.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND 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	$ 155,385.
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	$ 155,385.
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 ▶ M. M. Cutter Title ▶ CPA Date ▶ 08/10/11

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