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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2010**For calendar year 2010, or tax year beginning** , **and ending****G** Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation KAP 508 Foundation, Inc		A Employer identification number 26-0402722
Number and street (or P O box number if mail is not delivered to street address) c/o Foundation Source, 501 Silverside Road	Room/suite 123	B Telephone number (see page 10 of the instructions) (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"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 876,075	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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	101	101		
	4 Dividends and interest from securities	34,984	34,984		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	55,325			
	b Gross sales price for all assets on line 6a	671,210			
	7 Capital gain net income (from Part IV, line 2)		55,325		
	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)	5	5			
12 Total. Add lines 1 through 11	90,415	90,415			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	8,478	8,478		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	633	4		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	8,249	104		8,145
	24 Total operating and administrative expenses. Add lines 13 through 23	17,360	8,586		8,145
	25 Contributions, gifts, grants paid	33,000			33,000
26 Total expenses and disbursements. Add lines 24 and 25	50,360	8,586		41,145	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	40,055				
b Net investment income (if negative, enter -0-)		81,829			
c Adjusted net income (if negative, enter -0-)					

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

(HTA)

Form **990-PF** (2010)

G14 13

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	30,443	38,854	38,854
	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)	170,893	179,520	183,105
	b Investments—corporate stock (attach schedule)	554,320	577,337	654,116
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	755,656	795,711	876,075
	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	0	
Net Assets or Fund Balances	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"/>			
	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	755,656	795,711	
	30 Total net assets or fund balances (see page 17 of the instructions)	755,656	795,711	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	755,656	795,711	

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	755,656
2 Enter amount from Part I, line 27a	2	40,055
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	795,711
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	795,711

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 671,210		615,885	55,325	
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			55,325	
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	55,325
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.

(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	45,659	765,795	0.059623
2008	58,781	927,102	0.063403
2007	0	70,458	0.000000
2006			0.000000
2005			0.000000
2 Total of line 1, column (d)			2 0.123026
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 0.041009
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 838,416
5 Multiply line 4 by line 3			5 34,383
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 818
7 Add lines 5 and 6			7 35,201
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 41,145

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

1	a Exempt operating foundations described in section 4940(d)(2), check here <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	818
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" 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	818
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	818
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	603
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	236
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	839
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	21
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 21 Refunded <input type="checkbox"/> 0	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)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> NY _____		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 ▶ c/o Foundation Source Telephone no ▶ (800) 839-1754			
	Located at ▶ 501 Silverside Road, Suite 123 Wilmington DE ZIP+4 ▶ 19809-1377			
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>	5b	N/A
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)		<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
NONE		
.....		
.....		
.....		
.....		
.....		

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	788,326
b	Average of monthly cash balances	1b	62,858
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	851,184
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	851,184
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	12,768
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	838,416
6	Minimum investment return. Enter 5% of line 5	6	41,921

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	41,921
2a	Tax on investment income for 2010 from Part VI, line 5	2a	818
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	818
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	41,103
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	41,103
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	41,103

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	41,145
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	41,145
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	818
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	40,327

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				41,103
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	0			
b From 2006	0			
c From 2007	0			
d From 2008	13,006			
e From 2009	8,041			
f Total of lines 3a through e	21,047			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 41,145				
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				41,103
e Remaining amount distributed out of corpus	42			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	21,089			
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	21,089			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	13,006			
d Excess from 2009	8,041			
e Excess from 2010	42			

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	101	
4	Dividends and interest from securities			14	34,984	
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	55,325	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a Foreign Tax Refund			01	5	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		90,415	0
13	Total. Add line 12, columns (b), (d), and (e)				13	90,415

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

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

[illegible]

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

TOTAL:		5	5
		(a) Revenue per Books	(b) Net Investment Income
1	Foreign Tax Refund	5	5
2			
3			
4			
5			
6			
7			
8			
9			
10			

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

TOTAL:		8,478	8,478	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Investment Management Services	8,478	8,478		0
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

TOTAL:					633	4	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	Estimated Tax for 2010	600	0					0
2	Foreign Tax Paid	4	4					0
3	IRS Excise Tax Payment with 1st ext 990-PF	29	0					0
4								
5								
6								
7								
8								
9								
10								

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

TOTAL:					8,249	104	0	8,145
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	Administrative Fees	8,045	0	0	8,045			
2	Bank Charges	105	104		0			
3	State or local filing fees	100	0		100			
4								
5								
6								
7								
8								
9								
10								

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

		TOTAL:		174,367	179,520	183,105
	Description/Symbol/CUSIP Number	Shares	Book Value	Fair Market Value	(c)	
1	FNMA - 5.000% - 06/01/2035 - POOL 735580 (31402RFV6)	865	585		915	
2	FNMA - 5.000% - 02/01/2036 - POOL 745275 (31403C6L0)	5,303	3,843		5,604	
3	FNMA - 5.500% - 06/01/2038 - POOL 995018 (31416BK72)	713	645		765	
4	FNMA - 5.500% - 11/01/2038 - POOL 889982 (31410KXK5)	6,672	5,766		7,155	
5	FNMA - 6.000% - 05/01/2038 - POOL 889579 (31410KJY1)	16,745	16,789		18,205	
6	FNMA - 6.000% - 09/01/2038 - POOL 190391 (31368HNG4)	4,927	4,511		5,357	
7	FNMA - 6.000% - 10/01/2038 - POOL 992033 (31415XBA8)	7,659	7,806		8,332	
8	FNMA - 6.000% - 10/01/2039 - POOL AD0440 (31418MP22)	2,273	2,347		2,471	
9	FNMA - 6.000% - 11/01/2038 - POOL 995876 (31416CJV9)	8,288	8,348		9,011	
10	US TIPS - 2.375% - 04/15/2011 (912828FB1)	23,027	23,828		23,240	
11	US TIPS - 2.500% - 01/15/2029 (912810PZ5)	4,000	4,827		4,557	
12	US TIPS - 3.000% - 07/15/2012 (912828AF7)	10,850	13,121		11,533	
13	US TIPS - 3.625% - 04/15/2028 (912810FD5)	4,045	5,529		5,235	
14	US TREAS NOTE - 0.875% - 02/29/2012 (912828MQ0)	17,000	17,011		17,106	
15	US TREAS NOTE - 1.375% - 03/15/2013 (912828MT4)	3,000	2,989		3,045	
16	US TREAS NOTE - 2.375% - 07/31/2017 (912828NR7)	25,000	25,660		24,707	
17	US TREAS NOTE - 2.375% - 10/31/2014 (912828LS7)	15,000	15,655		15,537	
18	US TREAS NOTE - 2.500% - 06-30-2017 (912828NK2)	5,000	5,170		4,987	
19	US TREAS NOTE - 4.000% - 02/15/2015 (912828DM9)	14,000	15,090		15,343	

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

		TOTAL:		577,337		654,116	
	Description/Symbol/CUSIP Number	Shares	(b) Book Value	(c) Fair Market Value			
1	3M CO (MMM)	30	2,600	2,589			
2	A K STEEL HLDG CORP (AKS)	73	1,395	1,195			
3	ABERCROMBIE & FITCH (ANF)	13	476	749			
4	ADIDAS-SALOMON AG (ADDYY PK)	40	1,004	1,308			
5	AGCO CP (AGCO)	8	226	405			
6	ALERE INC (ALR)	51	1,520	1,867			
7	ALLIANZ FIXED INCOME SHARES SERIES C (FXICX)	4,995	63,420	63,336			
8	ALLIANZ FIXED INCOMESHARES SERIES M (FXIMX)	6,195	50,923	63,746			
9	AMAZON COM (AMZN)	20	3,095	3,600			
10	AMERICA MOVIL SA (AMX)	61	3,567	3,498			
11	AMERICAN TOWER CORP CL A (AMT)	61	2,790	3,150			
12	ANGLO AMER PLATINUM ADR (AGPPY PK)	54	935	948			
13	APPLE INC. (AAPL)	33	3,182	10,644			
14	AT&T CORP COM NEW (T)	79	2,194	2,321			
15	AVIS BUDGET GROUP INC (CAR)	59	684	918			
16	BAIDU.COM - ADR (BIDU)	23	2,516	2,220			
17	BALLY TECHNOLOGIES INC (BYI)	51	1,851	2,152			
18	BANCO BRADESCO S.A SPONS ADR NEW (BBD)	84	1,414	1,704			
19	BANCO ITAU HOLDING FINANCIERA (ITUB)	101	2,073	2,425			
20	BAYER A G SPONSORED ADR (BAYRY PK)	12	898	880			
21	BAYERISCHE MOTOREN WERKE (BAMXY.PK)	50	781	1,305			
22	BG GROUP PLC ADS (BRGYY.PK)	12	947	1,224			
23	BHP BILLITON LIMITED (BHP)	34	2,596	3,159			
24	BNP PARIBAS SPONS ADR (BNPQY PK)	35	1,476	1,118			
25	BOEING CO (BA)	39	2,668	2,545			
26	BRINKER INTL INC (EAT)	65	1,115	1,357			
27	BRITISH AMERICAN TOBACCO PLC (BTI)	15	941	1,166			
28	BROCADE COMMUNICATIONS SYST INC (BRCD)	461	2,497	2,439			
29	BUNZL PLC SPONSORED ADR NEW (BZLFY.PK)	22	1,168	1,257			
30	CANADIAN NATL RAILWAY CO (CNI)	13	760	864			
31	CANON INC. (CAJ)	22	910	1,129			
32	CAPITAL ONE FINANCIAL CORP (COF)	43	1,396	1,830			
33	CAREFUSION CORP (CFN)	70	1,716	1,799			
34	CATHAY GENERAL BANCORP (CATY)	64	699	1,069			
35	CENOVUS ENERGY INC (CVE)	15	414	499			
36	CENTRICA PLC S/ADR (CPYYY PK)	70	1,148	1,445			
37	CEPHALON, INC (CEPH)	26	1,629	1,605			
38	CHEUNG KONG HLDGS LTD ADR (CHEUY PK)	94	1,069	1,448			
39	CHIMERA INVESTMENT CORP COMMON STOCK (CIM)	332	1,272	1,365			
40	CHINA CONSTRUCT UNSPON ADR (CICHY PK)	48	860	878			
41	CHINA LIFE INS CO SP ADR (LFC)	18	911	1,101			

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

		TOTAL:		577,337		654,116	
	Description/Symbol/CUSIP Number	Shares	(b) Book Value	(c) Fair Market Value			
42	CHINA PETRO & CHEM (SNP)	13	1,123	1,244			
43	CNOOC LTD ADS (CEO)	17	2,313	4,052			
44	COCA-COLA AMATIL LTD ADR (CCLAY PK)	44	810	983			
45	COCA-COLA HELLEN ADS (CCH)	31	715	803			
46	COMERICA INC (CMA)	36	969	1,521			
47	COMPASS GROUP PLC ADR (CMPGY PK)	203	1,656	1,892			
48	COMSTOCK RES INC NEW (CRK)	54	1,859	1,326			
49	CON-WAY INC COM (CNW)	35	1,160	1,280			
50	CONSTELLATION BRANDS INC (STZ)	74	1,057	1,639			
51	COSAN LIMITED CL A (CZZ)	46	615	627			
52	CSL LTD UNSP ADR (CMXHY PK)	85	1,121	1,607			
53	CTRP COM INTL, LTD - AMERICAN DEPOSITORY SHARES (CTRP)	32	1,337	1,294			
54	CURTISS WRIGHT CP (CW)	38	1,225	1,262			
55	DEERE CO (DE)	21	1,628	1,744			
56	DENSO CORP ADR (DNZOY PK)	56	743	960			
57	DIAMONDROCK HOSP CO (DRH)	90	839	1,080			
58	DIGITAL RIVER, INC (DRIV)	25	722	861			
59	DIRECTV GROUP (DTV)	117	4,003	4,672			
60	DOW CHEMICAL PV (DOW)	89	2,556	3,038			
61	DU PONT DE NEMOURS (DD)	102	4,270	5,088			
62	ENCANA CORP (ECA)	15	494	437			
63	ENERGIZER HOLDINGS INC (ENR)	14	828	1,021			
64	ENERSYS (ENS)	34	805	1,092			
65	ERICSSON L M TEL CO (ERIC)	50	542	577			
66	EXPRESS SCRIPTS INC (ESRX)	95	3,876	5,135			
67	FANUC LIMITED UNSPONSORED (FANUY.PK)	69	1,392	1,769			
68	FIRST EAGLE SOGEN OVERSEAS FUND CLASS I (SGOIX)	574	13,000	13,195			
69	FOMENTO ECONOMICO MEXICANO (FMX)	25	1,172	1,398			
70	FORD MOTOR COMPANY (F)	306	4,110	5,138			
71	FRANKLIN GOLD AND PRECIOUS METALS FUND ADVISOR CL (FGADX)	111	6,500	5,935			
72	FREEMPORT-MCMORAN COPPER & GOLD INC. (FCX)	45	4,567	5,404			
73	FRESENIUS MED CAR AG (FMS)	14	710	808			
74	GAFISA S.A (GFA)	50	854	727			
75	GAMESTOP CORP (GME)	60	1,907	1,373			
76	GAYLORD ENT CO NEW (GET)	36	1,053	1,294			
77	GEN CABLE CP (BGC)	27	674	947			
78	GERDAU SA ADS (GGB)	66	928	923			
79	GLOBAL X FDSGLOBAL X CHINA MATERIALS ETF (CHIM)	59	687	873			
80	GOLDMAN SACHS GROUP (GS)	40	6,272	6,726			
81	GOOGLE INC CL A (GOOG)	12	5,950	7,128			
82	GROUPE DANONE ADS (DANOY.PK)	83	881	1,050			

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

		TOTAL:		577,337		654,116	
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	Fair Market Value	(c)	
83	GRUPO TELEvisa (ADR) (TV)	55	1,040		1,426		
84	HAIN FOOD GROUP, INC (HAIN)	39	661		1,055		
85	HALLIBURTON COMPANY (HAL)	42	1,694		1,715		
86	HDFC BANK LTD ADR (HDB)	1	168		167		
87	HEWLETT PACKARD CO (HPQ)	74	3,229		3,115		
88	HOLOGIC, INC (HOLX)	180	2,748		3,388		
89	HUTCHISON WHAMPOA LTD ADR (HUWHY PK)	29	888		1,491		
90	ICICI BK LTD ADS (IBN)	19	601		962		
91	IMPERIAL TOBACCO GRO (ITYBY PK)	32	1,787		1,976		
92	INDUSTRIAL & COM UNSP/ADR (IDCBY.PK)	90	1,329		1,409		
93	INFOSYS TECH LTD SPD ADR (INFY)	36	1,972		2,739		
94	ING GLOBAL REAL ESTATE FUND CLASS I (IGLIX)	402	6,500		6,552		
95	INTERNATIONAL BUSINESS MACHINES (IBM)	44	4,653		6,457		
96	INTERNATIONAL POWER (IPRPY PK)	33	1,891		2,279		
97	ISHARES MSCI TURKEY (TUR)	12	726		795		
98	ISHARES RUSSELL 2000 (IWM)	218	15,851		17,055		
99	JANUS CAPITAL GROUP INC (JNS)	282	3,145		3,658		
100	JP MORGAN CHASE & CO (JPM)	88	4,201		3,733		
101	JSC MMC NRLSK NICKL SIADR (NILSY PK)	34	603		817		
102	JULIUS BAER GROUP LTD (JBAXY PK)	155	889		1,460		
103	KANSAS CITY SOUTHERN (KSU)	22	348		1,053		
104	KEPPEL CORP LTD ADR (KPELY PK)	100	1,202		1,765		
105	KEYCORP (KEY)	249	1,569		2,204		
106	KING PHARMECEUTICALS INC (KG)	83	885		1,166		
107	KINGFISHER PLC (KGFHY PK)	150	1,009		1,224		
108	KOMATSU LTD (KMTUY PK)	51	1,362		1,554		
109	KONINKLIJKE AHOLD (AHONY PK)	70	893		923		
110	KOOKMIN BK ADS NEW (KB)	28	1,054		1,481		
111	LAMAR ADVERTISING CO CL A (LAMR)	42	1,205		1,673		
112	LANDSTAR SYSTEM (LSTR)	51	1,965		2,088		
113	LAS VEGAS SANDS CORP (LVS)	91	3,034		4,181		
114	LAZARD EMERGING MARKETS EQUITY INSTL (LZEMX)	1,097	23,400		23,893		
115	LEAP WIRELESS INTERNATIONAL INC (LEAP)	186	2,103		2,280		
116	LINCOLN NATIONAL CORP (LNC)	97	2,368		2,698		
117	LUKOIL HOLDING CO SP/ADR (LUKOY PK)	30	1,991		1,717		
118	MANITOWOC CO INC (MTW)	38	500		498		
119	MARSHALL & ILSLEY CORP (MI)	218	1,519		1,509		
120	MASCO CORP (MAS)	139	1,576		1,760		
121	MCDONALD'S CORP (MCD)	42	3,180		3,224		
122	MECHEL STL GROUP OAO (MTL)	25	563		731		
123	MELCO PBL ENTERTAINMENT ADS (MPEL)	146	681		929		

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

		TOTAL:		577,337		654,116	
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	Fair Market Value	(c)	
124	MERCK & CO INC (MRK)	105	3,807		3,784		
125	METLIFE INC (MET)	80	3,233		3,555		
126	MOBILE TELSYS OJSC (MBT)	58	1,334		1,210		
127	MONSTER WORLDWIDE, INC (MWW)	84	1,106		1,985		
128	MTN GROUP LTD SPON ADR (MTNOY PK)	44	731		909		
129	MYRIAD GENETICS, INC (MYGN)	47	888		1,073		
130	NABORS INDUSTRIES LTD (NBR)	67	1,429		1,572		
131	NASPERS LTD N SPONS ADR (NPSNY PK)	12	469		709		
132	NAVISTAR INTL CP (NAV)	18	804		1,042		
133	NESTLE S A (NSRGY.PK)	38	1,760		2,235		
134	NETAPP, INC (NTAP)	47	2,623		2,583		
135	NIDEC CORPORATION ADR (NJ)	81	1,354		2,040		
136	NII HOLDINGS INC - COMMON STOCK (NIHD)	57	1,698		2,546		
137	NOVARTIS AG ADR (NVS)	29	1,376		1,710		
138	NOVO NORDISK A S (NVO)	16	1,263		1,801		
139	OAO GAZPROM SPONS GDR (OGZPY.PK)	76	2,195		1,933		
140	OCCIDENTAL PETE CORP (OXY)	46	3,266		4,513		
141	OPNEXT, INC (OPXT)	319	942		561		
142	ORACLE CORP (ORCL)	210	4,870		6,573		
143	OWENS ILLINOIS (OI)	117	2,845		3,592		
144	PAETEC HOLDING CORP. (PAET)	356	1,420		1,331		
145	PEABODY ENERGY CORP (BTU)	93	4,575		5,950		
146	PENN NATIONAL GAMING (PENN)	21	751		738		
147	PETROHAWK ENERGY CORPORATION (HK)	107	2,387		1,953		
148	PETROLEO BRASILEIRO (PBR)	49	1,927		1,854		
149	PETROLEO BRASILEIRO SA- PETRO (PBR-A)	29	1,212		991		
150	PHARMACEUTICAL PRODUCT DEVELOPMENT (PPDI)	71	1,463		1,927		
151	PHILIP MORRIS INTL (PM)	55	3,088		3,219		
152	PHILIPPINE LONG DISTANCE ADR (PHI)	23	1,213		1,340		
153	PIMCO EMERGING LOCAL BD (P) (PELPX)	1,183	13,000		12,598		
154	PING AN INSURANCE (PNGAY PK)	20	444		449		
155	PINNACLE ENTERTAINMT (PNK)	106	1,027		1,486		
156	PMC-SIERRA INC (PMCS)	159	1,438		1,366		
157	POSCO (PKX)	21	2,511		2,261		
158	PRECISION CASTPARTS (PCP)	18	2,034		2,506		
159	PROLOGIS (PLD)	103	1,208		1,487		
160	PUBLICIS GROUPE S A (PUBGY PK)	29	653		759		
161	RANGE RESOURCES CORP DEL (RRC)	30	1,151		1,349		
162	RED HAT, INC (RHT)	71	3,185		3,241		
163	REED ELSEVIER PLC (RUK)	35	981		1,175		
164	REGIONS FINANCIAL CORP (RF)	224	1,012		1,568		

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

		TOTAL:		577,337		654,116	
	Description/Symbol/CUSIP Number	Shares	Book Value	Fair Market Value			
165	ROCHE HOLDING LTD ADR (RHHBY PK)	59	2,514	2,162			
166	ROYAL DUTCH SHELL PLC SPONS ADR B (RDS-B)	17	995	1,133			
167	ROYAL KPN N V (KKPNY PK)	64	829	939			
168	SALESFORCE COM (CRM)	15	1,101	1,980			
169	SAP AKTIENGESSELL ADS (SAP)	21	967	1,063			
170	SAVIS, INC (SVVS)	84	1,394	2,144			
171	SBA COMMUNICATIONS (SBAC)	36	897	1,474			
172	SCHLUMBERGER LTD (SLB)	51	3,088	4,259			
173	SEAGATE TECHNOLOGY (STX)	104	1,438	1,563			
174	SHARP CORP ADR (SHCAY PK)	77	813	782			
175	SHINHAN FINL GROUP CO LTD (SHG)	16	1,514	1,501			
176	SHIRE PHARMACEUTICALS, INC (SHPGY PK)	25	1,588	1,810			
177	SINOPEC SHANGHAI-SPONS ADR (SHI)	9	434	464			
178	SMITH & NEPHEW PLC ADR (SNN)	11	598	578			
179	SMITHFIELD FOODS (SFD)	73	1,181	1,506			
180	SOUTHERN COPPER CORP (SCCO)	17	586	829			
181	SPDR BARCLAYS CAPITAL 1-3 MONTH T-BILL (BIL)	706	32,377	32,369			
182	SPDR S&P 500 ETF TRUST (SPY)	132	15,913	16,599			
183	SPIRIT AEROSYSTEMS HOLDINGS CL A (SPR)	25	520	520			
184	STANDARD BANK GP UNSP/ADR (SBGOY PK)	28	801	926			
185	STARWOOD HOTELS & RESORTS (HOT)	27	1,407	1,641			
186	SYNGENTA AG ADS (SYT)	18	809	1,058			
187	SYNOVUS FINL CP (SNV)	765	2,563	2,020			
188	TAIWAN SEMICONDUCTOR MFG CO LTD (TSM)	226	2,244	2,834			
189	TALISMAN ENERGY INC (TLM)	30	502	666			
190	TARGET CORPORATION (TGT)	29	1,720	1,744			
191	TENARIS SA-ADR (TS)	12	538	588			
192	TESCO PLC ADR (TSCDY PK)	86	1,988	1,735			
193	TEVA PHARMECEUTICAL SP ADR (TEVA)	100	5,195	5,213			
194	TNT N V ADS (TNTTY PK)	36	895	949			
195	TOTAL FINA ELF S.A. (TOT)	16	1,194	856			
196	TOYOTA MTR CORP (TM)	11	794	865			
197	TRANSCANADA CORP (TRP)	36	1,201	1,369			
198	TREND MICRO INCORPORATED - AMERICAN DEPOSITARY SHA (TMICY.PK)	19	556	630			
199	TURKIYE GARANTI BANK (TKGBY PK)	88	444	453			
200	UNILEVER N V N Y (UN)	30	829	942			
201	UNION PACIFIC (UNP)	51	2,459	4,726			
202	UNITED PARCEL SERVICE (UPS)	70	4,774	5,081			
203	UNITED TECHNOLOGIES CORP (UTX)	57	3,391	4,487			
204	VALE SA (VALE)	137	4,037	4,736			
205	VALUECLICK INC (VCLK)	94	978	1,507			

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

TOTAL:				577,337	654,116
	Description/Symbol/CUSIP Number	Shares	Book Value	Fair Market Value	
206	VARIAN MEDICAL SYSTEMS INC (VAR)	19	803	1,316	
207	VIMPELCOM LTD (VIP)	46	735	692	
208	VIVO PARTICIPACOES SASPONSORED ADR REPSTG PFD (VIV)	22	453	717	
209	VODAFONE GROUP PLC (VOD)	63	1,245	1,666	
210	VOLVO AB ADR B (VOLVY PK)	29	471	511	
211	WALT DISNEY HOLDINGS CO (DIS)	88	2,833	3,301	
212	WALTER ENERGY INC (WLT)	8	728	1,023	
213	WELLS FARGO & CO. (WFC)	82	2,525	2,541	
214	WET SEAL INC (WTSLA)	328	1,211	1,214	
215	WPP GROUP PLC (WPPGY PK)	22	1,045	1,363	
216	WRIGHT MEDICAL GROUP, INC (WMGI)	81	1,330	1,258	
217	YANZHOU COAL MINING ADR (YZC)	48	1,078	1,469	
218	ZIONS BANCORP (ZION)	78	1,499	1,890	

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
1	Alfred J Mascia	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	President	1	0	0	0
2	Margaret Mascia	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Vice President / Director	1	0	0	0
3	Patrick Mascia	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Director	1	0	0	0
4	Amy Mascia Knowles	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Director	1	0	0	0
5	Kerry Mascia Tedeschi	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Director / Treasurer	1	0	0	0
6										
7										
8										
9										
10										