



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 Myles D and J. Faye Sampson Family Foundation		A Employer identification number 25-6407379
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions)
c/o Foundation Source, 501 Silverside Road	123	(800) 839-1754
City or town, state, and ZIP code Wilmington DE 19809-1377		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 22,450,634		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	17,760			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,028	3,028		
	4 Dividends and interest from securities	709,034	683,848		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	365,839			
	b Gross sales price for all assets on line 6a 5,131,924				
	7 Capital gain net income (from Part IV, line 2)		367,211		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	314,011	313,773			
12 Total. Add lines 1 through 11	1,409,672	1,367,860			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	18,407			18,407
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	1,595			1,595
	16 a Legal fees (attach schedule)	451			451
	b Accounting fees (attach schedule)	9,962			9,962
	c Other professional fees (attach schedule)	93,960	91,810		2,150
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	26,542	481		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	12,600			12,600
	21 Travel, conferences, and meetings	4,018			4,018
	22 Printing and publications				
	23 Other expenses (attach schedule)	409,806	340,836		68,970
	24 Total operating and administrative expenses. Add lines 13 through 23	577,341	433,127		118,153
	25 Contributions, gifts, grants paid	292,495			292,495
26 Total expenses and disbursements. Add lines 24 and 25	869,836	433,127		410,648	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	539,836				
b Net investment income (if negative, enter -0-)		934,733			
c Adjusted net income (if negative, enter -0-)					

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

(HTA)

Form **990-PF** (2010)

SCANNED NOV 28 2011

618 M

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					
	2 Savings and temporary cash investments			1,298,509	952,975	952,975
	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 page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments—U S and state government obligations (attach schedule)			441,554	953,705	950,792
	b Investments—corporate stock (attach schedule)			10,094,823	12,039,370	14,218,907
	c Investments—corporate bonds (attach schedule)			5,567,150	4,021,989	4,521,960
Liabilities	11 Investments—land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)			1,341,028	1,314,861	1,806,000
	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 the instructions Also, see page 1, item I)			18,743,064	19,282,900	22,450,634
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and 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	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
Net Assets or Fund Balances	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			18,743,064	19,282,900	
	30 Total net assets or fund balances (see page 17 of the instructions)			18,743,064	19,282,900	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)			18,743,064	19,282,900	

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	18,743,064
2 Enter amount from Part I, line 27a	2	539,836
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	19,282,900
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,282,900

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 Publicly-traded Securities				
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 5,131,924		4,764,713	367,211	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			367,211	
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	367,211
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	291,378	19,199,573	0.015176
2008	443,209	5,351,538	0.082819
2007	142,665	440,174	0.324110
2006	1,045,890	474,843	2.202602
2005	388,408	1,166,140	0.333072
2 Total of line 1, column (d)			2 2.957779
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 0.591556
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 21,113,620
5 Multiply line 4 by line 3			5 12,489,889
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 9,347
7 Add lines 5 and 6			7 12,499,236
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 410,648

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

1	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	18,695
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		
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	18,695
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	18,695
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	20,743
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	20,743
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,048
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 2,048 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶				
14	The books are in care of ▶ <u>c/o Foundation Source</u> Telephone no ▶ <u>(800) 839-1754</u>			
	Located at ▶ <u>501 Silverside Road, Suite 123 Wilmington DE</u> ZIP+4 ▶ <u>19809-1377</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 ▶ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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 page 22 of the instructions)

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b**

N/A

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

X

If "Yes" to 6b, file Form 8870

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

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

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

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

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

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



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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Foundation Source 55 Walls Drive, 3rd Floor, Fairfield, CT 06824	Administrative Services	68,327
Total number of others receiving over \$50,000 for professional services		

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	18,428,487
b	Average of monthly cash balances	1b	1,200,660
c	Fair market value of all other assets (see page 25 of the instructions)	1c	1,806,000
d	Total (add lines 1a, b, and c)	1d	21,435,147
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	21,435,147
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	321,527
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,113,620
6	Minimum investment return. Enter 5% of line 5	6	1,055,681

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

1	Minimum investment return from Part X, line 6	1	1,055,681
2a	Tax on investment income for 2010 from Part VI, line 5	2a	18,695
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	18,695
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,036,986
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,036,986
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,036,986

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	410,648
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	410,648
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	410,648

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,036,986
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	330,255			
b From 2006	1,022,586			
c From 2007	121,005			
d From 2008	179,091			
e From 2009	0			
f Total of lines 3a through e	1,652,937			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 410,648				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				410,648
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))	626,338			626,338
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,026,599			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,026,599			
10 Analysis of line 9				
a Excess from 2006	726,503			
b Excess from 2007	121,005			
c Excess from 2008	179,091			
d Excess from 2009	0			
e Excess from 2010	0			

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				
AFRICA YOGA PROJECT INC PO BOX 69 WOODSTOCK NY 12498	N/A	509(a)(1)	General & Unrestricted	5,000
ASSOCIATION OF SMALL FOUNDATIONS 1720 N ST NW WASHINGTON DC 20036	N/A	509(a)(2)	Membership Renewal Fund	495
BLACK HILLS SKI FOR LIGHT PO BOX 3707 RAPID CITY SD 57709	N/A	509(a)(1)	General & Unrestricted	2,000
BLIND AND VISION REHAB SRVS OF PGH 1800 W ST HOMESTEAD PA 15120	N/A	509(a)(2)	Chuck Noll Road To Independence Society	5,000
BOY SCOUTS OF AMERICA 2 GARDEN CENTER DR GREENSBURG PA 15601	N/A	509(a)(1)	General & Unrestricted	2,500
CAT ADOPTION TEAM 14175 SW GALBREATH DR SHERWOOD OR 97140	N/A	509(a)(1)	General & Unrestricted	1,500
COWLITZ COUNTY HUMANE SOCIETY SPCA PO BOX 172 LONGVIEW WA 98632	N/A	509(a)(1)	Medical Assistance And Construction/Building Funds	1,000
EAST SUBURBAN YMCA 2200 RTE 286 PITTSBURGH PA 15239	N/A	509(a)(2)	Strong Families Campaign Division	30,000
FAMILY HOUSE INC 5301 5TH AVE PITTSBURGH PA 15232	N/A	509(a)(2)	General & Unrestricted	5,000
GREATER KANSAS CITY COMMUNITY FDN 1055 BROADWAY ST STE 130 KANSAS CITY MO 64105	N/A	509(a)(1)	Un.Bowe.Lievable Foundation- Dwayne Bowe Fund	2,500
JOHNS HOPKINS MEDICAL & SURGICAL ASSOC 100 N CHARLES ST STE 200 BALTIMORE MD 21201	N/A	509(a)(2)	Department of Psychiatry and Behavioral Sciences	800
Total . . . See Attached Statement . . .			3a	292,495
b Approved for future payment				
Total . . .			3b	0

Schedule of Contributors

OMB No 1545-0047

2010

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

Name of the organization

Employer identification number

Myles D and J. Faye Sampson Family Foundation

25-6407379

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 Myles D. and J. Faye Sampson Family Foundation	Employer identification number 25-6407379
--	--

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Toro Development Company c/o Mr. Benard Sampson, 2500 Eldo Rd, Suite 1 Monroeville PA 15146 Foreign State or Province Foreign Country	\$ 17,760	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	 Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	 Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	 Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	 Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	 Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Myles D. and J. Faye Sampson Family Foundation

Employer identification number

25-6407379

Part II Noncash Property (see instructions)

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

Name of organization Myles D. and J. Faye Sampson Family Foundation	Employer identification number 25-6407379
---	---

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

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

Form 990-PF, Part I, Line 11 - Other Income

		TOTAL:	314,011	313,773
			(a) Revenue per Books	(b) Net Investment Income
1	CLOVERLEAF ESTATES WEST, LP K-1 Pass-Through Share of Partnership Income/(Loss)		150,955	150,955
2	FIRST FORK PROPERTIES, LP K-1 Pass-Through Share of Partnership Income/(Loss)		91,589	91,589
3	GOLDEN MILE PROPERTIES, LP K-1 Pass-Through Share of Partnership Income/(Loss)		71,229	71,229
4	Refund Of State Unemployment Tax		238	0
5				
6				
7				
8				
9				
10				

Form 990-PF, Part I, Line 16a - Legal Fees

TOTAL:		451	0	0	451
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	General Governance Matters and Counseling	451	0		451
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

TOTAL:		9,962	0	0	9,962
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Preparation of annual return and tax consultations	9,962	0		9,962
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

TOTAL:		93,960	91,810	0	2,150
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Investment Management and Advisory Services	91,810	91,810		0
2	Executive Compensation Analysis	2,150	0		2,150
3					
4					
5					
6					
7					
8					
9					
10					

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

		TOTAL:		26,542	481	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose		
1	Estimated Excise Tax Payment	20,200	0		0		
2	Excise Tax Payment	5,861	0		0		
3	Foreign Tax Payment	481	481		0		
4							
5							
6							
7							
8							
9							
10							

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

TOTAL:					409,806	340,836	0	68,970
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	Administrative Fees	65,627	0	0	65,627			
2	Administrative Set-Up Fee	2,700	0	0	2,700			
3	Bank Charges	22	22	0	0			
4	Develop and maintain foundation's web site	21	0	0	21			
5	Foundation Dues & Memberships	100	0	0	100			
6	Investment property insurance premium payments	874	874	0	0			
7	K-1 pass-through CLOVERLEAF ESTATES WEST, LP	181,156	181,156	0	0			
8	K-1 pass-through FIRST FORK PROPERTIES, LP	144,054	144,054	0	0			
9	K-1 pass-through GOLDEN MILE PROPERTIES, LP	14,730	14,730	0	0			
10	Payroll Processing Fees Via Payroll	446	0	0	446			
11	Office Supplies	76	0	0	76			

Form 990-PF, Part II, Line 10a - Investments: US & State Government Obligations

		TOTAL:	970,000	953,705	950,792
	Description/Symbol/CUSIP Number	Shares	(b) Book Value	(c) Fair Market Value	
1	CANONSBURG-HOUSTON SWR REV BDS - 3.750% - 12/01/16 (138015FA5)	25,000	24,514	25,011	
2	DELAWARE CTY PA-4.092%-11/15/2020 (DEL409111520)	250,000	247,444	231,379	
3	E. LEBANON CNTY PA SCH BDS - 3.750% - 05/15/2017 (ELEBPA2017)	25,000	23,493	25,290	
4	HEMPFIELD TWP PA SEWER AUTH BDS - 3.500% - 09/01/12 (423788GN2)	25,000	24,828	26,442	
5	LA VERNIA TEX 5.125% 08/15/2019 (LVTX081519)	50,000	49,712	49,740	
6	MONTANA ST BRD REGENTS HGER ED-03.984%-05/15/2017 (61212LJS9)	100,000	100,000	97,755	
7	MT LEBANON PA SCH DIST BDS - 3.680% - 02/15/2016 (621842NW9)	25,000	24,135	26,417	
8	NORTH HILLS PA SCH DIST BDS - 3.750% - 12/15/2017 (659868NG4)	50,000	48,048	52,328	
9	PHILADELPHIA PA MUN AU 4.0% 04/01/2013 (PHPA040113)	125,000	124,305	125,419	
10	TULSA OK BABS-4.22%-09/01/2017 (TLA090117)	45,000	45,000	44,240	
11	WILKES BARRE, PA 5.28% 11/15/2019 (WILKES1115119)	200,000	193,500	195,090	
12	WILLIAMSPORT PA WTR BDS - 3.850% - 01/01/2017 (970191EY4)	50,000	48,726	51,681	

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:		12,039,370		14,218,907	
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	(c)
1	3M CO (MMM)	1,050	73,053		90,615
2	ACCENTURE PLC (ACN)	325	14,668		15,759
3	AGRIUM INC. (AGU)	200	14,444		18,350
4	ALCOA INC. (AA)	1,200	16,966		18,468
5	ALCON INC (ACL)	375	54,140		61,275
6	ALLERGAN INC. (AGN)	150	10,277		10,301
7	ALLIANCEBERNSTEIN REIT INSTL FUND (ARIIX)	60,833	430,768		537,150
8	ALTRIA GROUP INC (MO)	950	22,839		23,389
9	AMAZON COM (AMZN)	100	9,074		18,000
10	APPLE INC. (AAPL)	367	55,507		118,380
11	ARCHER DANIELS MDLND (ADM)	250	6,975		7,520
12	ASTRAZENECA (AZN)	1,000	43,511		46,190
13	AT&T CORP COM NEW (T)	550	13,607		16,159
14	BARD C R INC. (BCR)	553	49,408		50,749
15	BB&T CP (BBT)	650	16,292		17,089
16	BERKSHIRE HATHAWAY INC. CLASS B (BRK-B)	1,116	74,985		89,403
17	BERNSTEIN EMERGING MARKETS (SNEMX)	6,694	128,077		222,897
18	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO (SNIDX)	347,471	4,097,613		4,767,299
19	BERNSTEIN INTERNATIONAL PORTFOLIO (SIMTX)	73,180	1,012,519		1,143,067
20	BROADCOM CORPORATION (BRCM)	550	17,222		23,953
21	BUNGE LTD (BG)	500	25,009		32,760
22	CABLEVISION SYSTEMS CORP CL A (CVC)	600	15,972		20,304
23	CAMERON INTERNATIONAL CORP (CAM)	250	9,353		12,683
24	CAPITAL ONE FINANCIAL CORP (COF)	400	16,934		17,024
25	CARBO CERAMICS INC (CRR)	594	33,211		61,503
26	CARNIVAL CORP (CCL)	400	16,568		18,444
27	CATALYST HEALTH SOLUTIONS, INC (CHSI)	1,279	44,333		59,461
28	CENTURY TEL INC (CTL)	350	12,915		16,160
29	CF IND HOLDINGS (CF)	1,097	80,143		148,259
30	CISCO SYSTEMS INC (CSCO)	1,900	39,949		38,437
31	CITRIX SYSTEMS INC (CTXS)	375	24,427		25,654
32	CME GROUP, INC (CME)	65	21,468		20,914
33	COMCAST CORP CL A (CMCSA)	1,735	33,408		38,118
34	COMERICA INC (CMA)	250	10,426		10,560
35	COMMERCIAL METALS (CMC)	475	7,665		7,880
36	CONOCOPHILLIPS (COP)	350	17,941		23,835
37	CONSTELLATION BRANDS INC (STZ)	850	13,087		18,828
38	CONSTELLATION ENERGY GROUP INC (CEG)	2,135	67,975		65,395
39	COOPER INDUSTRIES PLC (CBE)	550	21,575		32,060
40	CORNING INC (GLW)	550	10,012		10,626
41	COSTCO WHOLESALE CORP NEW (COST)	150	7,523		10,832
42	CUMMINS INC (CMI)	658	29,334		72,387
43	DANAHER CORP (DHR)	800	27,927		37,736

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:				12,039,370	14,218,907
	Description/Symbol/CUSIP Number	Shares	Book Value	Fair Market Value	
44	DEERE CO (DE)	300	22,010	24,915	
45	DELL INC (DELL)	2,900	38,814	39,295	
46	DELTA AIR LINES INC (DAL)	2,000	26,378	25,200	
47	DEVON ENERGY CORPORATION (DVN)	1,642	109,965	128,912	
48	DIRECTV GROUP (DTV)	300	10,937	11,979	
49	DOW CHEMICAL PV (DOW)	1,450	41,008	49,503	
50	EATON CORP (ETN)	250	23,537	25,378	
51	EBAY INC. (EBAY)	3,669	68,248	102,108	
52	EDISON INTL (EIX)	325	11,689	12,545	
53	EMC CORP-MASS (EMC)	1,900	33,236	43,510	
54	EMCOR GROUP INC (EME)	3,515	77,946	101,865	
55	ENSCO PLC (ESV)	550	23,102	29,359	
56	EOG RESOURCES INC (EOG)	225	22,381	20,567	
57	EXPRESS SCRIPTS INC. (ESRX)	1,831	76,717	98,966	
58	EXXON MOBIL CORP (XOM)	1,060	66,858	77,507	
59	F M C CP (FMC)	1,017	57,505	81,248	
60	FEDERATED INVESTRS B (FII)	2,174	56,198	56,894	
61	FIFTH THIRD BANCORP (FITB)	1,100	14,810	16,148	
62	FLEXTRONICS INTERNATIONAL (FLEX)	13,198	69,319	103,604	
63	FLOWERVE CP (FLS)	125	14,030	14,903	
64	FORD MOTOR COMPANY (F)	2,875	35,740	48,271	
65	FREEMPORT-MCMORAN COPPER & GOLD INC. (FCX)	100	6,663	12,009	
66	GANNETT CO INC (GCI)	600	7,921	9,054	
67	GAP INC. (GPS)	1,200	26,039	26,568	
68	GARMIN LTD (GRMN)	600	18,132	18,594	
69	GENERAL ELECTRIC CO (GE)	6,792	107,181	124,225	
70	GENERAL MILLS INC (GIS)	90	2,244	3,203	
71	GENERAL MOTORS (GM)	225	7,612	8,294	
72	GILEAD SCIENCES INC (GILD)	1,750	77,975	63,420	
73	GOLDMAN SACHS GROUP (GS)	510	77,947	85,762	
74	GOODRICH CORPORATION (GR)	225	15,869	19,816	
75	GOOGLE INC CL A (GOOG)	139	53,256	82,562	
76	HEALTH NET INC (HNT)	300	8,612	8,187	
77	HES CORP (HES)	300	15,721	22,962	
78	HEWLETT PACKARD CO (HPQ)	599	27,817	25,218	
79	HONEYWELL INTERNATIONAL INC. (HON)	400	17,962	21,264	
80	INGERSOL-RAND PLC (IR)	775	23,898	36,495	
81	INTEL CORP (INTC)	3,026	58,092	63,637	
82	INTUIT (INTU)	175	8,531	8,628	
83	ISHARE SP SMALL CAP 600 INDEX FD (IJR)	1,734	84,709	118,727	
84	ISHARES TRUST MSCI EAFE INDEX FUND (EFA)	5,988	306,166	348,620	
85	JOHNSON & JOHNSON (JNJ)	1,934	115,769	119,618	

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:				12,039,370	14,218,907
	Description/Symbol/CUSIP Number	Shares	Book Value	Fair Market Value	
86	JOHNSON CONTROLS INC. (JCI)	650	17,773	24,830	
87	JP MORGAN CHASE & CO (JPM)	3,800	143,814	161,195	
88	JUNIPER NETWORKS (JNPR)	100	2,649	3,692	
89	KIMBERLY CLARK CORP (KMB)	250	16,048	15,760	
90	KIRBY CORPORATION (KEX)	2,042	79,800	89,950	
91	KOHL'S CORP (KSS)	1,000	46,050	54,340	
92	KROGER CO (KR)	1,400	32,868	31,304	
93	LABORATORY CORP AMER HLDGS (LH)	413	30,561	36,311	
94	LEAR CORP (LEA)	200	14,688	19,742	
95	LIMITED BRANDS INC (LTD)	650	20,090	19,975	
96	LOWES COMPANIES INC. (LOW)	1,400	36,460	35,112	
97	MARATHON OIL CORP COM (MRO)	950	31,042	35,179	
98	MARVELL TECH GROUP (MRVL)	1,000	19,225	18,550	
99	MCDERMOTT INT PANAMA (MDR)	2,758	38,978	57,063	
100	MEREDITH CORP (UNITED STATES) (MDP)	2,183	66,834	75,641	
101	MICROSOFT CORPORATION (MSFT)	1,350	34,644	37,679	
102	MONSANTO CO (MON)	250	14,717	17,410	
103	MORGAN STANLEY (MS)	600	16,279	16,326	
104	N V R INC (NVR)	17	8,206	11,747	
105	NET 1 UEPS TECHNOLOGIES, INC. (UEPS)	2,818	43,192	34,549	
106	NEWFIELD EXPLORATION CO (NFX)	275	14,294	19,830	
107	NEWS CORP CL A (NWS-A)	1,125	15,555	16,481	
108	NEWS CORP LTD CL A (NWSA)	2,000	14,437	29,120	
109	NEXEN INC (NXY)	800	17,034	18,320	
110	NICOR INC (GAS)	1,058	40,968	52,815	
111	NISOURCE INC. (NI)	425	5,545	7,489	
112	NOBLE ENERGY INC. (NBL)	425	31,342	36,584	
113	NORTHROP GRUMMAN CORP (NOC)	750	43,186	48,585	
114	NVIDIA CORP (NVDA)	650	7,763	10,010	
115	OCCIDENTAL PETE CORP (OXY)	805	63,309	78,971	
116	OFFICE DEPOT INC (ODP)	2,200	13,989	11,880	
117	ORACLE CORP (ORCL)	1,500	43,063	46,950	
118	PARKER HANNIFIN CP (PH)	375	26,371	32,363	
119	PEPSICO INC (PEP)	1,271	76,295	83,034	
120	PERRIGO CO (PRGO)	843	36,471	53,387	
121	PFIZER INC. (PFE)	3,800	61,840	66,538	
122	POTASH CORPORATION OF SASKATCHEWAN INC (POT)	100	13,945	15,483	
123	PROCTER GAMBLE CO (PG)	805	47,379	51,786	
124	RAYTHEON CO. (RTN)	200	9,499	9,268	
125	ROVI CORP. (ROVI)	125	7,088	7,751	
126	ROYAL CARIBBEAN CRUISE (RCL)	300	7,727	14,100	
127	S&T BANCORP OPTIONS 19 8125 12/18/2010 (STOP121810)	1,750	34,672	34,672	

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

		TOTAL:			12,039,370	14,218,907
	Description/Symbol/CUSIP Number	Shares	Book Value	Fair Market Value	(b)	(c)
128	S&T BANCORP OPTIONS 24 4 12/17/2011 (STOP121711)	5,000	122,000	121,999		
129	S&T BANCORP OPTIONS 26 6 3/7/2012 (STOP030712)	3,000	79,800	79,800		
130	S&T BANCORP OPTIONS 29 965 12/15/2013 (STOP121513)	2,500	74,913	82,625		
131	S&T BANCORP OPTIONS 37 08 (STOP3708)	2,500	92,700	92,700		
132	S&T BANCORP OPTIONS 37 855 12/19/2015 (STOP121915)	2,500	94,638	94,638		
133	S&T BANCORP, INC. (STBA)	15,860	412,655	358,275		
134	SAFEWAY INC NEW (SWY)	1,100	26,425	24,739		
135	SARA LEE CORP (SLE)	1,100	15,912	19,261		
136	SCHLUMBERGER LTD (SLB)	1,000	55,074	83,500		
137	SKECHERS U S A INC CL A (SKX)	2,379	60,014	47,580		
138	SMITHFIELD FOODS (SFD)	1,000	15,310	20,630		
139	SOUTHERN COPPER CORP (SCCO)	2,711	63,719	132,133		
140	SOUTHWESTERN ENERGY (SWN)	650	23,223	24,330		
141	STANLEY BLACK & DECKER INC (SWK)	125	8,403	8,359		
142	STARBUCKS CORP COM (SBUX)	800	21,495	25,704		
143	STRYKER CORPORATION (SYK)	640	30,030	34,368		
144	SUNCOR ENERGY INC (SU)	275	10,472	10,530		
145	SYNIVERSE HLGS INC (SVR)	2,194	38,263	67,685		
146	TARGET CORPORATION (TGT)	100	5,667	6,013		
147	TE CONNECTIVITY LTD (TEL)	625	14,067	22,125		
148	TEVA PHARMECEUTICAL SP ADR (TEVA)	1,826	87,502	95,189		
149	THE BABCOCK AND WILCOX COMPANY (BWC)	1,296	30,773	33,165		
150	THE JM SMUCKER COMPANY (SJM)	1,411	75,932	92,632		
151	THE MOSAIC CO (MOS)	1,499	69,486	114,464		
152	TIME WARNER CABLE INC (TWC)	600	19,312	39,618		
153	TIME WARNER INC. (TWX)	500	12,770	16,085		
154	TRAVELERS COMPANIES INC (THE) (TRV)	450	19,796	25,070		
155	TRIUMPH GROUP INC (TGI)	1,106	80,533	98,887		
156	UNILEVER N V N Y (UN)	1,712	45,681	53,757		
157	UNITED PARCEL SERVICE (UPS)	600	40,504	43,548		
158	VARIAN MEDICAL SYSTEMS INC (VAR)	833	33,836	57,710		
159	VERTEX PHARMCTLS INC (VRTX)	275	10,428	9,633		
160	VIACOM INC. CL B (VIA-B)	400	15,712	15,844		
161	VODAFONE GROUP PLC (VOD)	900	19,184	23,796		
162	WALT DISNEY HOLDINGS CO. (DIS)	2,110	69,080	79,146		
163	WELLS FARGO & CO. (WFC)	2,605	78,235	80,729		
164	XL GROUP PLC (XL)	250	2,492	5,455		

Form 990-PF, Part II, Line 10c - Investments: Corporate Bonds

			TOTAL:	4,021,989	4,521,960
	Description/Symbol/CUSIP Number	Shares	(b) Book Value	(c) Fair Market Value	
1	ALTRIA GROUP INC CR SENS - 8.500% - 11/10/2013 (02209SAC7)	50,000	49,976	59,182	
2	AUTOZONE INC BONDS 5.500% 11/15/2015 (053332AF9)	250,000	246,133	271,703	
3	AUTOZONE INC SR NT 6.95% 06/15/2016 (053332AG7)	250,000	242,063	289,467	
4	AVON PRODUCTS INC NOTES 05 62500% 03/01/2014 (054303AV4)	250,000	249,274	277,018	
5	BAKER HUGHES INC NOTE - 7.500% - 11/15/2018 (057224AY3)	100,000	99,444	124,880	
6	BANK OF AMERICA COMMERCIAL 4.783% 7/10/43 (BAC071043)	95,029	85,087	98,597	
7	BEAR STEARNS COMM MTG SEC 4.735% 9/11/2042 (BEAR091142)	85,837	86,266	86,216	
8	CARGILL INC 5.0% 11/15/2013 (CARGIL2013)	250,000	248,565	274,150	
9	CARGILL INC 5.6% 9/15/12 (CARGIL2012)	250,000	246,945	268,375	
10	DELAWARE CO PA UNIV REV BDS - 4.000% - 08/01/2015 (246008KE5)	25,000	25,043	26,700	
11	EXPRESS SCRIPTS INC NOTE 6.25% 06/15/2014 (302182AD2)	200,000	199,148	223,592	
12	FIRST COLONY MUD 4.25% 10/01/2022 (FSTCOL2022)	90,000	89,555	90,113	
13	ILLINOIS TOOL WK 6.25% 04/01/2019 (ITW040119)	100,000	99,984	116,488	
14	MERRILL LYNCH MORTGAGE TRUST 4.556% 6/12/2043 (ML061243)	34,257	34,514	34,722	
15	MERRILL LYNCH MTG TRSER 4.96% 07/12/2038 (59022HJH6)	110,183	105,053	112,260	
16	MORGAN STANLEY - 4.750% - 04/01/2014 (61748AAE6)	150,000	142,163	154,290	
17	NATL CITY CORP PNC 4.0% 2/01/2011 (NATL020111)	100,000	100,000	100,125	
18	OLD REPUBLIC INTL 8.0% 5/15/2012 (OLDR051512)	30,000	31,561	38,100	
19	PRUDENTIAL SECURITIES 6.75% 11/05/2010 (PRUD110510)	150,000	149,250	149,573	
20	SMITH INTL INC 8.625% 03/15/2014 (SMITH31514)	100,000	99,672	118,482	
21	SNAP ON INC SR NT 4.25%-01/15/2018 (833034AJ0)	250,000	249,308	250,988	
22	UNITED TECHNOLOGIES CORP - 6.125% - 02/01/2019 (913017BQ1)	250,000	249,594	292,349	
23	UNITEDHEALTH GROUP INC 4.875% 04/01/2013 (UNH040113)	75,000	72,433	80,141	
24	VALERO ENERGY 6.125% 6/15/2017 (VAL061517)	200,000	199,900	215,596	
25	VERIZON COMMUNICATIONS - 8.750% - 11/01/2018 (92343VAQ7)	375,000	372,423	488,624	
26	VERIZON COMMUNICATIONS 5.550% 02/15/2016 (92343VAC8)	250,000	248,635	280,229	

Form 990-PF, Part II, Line 13 - Investments - Other

TOTAL:			1,314,861	1,806,000
	Asset Description	Book Value	(b)	(c) Fair Market Value
1	CLOVERLEAF ESTATES WEST, LP	147,398		384,000
2	FIRST FORK PROPERTIES, LP	82,164		287,000
3	GOLDEN MILE PROPERTIES, LP	1,085,299		1,135,000
4				
5				
6				
7				
8				
9				
10				

Myles D. and J. Faye Sampson Family Foundation
EIN: 25-6407379
Taxable Year Ending December 31, 2010

Form 990-PF, Part VII-B, Questions 1a(3) and 1a(4)

Rimco Properties, Inc., a disqualified person, provides real estate management services to Cloverleaf Estates West, L.P. and First Fork Properties, L.P. and is paid a management fee determined as a percentage of gross rents and other income collected by it on behalf of the partnerships. The Foundation owns a 20% limited partnership interest in each partnership. The management services fall within the personal services exception to self-dealing in Section 4941(d)(2)(E) of the Code.

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

	Name	Street	City	State	Zip Code	Title	Avg Hrs	Comp.	Benefits	Expense Account
								18,407	0	0
1	Kristy Rodriguez	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Director / Lead Trustee	20	18,407	0	0
2	J Faye Sampson	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Trustee	1	0	0	0
3	Katherine Sampson	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Secretary / Trustee	1	0	0	0
4										
5										
6										
7										
8										
9										
10										

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MERCY CORPS

Street

45 SW ANKENY ST

City

PORTLAND

State

OR

Zip Code

97204

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Child Survival and Global Food Crisis Programs

Amount

2,000

Name

NATIONAL AUDUBON SOCIETY INC - AUDUBON PENNSYLVANIA

Street

100 WILDWOOD WAY

City

HARRISBURG

State

PA

Zip Code

17110

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Hawks Program

Amount

5,000

Name

NEIGHBORHOOD PARTNERSHIPS INC

Street

1020 SW TAYLOR ST

City

PORTLAND

State

OR

Zip Code

97205

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,500

Name

OREGON FOOD BANK INC

Street

PO BOX 55370

City

PORTLAND

State

OR

Zip Code

97238

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

2,000

Name

OREGON HISTORICAL SOCIETY

Street

1200 SW PARK AVE

City

PORTLAND

State

OR

Zip Code

97205

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,200

Name

PITTSBURGH BALLET THEATRE INC

Street

2900 LIBERTY AVE

City

PITTSBURGH

State

PA

Zip Code

15201

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

5,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

REDSTONE PRESBYTERIAN SENIORCARE

Street

6 GARDEN CENTER DR

City

GREENSBURG

State

PA

Zip Code

15601

Foreign Country

Relationship

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Promises Kept Campaign

Amount

25,000

Name

UNIVERSITY OF PITTSBURGH CANCER INSTITUTE

Street

UPMC CANCER PAVILION, STE 1B, 5150 CENTRE AVE

City

PITTSBURGH

State

PA

Zip Code

15232

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

P.R.O.M.I.S.E (Patient Response-Oriented Mind-Body Intervention Study in Esophageal Cancer)

Amount

175,000

Name

WORLD VISION

Street

34834 WEYERHAEUSER WAY S

City

FEDERAL WAY

State

WA

Zip Code

98001

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

"Survival Kits" to Harti Project

Amount

10,000

Name

YOGA IN SCHOOLS

Street

928 WILLIAM PENN CT

City

PITTSBURGH

State

PA

Zip Code

15221

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

5,000

Name

YOUNG OVERCOMERS UNITED

Street

5188 ASHBAUGH RD

City

MURRYSVILLE

State

PA

Zip Code

15668

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

5,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0