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

OMB No 1545 0052

2010Department of the Treasury
Internal Revenue Service

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

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

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

ANDREW R. & DOROTHY L. COCHRANE
FOUNDATION
30730 WATSON BLVD.
BIG PINE KEY, FL 33043

A Employer identification number

25-6093648

B Telephone number (see the instructions)

305-849-3060

C If exemption application is pending, check here ☐**D** 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 4,692,895.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc. received (att sch)	106,585.			
	2	Interest on savings and temporary cash investments	407.	407.	407.	
	3	Dividends and interest from securities	79,939.	79,539.	79,939.	
	4	Gross rents				
	5a	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	54,225.			
	7	Gross sales price for all assets on line 6a	2,081,311.			
	8	Capital gain/loss (from Part IV, line 2)		54,225.		
	9	Net short-term capital gain or (loss)			0.	
	10a	Gross sales (less returns and allowances)				
	11	Gross profit (loss) (att sch)				
12	Total. Add lines 1 through 11	241,156.	134,171.	80,346.		
ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	16b	Accounting fees (attach sch) See St 1	1,950.			1,950.
	16c	Other prof fees (attach sch) See St. 2	14,198.	14,198.		
	17	Interest				
	18	Taxes (attach schedule)(see instr) See Stm 3	3,588.		2,057.	15.
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
22	Printing and publications					
23	Other expenses (attach schedule) See Statement 4	664.			664.	
24	Total operating and administrative expenses. Add lines 13 through 23	20,400.	14,198.	2,057.	2,629.	
25	Contributions, gifts, grants paid. Part XV	213,050.			213,050.	
26	Total expenses and disbursements. Add lines 24 and 25	233,450.	14,198.	2,057.	215,679.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	7,706.				
b	Net investment income (if negative, enter -0-)		119,973.			
c	Adjusted net income (if negative, enter -0-)			78,289.		

9/00
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
ASSETS	1	Cash — non-interest-bearing	21,871.	6,532.	6,532.		
	2	Savings and temporary cash investments	99,808.	326,906.	326,906.		
	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 (attach schedule) (see the instructions)					
	7	Other notes and loans receivable (attach sch)					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges	3,668.	2,152.	2,152.		
	10a	Investments — U.S. and state government obligations (attach schedule)					
	b	Investments — corporate stock (attach schedule) Statement 5	3,917,356.	3,705,097.	4,357,305.		
	c	Investments — corporate bonds (attach schedule)					
	LIABILITIES	11	Investments — land, buildings, and equipment: basis				
		Less: accumulated depreciation (attach schedule)					
12		Investments — mortgage loans					
13		Investments — other (attach schedule)					
14		Land, buildings, and equipment: basis					
		Less: accumulated depreciation (attach schedule)					
15		Other assets (describe)					
16		Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	4,042,703.	4,040,687.	4,692,895.		
17		Accounts payable and accrued expenses					
18		Grants payable					
NET ASSETS OR FUND BALANCES	19	Deferred revenue					
	20	Loans from officers, directors, trustees, & other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe)					
	23	Total liabilities (add lines 17 through 22)	0.	0.			
	24	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	25	Unrestricted					
	26	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, building, and equipment fund						
29	Retained earnings, accumulated income, endowment, or other funds	4,042,703.	4,040,687.				
30	Total net assets or fund balances (see the instructions)	4,042,703.	4,040,687.				
31	Total liabilities and net assets/fund balances (see the instructions)	4,042,703.	4,040,687.				

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	4,042,703.
2	Enter amount from Part I, line 27a	2	7,706.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	4,050,409.
5	Decreases not included in line 2 (itemize) See Statement 6	5	9,722.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	4,040,687.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 7				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
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	54,225.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	— [If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8]	3	-8,653.

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	203,919.	3,860,164.	0.052827
2008	204,811.	3,745,599.	0.054680
2007	209,679.	3,992,141.	0.052523
2006	210,981.	3,857,077.	0.054700
2005	179,886.	3,596,606.	0.050015

2 Total of line 1, column (d)	2	0.264745
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.052949
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,429,582.
5 Multiply line 4 by line 3	5	234,542.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,200.
7 Add lines 5 and 6	7	235,742.
8 Enter qualifying distributions from Part XII, line 4	8	215,679.

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 the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instr.)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1 2,399.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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 2,399.
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 2,399.
6 Credits/Payments:		
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a 2,152.	
b Exempt foreign organizations — tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 2,152.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed. See Statement 8	9 257.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ELEANOR C CLARK</u> Telephone no. <u>570-525-3665</u> Located at <u>30730 WATSON BLVD. BIG PINE KEY FL</u> ZIP + 4 <u>33043</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u>N/A</u>				

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☐**5b**

N/A

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

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

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

X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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 (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9		0.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 THE FOUNDATION HAS NO ESTABLISHED GRANT PROGRAM. IT SUPPORTS CHARITABLE AND RELIGIOUS ORGANIZATIONS WITH AN EMPHASIS ON PROGRAMS IN WESTERN PENNSYLVANIA.	
2	
3	
4	

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

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

BAA

Form 990-PF (2010)

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	4,274,729.
b	Average of monthly cash balances	1b	222,309.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,497,038.
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	4,497,038.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	67,456.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,429,582.
6	Minimum investment return. Enter 5% of line 5	6	221,479.

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	221,479.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,399.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,399.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	219,080.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	219,080.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	219,080.

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	215,679.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	215,679.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	215,679.

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				219,080.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	6,001.			
b From 2006	27,753.			
c From 2007	19,100.			
d From 2008	18,985.			
e From 2009	12,427.			
f Total of lines 3a through e	84,266.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 215,679.				
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				215,679.
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))	3,401.			3,401.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	80,865.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	2,600.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	78,265.			
10 Analysis of line 9:				
a Excess from 2006	27,753.			
b Excess from 2007	19,100.			
c Excess from 2008	18,985.			
d Excess from 2009	12,427.			
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)					
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	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 organization had \$5,000 or more in assets at any time during the year — see instructions.)

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)
- None
- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
- None

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

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

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

See Statement 10

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

See Statement for Line 2a

- c Any submission deadlines.

See Statement for Line 2a

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

See Statement for Line 2a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a</i> Paid during the year See Statement 11				
Total.			3a	213,050.
<i>b</i> Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	407.	
4	Dividends and interest from securities			14	79,939.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	54,225.	
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)				134,571.	
13	Total. Add line 12, columns (b), (d), and (e)				13	134,571.

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

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

[illegible]

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF

OMB No 1545-0047

2010

Name of the organization **ANDREW R. & DOROTHY L. COCHRANE
FOUNDATION**

Employer identification number
25-6093648

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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 their 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).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

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

Name of organization

Employer identification number

ANDREW R. & DOROTHY L. COCHRANE

25-6093648

Part II Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ESTATE OF LUCILLE C. AUGUSTINE 102 BROADWAY, SUITE 203 CARNEGIE, PA 15106	\$ 106,585.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

ANDREW R. & DOROTHY L. COCHRANE

25-6093648

Part III Noncash Property (see instructions)

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

BAA

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

Name of organization

ANDREW R. & DOROTHY L. COCHRANE

Employer identification number

25-6093648

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete cols (a) through (e) and the following line entry.

For organizations completing Part III, enter total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.)

► \$ N/A

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

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Federal Worksheets
ANDREW R. & DOROTHY L. COCHRANE
FOUNDATION

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$$\begin{array}{r} 247. \\ \times .030 \\ \hline 7. \\ \hline \end{array}$$

$$\begin{array}{r} 247. \\ 0. \\ \hline 247. \end{array}$$

$$\begin{array}{r} 247.00 \\ \times .004943415 \\ \hline 1.22 \end{array}$$

$$\begin{array}{r} 248.22 \\ \times .005163689 \\ \hline 1.28 \end{array}$$

$$\begin{array}{r} 3. \\ \hline \end{array}$$

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Statement 7
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	BERNSTEIN ACCOUNT	Purchased	1/31/2008	9/30/2010
2	BERNSTEIN ACCOUNT	Purchased	1/01/2010	12/31/2010
3	1075 BAXTER INT'L	Purchased	6/04/2009	5/07/2010
4	1200 BP PLC	Purchased	4/28/2009	5/07/2010
5	1050 FTI CONSULTING	Purchased	8/24/2009	5/07/2010
6	650 LOCKHEED MARTIN	Purchased	7/02/2009	5/07/2010
7	3837.299 OAKMARK FUNDS EQUITY	Purchased	3/20/2003	1/14/2010
8	600 TELEFONICA DE ESPANA	Purchased	1/14/2010	5/07/2010
9	2500 WOLVERINE WORLD WIDE	Purchased	5/27/2009	5/07/2010
10	CAPITAL GAIN DISTRIBUTION	Purchased	7/01/2009	12/31/2010
11	CAPITAL GAIN DISTRIBUTION	Purchased	7/01/2009	12/31/2010

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	121,042.		119,051.	19,909.				\$ 19,909.
2	672,635.		681,860.	-9,225.				-9,225.
3	48,526.		49,534.	-1,008.				-1,008.
4	58,753.		50,956.	7,797.				7,797.
5	41,979.		50,052.	-8,073.				-8,073.
6	52,583.		50,928.	1,655.				1,655.
7	100,000.		87,260.	12,740.				12,740.
8	34,244.		48,604.	-14,360.				-14,360.
9	71,732.		49,374.	22,358.				22,358.
10	10,576.		0.	10,576.				10,576.
11	11,856.		0.	11,856.				11,856.
Total								\$ 54,225.

\$ 247.
 7.
 3.
 Total \$ 257.

Statement 9
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
CHRISTINE YUKEVICH 121 SOUTH DR PITTSBURGH, PA 15238	Trustee 0	\$ 0.	\$ 0.	\$ 0.

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Federal Statements
ANDREW R. & DOROTHY L. COCHRANE
FOUNDATION

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Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CPA	\$ 1,950.			\$ 1,950.
Total	\$ 1,950.	\$ 0.	\$ 0.	\$ 1,950.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT ADVISORY FEES	\$ 14,198.	\$ 14,198.		
Total	\$ 14,198.	\$ 14,198.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL TAX	\$ 1,516.			
FOREIGN TAXES	2,057.		\$ 2,057.	
PA REGISTRATION	15.			\$ 15.
Total	\$ 3,588.	\$ 0.	\$ 2,057.	\$ 15.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
POSTAGE	\$ 104.			\$ 104.
TELEPHONE	560.			560.
Total	\$ 664.	\$ 0.	\$ 0.	\$ 664.

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Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
OAKMARK EQUITY & INCOME	Cost	\$ 213,639.	\$ 260,175.
GOLDMAN SACHS GROUP	Cost	27,046.	31,278.
GENERAL ELECTRIC	Cost	6,320.	7,316.
MICROSOFT	Cost	12,783.	13,122.
BANK OF AMERICA	Cost	0.	0.
CONOCOPHILLIPS	Cost	5,605.	8,172.
HEWLETT PACKARD	Cost	8,049.	8,210.
METLIFE	Cost	0.	0.
PEPSICO	Cost	1,075.	1,307.
SPRINT	Cost	0.	0.
BERNSTEIN EMERGING MARKETS	Cost	30,330.	55,815.
J P MORGAN CHASE	Cost	45,405.	53,025.
TIME WARNER INC	Cost	2,378.	2,477.
TEVA PHARMACEUTICAL	Cost	6,637.	7,820.
ALCON INC.	Cost	15,763.	21,405.
CHEVRON	Cost	0.	0.
GILEAD SCIENCES	Cost	21,176.	20,113.
MERCK & CO	Cost	0.	0.
ALTRIA GROUP	Cost	6,582.	8,002.
APPLE COMPUTER	Cost	6,989.	42,568.
SCHLUMBERGER	Cost	21,463.	31,313.
BERNSTEIN INT'L	Cost	304,914.	323,332.
PERRITT MICRO CAP	Cost	160,187.	150,808.
RS INVT TR	Cost	106,195.	141,508.
BERNSTEIN INTERMEDIATE	Cost	584,679.	609,585.
AT & T	Cost	7,593.	7,345.
CBS CORP	Cost	0.	0.
PFIZER	Cost	22,212.	22,763.
CISCO SYSTEMS	Cost	15,610.	15,173.
NOKIA CORP	Cost	0.	0.
FAIRHOLME FUND	Cost	170,803.	209,483.
TRAVELERS CO	Cost	6,913.	8,357.
CME GROUP	Cost	10,233.	9,653.
DEUTSCHE BANK	Cost	0.	0.
MORGAN STANLEY	Cost	4,711.	6,122.
MEDCO HEALTH	Cost	0.	0.
MACY'S	Cost	0.	0.
INTEL	Cost	4,036.	4,627.
MANNING & NAPIER	Cost	142,612.	117,118.
XL GROUP	Cost	0.	0.
FRANKLIN RESOURCES	Cost	0.	0.
RRI ENERGY	Cost	0.	0.
WALT DISNEY CO.	Cost	7,977.	11,253.
NEWS CORP.	Cost	10,128.	15,870.
GOOGLE INC.	Cost	11,377.	29,699.
BAXTER INT'L	Cost	0.	0.
BUNGE	Cost	7,186.	10,156.
GENERAL MILLS	Cost	0.	0.
ARCHER DANIELS	Cost	2,591.	2,707.
COSTCO	Cost	2,900.	3,972.
HOME DEPOT	Cost	0.	0.
JC PENNEY	Cost	0.	0.
KOHL'S CORP	Cost	15,366.	19,562.
LIMITED BRANDS	Cost	5,147.	5,070.
LOWES	Cost	12,368.	13,167.

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Statement 5 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
WAL-MART	Cost	\$ 0.	\$ 0.
CORNING	Cost	994.	2,222.
QUALCOMM	Cost	0.	0.
MOTOROLA	Cost	2,148.	2,948.
DELL INC.	Cost	12,679.	13,211.
SYMANTEC CORP	Cost	0.	0.
WESTERN DIGITAL	Cost	0.	0.
CAMERON INT'L	Cost	2,044.	4,566.
DEVON ENERGY	Cost	9,608.	13,347.
OCCIDENTAL PET.	Cost	4,529.	5,886.
BAXTER INT'L	Cost	0.	0.
BP PLC	Cost	0.	0.
FTI CONSULTING	Cost	0.	0.
LOCKHEED MARTIN	Cost	0.	0.
MEDCO HEALTH	Cost	49,432.	67,397.
NOVO-NORDISK	Cost	47,075.	112,570.
REALTY INCOME	Cost	50,049.	82,080.
VARIAN MEDICAL	Cost	50,567.	93,528.
WOLVERINE WORLD WIDE	Cost	0.	0.
MASCO CORP	Cost	0.	0.
DR HORTON	Cost	0.	0.
NVR INC	Cost	3,774.	4,837.
PULTE GROUP	Cost	0.	0.
QUANTA SERVICES	Cost	0.	0.
ACE LTD	Cost	0.	0.
AMERIPRISE FINANCIAL	Cost	0.	0.
CREDIT SUISSE	Cost	0.	0.
VISA, INC	Cost	0.	0.
PRINCIPAL FIN.	Cost	0.	0.
UNUM GROUP	Cost	0.	0.
AETNA	Cost	0.	0.
BANK OF NY	Cost	0.	0.
BB&T	Cost	2,278.	2,235.
US BANCORP	Cost	0.	0.
WELLS FARGO	Cost	24,492.	28,387.
VODAPHONE	Cost	5,948.	8,590.
VIACOM	Cost	5,330.	5,347.
FORTUNE BRANDS	Cost	0.	0.
COMCAST	Cost	12,311.	15,159.
TIME WARNER CABLE	Cost	6,636.	13,272.
CELGENE	Cost	5,833.	5,914.
VERTEX PHARM.	Cost	3,835.	3,678.
COVIDIEN PLC	Cost	0.	0.
ANHEUSER-BUSCH INBEV	Cost	0.	0.
DEAN FOODS	Cost	0.	0.
SMITHFIELD FOODS	Cost	5,692.	7,736.
FORD MOTOR	Cost	12,001.	18,301.
JOHNSON CONTROLS	Cost	8,312.	11,460.
AMAZON.COM	Cost	4,061.	6,300.
OFFICE DEPOT	Cost	3,554.	2,970.
SUPERVALU	Cost	0.	0.
TARGET CORP	Cost	2,001.	2,405.
FREEPORT MCMORAN	Cost	7,501.	12,609.
AK STEEL	Cost	0.	0.
ARCELORMITTAL	Cost	0.	0.

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Statement 5 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
STEEL DYNAMICS	Cost	\$ 0.	\$ 0.
AIR PRODUCTS & CHEM.	Cost	0.	0.
DUPONT	Cost	0.	0.
HUNTSMAN	Cost	0.	0.
VALE SA-SP	Cost	0.	0.
COOPER INDUSTRIES	Cost	0.	0.
DANAHER	Cost	9,175.	13,915.
ILLINOIS TOOL WORKS	Cost	0.	0.
INGERSOLL RAND	Cost	7,442.	12,714.
SPX CORP	Cost	0.	0.
TEXTRON	Cost	0.	0.
NORTHROP GRUMMAN	Cost	14,793.	16,195.
CATERPILLAR	Cost	0.	0.
BROADCOM	Cost	7,032.	9,799.
KLA-TENCOR	Cost	2,121.	2,512.
EMC	Cost	11,667.	16,145.
AOL	Cost	0.	0.
GARMIN	Cost	5,625.	5,268.
TYCO ELECTRONICS	Cost	3,341.	7,080.
FED EX	Cost	0.	0.
UPS	Cost	15,105.	16,331.
ENSCO PLC	Cost	7,684.	10,409.
NATIONAL OILWELL	Cost	0.	0.
CIMAREX ENERGY	Cost	0.	0.
SUNCOR ENERGY	Cost	5,328.	5,361.
NEXEN	Cost	6,511.	6,870.
VALERO ENERGY	Cost	0.	0.
GOODRICH CORP	Cost	6,007.	7,486.
LEAR CORP.	Cost	5,424.	7,897.
HONEYWELL INT	Cost	4,228.	5,316.
COOPER INDUSTRIES	Cost	8,214.	13,115.
FLOWERVE CORP	Cost	5,779.	5,961.
EATON CORP	Cost	7,116.	7,613.
DEERE & CO.	Cost	5,305.	6,229.
PARKER HANNIFIN	Cost	9,262.	11,219.
DOVER CORP	Cost	1,770.	2,338.
STANLEY BLACK & DECKER	Cost	3,344.	3,344.
GENERAL MOTORS	Cost	2,720.	2,949.
CARNIVAL CORP	Cost	6,532.	6,917.
SAFEWAY	Cost	13,040.	11,807.
GAP	Cost	3,794.	3,764.
POLO RALPH LAUREN	Cost	2,393.	3,328.
ASTRAZENECA	Cost	13,772.	15,012.
ROYAL CARIBBEAN	Cost	2,673.	4,700.
ALLERGAN	Cost	3,768.	3,777.
JOHNSON & JOHNSON	Cost	24,004.	24,740.
EXPRESS SCRIPTS	Cost	6,407.	6,756.
GANNETT CO	Cost	2,669.	3,395.
DIRECT TV	Cost	3,370.	3,793.
CABLEVISION SYS	Cost	7,646.	10,152.
CONSTELLATION BRANDS	Cost	6,835.	9,968.
SARA LEE CORP	Cost	5,464.	6,566.
KIMBERLY CLARK	Cost	5,223.	5,043.
STARBUCKS	Cost	6,573.	8,033.
ROWAN COMPANIES	Cost	2,335.	3,142.

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Statement 5 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
EOG RESOURCES	Cost	\$ 9,043.	\$ 8,227.
NOBLE ENERGY	Cost	10,769.	12,912.
MARATHON OIL	Cost	9,805.	11,109.
HESS CORP	Cost	8,198.	11,481.
NEWFIELD EXPLORATION	Cost	5,047.	7,211.
CAPITAL ONE FIN.	Cost	5,565.	5,746.
COMERICA	Cost	3,962.	4,013.
FIFTH THIRD BANCORP	Cost	5,098.	5,505.
HEALTH NET	Cost	2,513.	2,593.
AON CORP	Cost	2,986.	2,991.
ALCOA, INC.	Cost	5,628.	6,156.
AGRIUM	Cost	4,982.	6,423.
POTASH CORP	Cost	4,881.	5,419.
DOW CHEMICAL	Cost	10,435.	13,656.
CF INDUSTRIES	Cost	3,512.	5,406.
MONSANTO	Cost	3,021.	3,482.
CLIFFS NATURAL RESOURCES	Cost	2,814.	3,901.
COMMERCIAL METALS CO	Cost	3,845.	4,148.
DELTA AIRLINES	Cost	7,692.	7,560.
MARVELL TECHNOLOGY	Cost	3,348.	3,246.
INTUIT	Cost	2,925.	2,958.
ACCENTURE	Cost	3,879.	4,122.
ROVI CORP	Cost	2,835.	3,101.
CITRIX SYSTEMS	Cost	6,468.	6,841.
ORACLE CORP	Cost	12,543.	14,085.
NVIDIA CORP	Cost	1,366.	1,771.
CONSTELLATION ENERGY	Cost	4,817.	4,135.
EDISON INTERNATIONAL	Cost	4,012.	4,246.
SOUTHWESTERN ENERGY	Cost	7,988.	8,422.
CENTURYLINK	Cost	5,573.	6,464.
TAX-AWARE OVERLAY B	Cost	173,110.	178,222.
TAX-AWARE OVERLAY A	Cost	656,546.	749,831.
FISERV INC	Cost	48,738.	58,560.
Total		<u>\$ 3,705,097.</u>	<u>\$ 4,357,305.</u>

Statement 6
Form 990-PF, Part III, Line 5
Other Decreases

Basis step-up correction	\$ 9,722.
Total	<u>\$ 9,722.</u>

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Statement 9 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contri- bution to EBP & DC	Expense Account/ Other
ELEANOR C CLARK 30730 WATSON BLVD. BIG PINE KEY, FL 33043	Trustee 0	\$ 0.	\$ 0.	\$ 0.
DOROTHY COCHRANE 80 WATERING POND RD GUILFORD, CT 06437	Trustee 0	0.	0.	0.
ANDREW BROADUP 1340 TWIN OAKS CIRCLE OVIEDO, FL 32765	Trustee 0	0.	0.	0.
KATHERINE RENAUD 14611 CRYSTAL VIEW LANE JACKSONVILLE BEACH, FL 32250	Trustee 0	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

Statement 10
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: ANDREW & DOROTHY COCHRANE FOUNDATION
 Name:
 Care Of: ELEANORE C. CLARK
 Street Address: 30730 WATSON BLVD.
 City, State, Zip Code: BIG PINE KEY, FL 33043
 Telephone: 570-525-3665
 Form and Content: NO SPECIAL FORMS.
 Submission Deadlines: NONE
 Restrictions on Awards: NONE

Statement 11
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
AMERICAN BIBLE SOCIETY GRAND CENTRAL STATION NEW YORK, NY	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	\$ 6,000.

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Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
AMERICAN RED CROSS P.O. BOX 371997 PITTSBURGH, PA	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	\$ 20,000.
COALITION CHRISTIAN OUTREACH 5912 PENN AVE. PITTSBURGH, PA 15206	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	16,000.
LUTHERAN MISSION SOCIETY 1201 S. CHARLES ST BALTIMORE, MD	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,000.
FAMILY GUIDANCE DUFF RD, R.D. 2 SEWICKLEY, PA 15143	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	2,500.
SALVATION ARMY 424 THIRD AVE. PITTSBURGH, PA 15219	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	10,000.
FORBES HEALTH FOUNDATION 2570 HAYMAKER ROAD MONROEVILLE, PA 15146	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	5,000.
GREATER PITTSBURGH COMMUNITY FOOD BANK FOOD BANK DUQUESNE, PA 15110	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,500.
UNICEF 3333 EAST 38th ST NEW YORK, NY	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	10,000.
PITTSBURGH THEOLOGICAL SEMINAR 616 N. HIGHLAND AVE. PITTSBURGH, PA 15206	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,000.
HOSANNA INDUSTRIES 109 RINARD LANE ROCHESTER, PA 15074	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,000.
VINTAGE 401 N HIGHLAND AVE PITTSBURGH, PA 15206	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,000.
HEIFER INTERNATIONAL P.O. BOX 8058 LITTLE ROCK, AR 72203	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	2,500.

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Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
EAGLES MERE ATHLETIC ASSOC. EAGLES MERE, PA 17731	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	\$ 3,000.
HABITAT FOR HUMANITY ,	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	2,000.
EAGLES MERE CONSERVANCY EAGLES MERE, PA	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	1,000.
SECOND HARVEST FOOD BANK OF CENTRAL FLORIDA ,	N/A	PUBLIC	ANNUAL CONTRIBUTION-NO RESTRICTIONS	2,000.
CHILDREN'S HUNGER FUND ,	N/A	PUBLIC	ANNUAL CONTRIBUTION-NO RESTRICTIONS	3,000.
BETHLEHEM HAVEN OF PITTSBURGH 905 WATSON ST. PITTSBURGH, PA	N/A	PUBLIC	ANNUAL CONTRIBUTION -NO RESTRICTIONS	5,000.
LITTLE SISTERS OF THE POOR 1028 BENTON AVE PITTSBURGH, PA 15212	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	15,000.
FAMILY LINKS 250 SHADY AVE. PITTSBURGH, PA 15206	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	1,500.
WARM BLANKETS ORPHAN CARE 5105 TOLLVIEW DR, STE. 155 ROLLING MEADOWS, IL 60008	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	5,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE. NEW YORK, NY 10001	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	10,000.
AGROS INTERNATIONAL 4528 8th Ave. Seattle, WA 98105	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	1,000.
ORPHAN FOUNDATION OF AMERICA ,	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	4,000.
GLOBUS RELIEF ,	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	3,000.

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Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
EAGLES MERE MUSEUM EAGLES MERE, PA 17731	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	\$ 1,000.
OPERATION HOMEFRONT ,	N/A	PUBLIC	ANNUAL CONTRIBUTION NO RESTRICTIONS	3,000.
JUBILEE SOUP KITCHEN P.O. BOX 42251 PITTSBURGH, PA 15203	N/A	PUBLIC	ANNUAL CONTRIBUTION NO RESTRICTIONS	1,000.
EAGLES MERE FRIENDS OF THE ARTS ,	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS.	5,000.
PRISON FELLOWSHIP ,	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS.	1,000.
27 CHARITIES - GIFTS \$2,000 OR LESS ,	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS.	22,250.
GREATER PITTSBURGH YMCA 330 BLVD. OF THE ALLIES PITTSBURGH, PA 15222	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS.	3,000.
TENNESSEE WILLIAMS THEATER 5901 COLLEGE RD KEY WEST, FL 33040	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	5,000.
STARKE CHRISTIAN SCHOOL ,	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	6,000.
ST LUKES LUTHERAN - HAITI ORPHANAGE ,	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	3,000.
ST MARKS LUTHERAN CHURCH ,	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	1,500.
ABBEY OF REGINA LANDIS ,	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	1,000.
VENTURE OUT COMMUNITY CHURCH ,	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	1,500.
ST. PETER CATHOLIC CHURCH ,	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	11,500.

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Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
ST LUKES LUTHERAN SCHOOL ,	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	\$ 5,000.
FRIENDS OF FORT TAYLOR ,	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	1,800.
FIRST UNITED METHODIST CHURCH ,	N/A	PUBLIC	ANNUAL DONATION - NO RESTRICTIONS	2,500.
SPRING LAKE ELEMENTARY SCHOOL ,	N/A	PUBLIC	ANNUAL DONATION - NO RESTRICTIONS	3,000.
VICTIMS OF VIOLENT CRIMES ,	N/A	PUBLIC	ANNUAL DONATION - NO RESTRICTIONS	2,000.
Total				\$ <u>213,050.</u>

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Form 8868 Attachment
ANDREW R. & DOROTHY L. COCHRANE
FOUNDATION

Page 1

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Explanation of Extension

An additional extension is requested to obtain more information on various stock transactions that were made in 2010. This additional information is needed to reconcile the brokerage accounts for 2010. When the detailed information is received then a complete and accurate return can be filed.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension- check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns*

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	ANDREW R. & DOROTHY L. COCHRANE FOUNDATION	25-6093648
	Number, street, and room or suite number. If a P.O. box, see instructions	
	30730 WATSON BLVD.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	BIG PINE KEY, FL 33043	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 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 ► ELEANOR C. CLARK

Telephone No. ► 570-525-3665 FAX No. ► _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 11, to file the exempt organization return for the organization named above.

The extension is for the organization's return for:

- ☒ calendar year 20 10 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

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 \$	2,152.
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 \$	2,152.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	0.

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

BAA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒

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	Name of exempt organization	Employer identification number
	ANDREW R. & DOROTHY L. COCHRANE FOUNDATION	25-6093648
File by the extended due date for filing the return. See instructions	Number, street, and room or suite number. If a P.O. box, see instructions	
	Brian A. Carlson, CPA, PA 1121 Sterling Rd	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Inverness, FL 34450	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 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 care of ELEANOR C. CLARK
Telephone No 570-525-3665 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 11/15, 2011
- 5 For calendar year 2010, or other tax year beginning _____, 20____, and ending _____, 20____
- 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 See Attachment

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	\$	2,152.
8b 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	\$	2,152.
8c 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 B.A. Carlson Title CPA Date 8-12-11

BAA

FIF20502L 11/15/10

Form 8868 (Rev 1-2011)