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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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
The Caroline M Lowndes Foundation Inc

A Employer identification number
26-0379209

Number and street (or P O box number if mail is not delivered to street address) Room/suite
c/o Foundation Source 501 Silversid

B Telephone number (see page 10 of the instructions)
(800) 839-1754

City or town, state, and ZIP code
Wilmington, DE 198091377

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,146,257

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 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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	66,257	66,257		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	89,253			
	b	Gross sales price for all assets on line 6a 676,269				
	7	Capital gain net income (from Part IV, line 2)		92,425		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	69	69		
	12	**Total.** Add lines 1 through 11	155,579	158,751		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	12,000			12,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	16,787	16,787		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	900			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	19,303	1		19,302
	24	**Total operating and administrative expenses.** Add lines 13 through 23	48,990	16,788		31,302
	25	Contributions, gifts, grants paid	139,500			139,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	188,490	16,788		170,802
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-32,911			
	b	**Net investment income** (if negative, enter -0-)		141,963		
	c	**Adjusted net income** (if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	319,022	210,865	210,865
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,394,497	2,513,339	3,057,896
	c	Investments—corporate bonds (attach schedule)	406,645	363,050	371,341
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	503,769	503,768	506,155
	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)	3,623,933	3,591,022	4,146,257
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,623,933	3,591,022	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,623,933	3,591,022	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,623,933	3,591,022	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,623,933
2	Enter amount from Part I, line 27a	2	-32,911
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,591,022
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	3,591,022

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)
1 a	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	676,269		583,844	92,425
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				92,425
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	92,425
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	111,586	3,155,195	000 035366
2008	58,638	3,144,908	000 018645
2007	4,900	700,959	000 006990
2006			
2005			

2	**Total** of line 1, column (d).	2	000 061001
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	000 020334
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	3,833,377
5	Multiply line 4 by line 3.	5	77,948
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,420
7	Add lines 5 and 6.	7	79,368
8	Enter qualifying distributions from Part XII, line 4.	8	170,802

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary–see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	1,420
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	
3	Add lines 1 and 2	3	1,420
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,420
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 1,582		
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	1,582
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	162
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 162 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
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)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ ______			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶co Foundation Source Telephone no ▶(800) 839-1754

Located at ▶501 Silverside Road Suite 123 Wilmington DE ZIP+4 ▶198091377

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 | |

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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 ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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**		
	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**		**No**
	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**	**Yes**	

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
Caroline M Lowndes c/o Foundation Source 501 Silversid Wilmington, DE 19809	President / Director / Secretary 010 00	12,000		

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
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. . . . . ▶	

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	3,098,143
b	Average of monthly cash balances	1b	292,865
c	Fair market value of all other assets (see page 24 of the instructions)	1c	500,745
d	**Total** (add lines 1a, b, and c)	1d	3,891,753
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	3,891,753
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	58,376
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,833,377
6	**Minimum investment return.** Enter 5% of line 5	6	191,669

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	191,669
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,420		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,420
3	Distributable amount before adjustments Subtract line 2c from line 1			3	190,249
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	190,249
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	190,249

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	170,802
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	170,802
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	1,420
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	169,382

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				190,249
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			156,944	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 170,802				
a Applied to 2009, but not more than line 2a			156,944	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2010 distributable amount.				13,858
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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 . . .				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				176,391
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)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006. . . .				
b Excess from 2007. . . .				
c Excess from 2008. . . .				
d Excess from 2009. . . .				
e Excess from 2010. . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

Caroline M Lowndes

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

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

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				139,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	66,257	
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	89,253	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a K-1 Pass-Through Income			14	69	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				155,579	

13 Total. Add line 12, columns (b), (d), and (e). 13 155,579

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

******	2011-07-27	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	Jeffrey D Haskell	2011-07-27		
Firm's name	Foundation Source		Firm's EIN	
	55 Walls Drive			
Firm's address	Fairfield, CT 06824		Phone no (800) 839-1754	

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TY 2010 General Explanation Attachment

Name: The Caroline M Lowndes Foundation Inc

EIN: 26-0379209

Software ID: 10000149

Software Version: 2010.2.15

Identifier	Return Reference	Explanation

TY 2010 Investments Corporate Bonds Schedule

Name: The Caroline M Lowndes Foundation Inc

EIN: 26-0379209

Software ID: 10000149

Software Version: 2010.2.15

Name of Bond	End of Year Book Value	End of Year Fair Market Value
3M CO MEDIUM TERM NTS BK ENTRY 4.37500 08/15/2013 88579EAE5 4000000.00%	42,880	43,517
ABBOTT LABS NOTE - 5.600 - 11/30/2017 002819AB6 4000000.00%	44,404	45,646
CATERPILLAR INC NOTES - 5.700 - 08/15/2016 149123BM2 3500000.00%	37,588	40,334
GE CAP CORP GLOB DTD 2/15/2002 5.875 2/15/2012 36962GXS8 3500000.00%	36,373	36,634
ORACLE CORP - 5.25 - 01/15/2016 68402LAC8 3500000.00%	36,768	39,061
PEPSICO INC SR NT - 4.650 - 02/15/2013 713448BG2 4000000.00%	43,198	42,955
WALMART STORES INC. NOTE - 4.550 - 05/01/2013 931142BT9 4000000.00%	42,898	43,206
WALT DISNEY CO - 5.700 - 07/15/2011 254687CC8 4000000.00%	42,533	41,125
WELLS FARGO COMPANY BOND 05.62500 12/11/2017 949746NX5 3500000.00%	36,408	38,863

TY 2010 Investments Corporate Stock Schedule

Name: The Caroline M Lowndes Foundation Inc
EIN: 26-0379209
Software ID: 10000149
Software Version: 2010.2.15

Name of Stock	End of Year Book Value	End of Year Fair Market Value
480 shares of ABBOTT LABS ABT	24,360	22,997
625 shares of ACCENTURE PLC ACN	21,875	30,306
140 shares of ADVANCE AUTO PARTS INC AAP	5,484	9,261
738 shares of AETNA INC. NEW AET	19,615	22,516
580 shares of ALLIANCE DATA SYSTEM CORP ADS	36,701	41,197
375 shares of ALTERA CORPORATION ALTR	7,084	13,343
232 shares of AMERICAN TOWER CORP CL A AMT	8,446	11,980
304 shares of AMETEK INC. AME	7,120	11,932
143 shares of AMPHENOL CORPORATION APH	6,476	7,548
215 shares of ANADARKO PETROLEUM CORP APC	13,453	16,374
225 shares of ANSYS INC. ANSS	8,749	11,716
230 shares of APACHE CORPORATION APA	20,240	27,423
75 shares of APPLE INC. AAPL	24,113	24,192
835 shares of AUTOMATIC DATA PROCESSING INC. ADP	28,878	38,644
70 shares of AUTOZONE INC AZO	8,429	19,081
325 shares of AVAGO TECHNOLOGIES LIMITED AVGO	7,518	9,233
489 shares of B M C SOFTWARE BMC	23,632	23,051
970 shares of BANK NEW YORK MELLON CORP COM BK	28,039	29,294
2221 shares of BANK OF AMERICA CORP BAC	35,515	29,628
197 shares of BED BATH BEYOND INC. BBBY	4,818	9,683
117 shares of BERKLEY W R CP WRB	2,560	3,203
555 shares of BEST BUY INC. BBY	20,398	19,031
214 shares of BLACKROCK INC BLK	37,346	40,784
124 shares of BROWN FORMAN CORP CL B BF-B	6,896	8,633
93 shares of C H ROBINSON WORLDWIDE INC. CHRW	4,726	7,458
174 shares of CATALYST HEALTH SOLUTIONS, INC CHSI	6,648	8,089
226 shares of CELANESE CORPORATION CE	7,367	9,304
497 shares of CHECK POINT SOFTWARE TECHNOLOGIES LTD CHKP	15,460	22,991
114 shares of CHURCH DWIGHT COMMON CHD	6,774	7,868
1670 shares of CISCO SYSTEMS INC CSCO	39,741	33,784

Name of Stock	End of Year Book Value	End of Year Fair Market Value
50 shares of CME GROUP, INC CME	13,507	16,088
374 shares of COGNIZANT TECHNOLOGY SOLUTIONS CORPORATION - CLASS CTSH	11,973	27,410
1265 shares of COMCAST CORP CL A CMCSA	19,758	27,792
118 shares of CONCHO RESOURCES INC CXO	5,734	10,345
8873 shares of CRM MID CAP VALUE FUND CRIMX	226,467	254,393
635 shares of CVS CAREMARK CORP. CVS	24,816	22,079
380 shares of DANAHER CORP DHR	10,893	17,925
160 shares of DARDEN RESTAURANTS INC. DRI	3,640	7,430
70 shares of DAVITA INC COMMON DVA	3,618	4,864
305 shares of DICKS SPORTING GDS DKS	9,079	11,438
125 shares of DIGITAL RLTY TR INC DLR	6,012	6,443
211 shares of DISCOVERY COMMUNICATIONS, INC - SERIES C COMMON ST DISCK	6,936	7,742
3878 shares of DODGE COX FUNDS INTERNATIONAL STOCK FUND DODFX	162,029	138,492
202 shares of DOLLAR TREE INC. DLTR	4,727	11,328
199 shares of DOVER CORP DOV	8,240	11,632
63 shares of EATON CORP ETN	5,518	6,395
126 shares of EMERGENCY MED SVCS EMS	6,037	8,141
555 shares of EQT CORPORATION EQT	17,878	24,886
70 shares of EQUINIX, INC. EQIX	6,177	5,688
240 shares of EXPRESS SCRIPTS INC. ESRX	7,675	12,972
334 shares of EXXON MOBIL CORP XOM	18,284	24,422
1008 shares of FIDELITY NATIONAL INFORMATION SERVICES INC FIS	22,639	27,609
2000 shares of FIDUCIARY CLAYMORE MLP OPP FD FMO	23,900	43,280
750 shares of FISERV INC FISV	30,711	43,920
93 shares of FLUOR CORP NEW FLR	4,601	6,162
19588 shares of FRANKLIN HIGH INCOME FUND ADVISOR CLASS FVHIX	27,619	39,372
291 shares of GAMESTOP CORP GME	6,913	6,658
305 shares of GEN DYNAMICS CP GD	16,937	21,643
2530 shares of GENERAL ELECTRIC CO GE	81,598	46,274
25 shares of GOOGLE INC CL A GOOG	14,794	14,849

Name of Stock	End of Year Book Value	End of Year Fair Market Value
85 shares of GRAINGER W W INC. GWW	7,339	11,739
962 shares of H.J. HEINZ COMPANY HNZ	34,939	47,581
270 shares of HANSEN NATURAL CORPORATION HANS	10,669	14,116
2277 shares of HARBOR FDS INTL FD HAINX	155,204	137,845
805 shares of HEWLETT PACKARD CO HPQ	39,461	33,891
126 shares of HUMANA INC HUM	5,435	6,897
63 shares of INTERCNTNTLEXCHANGE ICE	5,622	7,506
275 shares of INTERNATIONAL BUSINESS MACHINES IBM	29,469	40,359
35 shares of INTUITIVE SURGICAL, INC. ISRG	11,576	9,021
83 shares of JONES LANG LASALLE JLL	2,700	6,965
830 shares of JP MORGAN CHASE CO JPM	29,875	35,209
325 shares of JUNIPER NETWORKS JNPR	10,138	11,999
182 shares of KANSAS CITY SOUTHERN KSU	6,613	8,711
360 shares of LABORATORY CORP AMER HLDGS LH	24,113	31,651
123 shares of LANDSTAR SYSTEM LSTR	5,050	5,036
725 shares of LIBERTY GLOBAL INC LBTYA	13,725	25,651
277 shares of LINCARE HOLDINGS, INC. LNCR	6,502	7,432
229 shares of LINEAR TECHNOLOGY CORP LLTC	6,899	7,921
68 shares of LUBRIZOL CP LZ	6,489	7,268
256 shares of MARRIOTT INTERNATIONAL INC. CL A MAR	8,761	10,629
127 shares of MCKESSON CORP MCK	4,915	8,938
633 shares of MEDTRONIC INC MDT	25,015	23,478
862 shares of MERCK CO INC. MRK	24,081	31,066
500 shares of MICROCHIP TECHNOLOGY INC. MCHP	15,186	17,105
98 shares of MOHAWK INDS INC MHK	6,777	5,562
326 shares of MOLEX INCORPORATED MOLX	6,468	7,407
91 shares of MSC INDUSTRIAL DRCT MSM	4,788	5,887
108 shares of MSCI INC MSCI	2,566	4,208
1120 shares of NALCO CHEMICAL NLC	11,663	35,773
285 shares of NEXTERA ENERGY, INC NEE	13,630	14,817

Name of Stock	End of Year Book Value	End of Year Fair Market Value
144 shares of NII HOLDINGS INC - COMMON STOCK NIHD	6,041	6,431
260 shares of NIKE INC-CL B NKE	12,839	22,209
295 shares of NORFOLK SOUTHERN CORP NSC	16,023	18,532
590 shares of NORTHEAST UTIL NU	13,357	18,809
1445 shares of ORACLE CORP ORCL	25,056	45,229
76 shares of PANERA BREAD CO. CL. A. PNRA	6,169	7,692
171 shares of PEABODY ENERGY CORP BTU	4,406	10,941
775 shares of PEPSICO INC PEP	55,516	50,631
250 shares of PETSMART INC. COM PETM	6,304	9,955
306 shares of PG E CORP PCG	12,627	14,639
330 shares of PRAXAIR INC. PX	20,913	31,505
63 shares of PRECISION CASTPARTS PCP	4,885	8,770
57 shares of PRICELINE.COM INCORPORATED PCLN	4,345	22,774
445 shares of PROCTER GAMBLE CO PG	32,705	28,627
700 shares of QEP RESOURCES INC QEP	16,709	25,417
545 shares of REPUBLIC SVCS INC. RSG	15,567	16,274
340 shares of RIVERBED TECHNOLOGY, INC. RVBD	4,860	11,958
219 shares of ROBERT HALF INTL INC. RHI	6,105	6,701
311 shares of ROCKWOOD HOLDINGS INC ROC	6,460	12,166
102 shares of ROPER INDUSTRIES NEW COMMON ROP	4,566	7,796
193 shares of SHIRE PHARMACEUTICALS, INC SHPGY.PK	12,292	13,969
332 shares of SKYWORKS SOLUTIONS, INC SWKS	7,063	9,505
124 shares of SOUTHWESTERN ENERGY SWN	3,947	4,641
545 shares of SPECTRA ENERGY CORP-W/I SE	10,744	13,620
290 shares of ST. JUDE MED INC. STJ	11,523	12,398
123 shares of STEC, INC. STEC	1,664	2,171
120 shares of STERICYCLE INC SRCL	6,972	9,710
555 shares of STRYKER CORPORATION SYK	20,088	29,804
176 shares of T. ROWE PRICE ASSOCIATES TROW	9,256	11,359
535 shares of TARGET CORPORATION TGT	19,216	32,170

Name of Stock	End of Year Book Value	End of Year Fair Market Value
140 shares of TEMPUR PEDIC INTERNATIONAL INC. TPX	4,196	5,608
185 shares of TIME WARNER CABLE INC TWC	9,215	12,216
110 shares of TIMKEN CO COM TKR	5,329	5,250
962 shares of TJX COMPANIES INC TJX	35,520	42,703
3111 shares of TORTOISE ENERGY CAP CORP TYY	29,045	86,392
85 shares of TRIUMPH GROUP INC TGI	6,600	7,600
420 shares of UNITED TECHNOLOGIES CORP UTX	32,115	33,062
995 shares of UNITEDHEALTH GROUP INC. UNH	23,852	35,929
270 shares of V F CORP VFC	14,566	23,269
180 shares of VISA INC V	12,090	12,668
1260 shares of WALGREEN CO WAG	31,097	49,090
432 shares of WEATHERFORD INTL NEW WFT	7,679	9,850
1144 shares of WELLS FARGO CO. WFC	29,827	35,453
2400 shares of WESTERN UNION CO WU	33,759	44,568
57 shares of WHITING PETROLEUM CORP WLL	5,223	6,680
1265 shares of WILLIAMS COS WMB	22,169	31,271

TY 2010 Investments - Other Schedule

Name: The Caroline M Lowndes Foundation Inc

EIN: 26-0379209

Software ID: 10000149

Software Version: 2010.2.15

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LAZARD LTD LAZ		3,768	5,410
LIGHTHOUSE GLOBAL LONG/SHORT FUND LIMITED		500,000	500,745

TY 2010 Other Expenses Schedule

Name: The Caroline M Lowndes Foundation Inc

EIN: 26-0379209

Software ID: 10000149

Software Version: 2010.2.15

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	18,627			18,627
Foundation Dues Memberships	650			650
K1 passthrough LAZARD LTD	1	1		
State or Local Filing Fees	25			25

TY 2010 Other Income Schedule

Name: The Caroline M Lowndes Foundation Inc

EIN: 26-0379209

Software ID: 10000149

Software Version: 2010.2.15

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LAZARD LTD K-1 Pass-Through Share of Partnership Income/Loss	69	69	

TY 2010 Other Professional Fees Schedule

Name: The Caroline M Lowndes Foundation Inc

EIN: 26-0379209

Software ID: 10000149

Software Version: 2010.2.15

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	16,787	16,787		

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TY 2010 Taxes Schedule

Name: The Caroline M Lowndes Foundation Inc

EIN: 26-0379209

Software ID: 10000149

Software Version: 2010.2.15

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2010	900	0	0	0

Additional Data

Software ID: 10000149
Software Version: 2010.2.15
EIN: 26-0379209
Name: The Caroline M Lowndes Foundation Inc

Part VI Line 7 - Tax Paid Original Return: 1582

Form 990PF Part XV Line 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*				
ARCHIVES OF AMERICAN ART PO BOX 37012 VICTOR BLDG WASHINGTON,DC 20013	N/A	509(a)(1)	Friend of the Archives Fund	2,500
CAMP CASEY CORPORATION 333 W 7TH ST STE 230 ROYAL OAK,MI 48067	N/A	509(a)(1)	General Unrestricted	500
CENTRAL PARK CONSERVANCY INC 14 E 60TH ST FL 8 NEW YORK,NY 10022	N/A	509(a)(1)	Conservators Program	2,500
COMFORT ZONE CAMP INC 4906 CUTSHAW AVE 2ND FL RICHMOND,VA 23230	N/A	509(a)(1)	General Unrestricted	1,000
FIDELITY INVESTMENTS CHARITABLE GIF 200 SEAPORT BLVD BOSTON,MA 02210	N/A	509(a)(1)	The C M Lowndes Fund	60,000
FRICK COLLECTION 1 E 70TH ST NEW YORK,NY 10021	N/A	509(a)(1)	Contributing Fellow Program	2,500
FRIENDS OF GUNSTON HALL 10709 GUNSTON RD MASON NECK,VA 22079	N/A	509(a)(1)	General Unrestricted	500
FRIENDS OF SULGRAVE MANOR 1200 MUTUAL BLDG RICHMOND,VA 23219	N/A	509(a)(1)	Annual Fund	500
FUND FOR PARK AVENUE NEW YORK INC 300 PARK AVE STE 1700 NEW YORK,NY 10022	N/A	509(a)(1)	2010 Tree Lighting Fund	1,000
FUND FOR PARK AVENUE NEW YORK INC 300 PARK AVE STE 1700 NEW YORK,NY 10022	N/A	509(a)(1)	Spring 2010 Campaign	1,000
HUMANE SOCIETY OF NEW YORK 306 E 59TH ST NEW YORK,NY 10022	N/A	509(a)(2)	General Unrestricted	1,000
INTERNATIONAL FOUNDATION FOR ART RE 500 5TH AVE NEW YORK,NY 10110	N/A	509(a)(2)	Patron Program	1,000
JUNIOR LEAGUE OF THE CITY OF NEW YO 130 E 80TH ST NEW YORK,NY 10075	N/A	509(a)(2)	Annual Fund	500
MARY BALDWIN COLLEGE 318 PROSPECT ST STAUNTON,VA 24401	N/A	509(a)(1)	Annual Fund	5,000
METROPOLITAN OPERA ASSOCIATION INC LINCOLN CENTER NEW YORK,NY 10023	N/A	509(a)(1)	Patron Fund	2,500
Total . . . . ▶ **3a**				139,500

Form 990PF Part XV Line 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*				
NATIONAL SOCIETY OF COLONIAL DAMES 215 E 71ST ST NEW YORK, NY 10021	N/A	509(a)(1)	Employees Fund	500
NATIONAL SOCIETY OF COLONIAL DAMES 215 E 71ST ST NEW YORK, NY 10021	N/A	509(a)(1)	Friends of Van Cortlandt House Museum	500
NATIONAL SOCIETY OF THE COLONIAL DA PO BOX 22127 CHARLESTON, SC 29413	N/A	509(a)(2)	Powder Magazine Fund	500
NATIONAL SOCIETY OF THE COLONIAL DA 2715 Q ST NW WASHINGTON, DC 20007	N/A	509(a)(2)	Friends of Dumbarton House Campaign	500
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK W NEW YORK, NY 10024	N/A	509(a)(1)	Chairmans Council Division	10,000
PIERPONT MORGAN LIBRARY 225 MADISON AVE NEW YORK, NY 10016	N/A	509(a)(1)	Association of Fellows	7,000
ROUNDABOUT THEATRE COMPANY INC 231 W 39TH ST STE 1200 NEW YORK, NY 10018	N/A	509(a)(1)	Chairmans Circle	2,000
SMILE TRAIN INC 41 MADISON AVE FL 28 NEW YORK, NY 10010	N/A	509(a)(1)	General Unrestricted	1,000
ST JAMES EPISCOPAL CHURCH 865 MADISON AVE NEW YORK, NY 10021	N/A	509(a)(1)	2010 Commitment Campaign	25,000
SUSAN G KOMEN BREAST CANCER FOUNDAT 5005 LBJ FWY STE 250 DALLAS, TX 75244	N/A	509(a)(2)	General Unrestricted	1,000
THE METROPOLITAN MUSEUM OF ART 1000 5TH AVE NEW YORK, NY 10028	N/A	509(a)(1)	Annual Appeal Campaign	1,000
THE NEW SCHOOL 80 5TH AVE 4TH FIOOR NEW YORK, NY 10011	N/A	509(a)(1)	Annual Fund	1,000
THE NEW YORK PUBLIC LIBRARY ASTOR L 5TH AVE AND 42ND ST NEW YORK, NY 10018	N/A	509(a)(1)	Conservators Program	2,000
THE NEW YORK PUBLIC LIBRARY ASTOR L 5TH AVE AND 42ND ST NEW YORK, NY 10018	N/A	509(a)(1)	Special Appeal Campaign	500
VANDERBILT UNIVERSITY VU STA B 357754 NASHVILLE, TN 37235	N/A	509(a)(1)	Annual Fund	5,000
Total . . . . ▶ **3a**				139,500