

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



## Form 990-PF

Department of the Treasury

Internal Revenue Service

## **Return of Private Foundation**

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

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

2010

OMB No 1545-0052

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 A Employer identification number THE ELIZABETH A AND JOHN F FAY 26-6698150 FOUNDATION Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 65 CHARLES ROAD 908-766-2256 City or town, state, and ZIP code  ${f C}$  If exemption application is pending, check here BERNARDSVILLE, NJ 07924-1923 D 1. Foreign organizations, check here Foreign organizations meeting the 85% test, check here and attach computation Section 501(c)(3) exempt private foundation Check type of organization: Section 4947(a)(1) nonexempt charitable trust \_\_\_\_\_ Other taxable private foundation If private foundation status was terminated I Fair market value of all assets at end of year | J Accounting method: | X | Cash Accrual under section 507(b)(1)(A), check here Other (specify) (from Part II, col. (c), line 16) If the foundation is in a 60-month termination (Part I, column (d) must be on cash basis ) ▶\$ 472,984. under section 507(b)(1)(B), check here Analysis of Revenue and Expenses Part I (d) Disbursements (a) Revenue and (c) Adjusted net (b) Net investment (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) ) for charitable purposes (cash basis only) expenses per books income income N/A **建筑器** Contributions, gifts, grants, etc., received 2 Check X if the foundation is not required to attach Sch B Interest on savings and temporary cash investments 後後,**有**學的學事。 3 480 480 STATEMENT Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a 0. 7 Capital gain net income (from Part IV, line 2) Net short-term capital gain EMETAL OF MA Income modifications 10a Gross sales less returns and allowances 公司等的人不够现代的人 b Less Cost of goods sold 1964 C 1985 11 c Gross profit or (loss) 11 Other income 480 12 Total, Add lines 1 through 11 480. 0. 0 Compensation of officers, directors, trustees, etc. Other employee salaries and wages 15 Pension plans, employee benefits Expenses RECEN 16a Legal fees **b** Accounting SSO c Other profe al feesun **2 9** 2011 Administrative 17 Interest 18 Taxes 19 Depreciation and de 20 Occupancy 21 Travel, conferences, and meetings **Operating** 22 Printing and publications 0 STMT 2 1,490 23 Other expenses 0. 24 Total operating and administrative 1,490. 0 expenses Add lines 13 through 23 78,500. 78,500 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 79,990 0 78,500 Add lines 24 and 25 27 Subtract line 26 from line 12: リスス <79,510. a Excess of revenue over expenses and disbursements 480 b Net investment income (if negative, enter -0-) N/A c Adjusted net income (if negative, enter -0-)

THE ELIZABETH A AND JOHN F FAY

Form 990-PF (2010) FOUNDATION 26-6698150 Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only Beginning of year End of year (a) Book Value (b) Book Value (c) Fair Market Value 11 Cash - non-interest-bearing 552,494. 472,984. 2 Savings and temporary cash investments 472,984 3 Accounts receivable ► Less: allowance for doubtful accounts 4 Pledges receivable ► Less: allowance for doubtful accounts 5 Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons 7 Other notes and loans receivable Less: allowance for doubtful accounts 8 Inventories for sale or use 9 Prepaid expenses and deferred charges 10a Investments - U.S. and state government obligations b Investments - corporate stock c Investments - corporate bonds 11 Investments - land, buildings, and equipment, basis Less accumulated depreciation 12 Investments - mortgage loans 13 Investments - other 14 Land, buildings, and equipment; basis Less accumulated depreciation 15 Other assets (describe ▶ 552.494. 16 Total assets (to be completed by all filers) 472,984 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 22 Other liabilities (describe 0 23 Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. Balances 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted Fund ▶ X Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ò 27 Capital stock, trust principal, or current funds 0 0 Assets 0. 28 Paid-in or capital surplus, or land, bldg., and equipment fund 0. 29 Retained earnings, accumulated income, endowment, or other funds 552,494 472,984 30 Total net assets or fund balances 552,494. 472,984 31 Total liabilities and net assets/fund balances 552,494 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) 552,494. 2 Enter amount from Part I, line 27a Other increases not included in line 2 (itemize) 3 Add lines 1, 2, and 3 472,984. 4 Decreases not included in line 2 (itemize)

472,984.

Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

		f property sold (e.g., real estate, mon stock, 200 shs. MLC Co.)		1 P-1	w acquired Purchase Donation	(c) Date (mo., d		(d) Date sold (mo., day, yr.)
1a								
	ONE	<u>.</u>		<del> </del>				
<u>c</u> d						<del></del> -		
e								
(e) Gross sales price			expense of sale				ain or (loss) s (f) minus (	
<u>`a</u>			· · · · · · · · · · · · · · · · · · ·					
c c			-	-			···	
d						-		.,,
e Complete and the control of	<u> </u>	(1)	40/04/60					
Complete only for assets snowl	1	(h) and owned by the foundationsted basis (k) E	n on 12/31/69 xcess of col. (1)		Co	(I) Gains (C ol. (k), but i	iol. (h) gain not less thar	minus 1 -0-) <b>or</b>
(i) F.M.V. as of 12/31/69			r col. (j), if any	1		Losses	(from col. (i	h))
a								-
<u>b</u>	<del> </del>		·	-				<del></del>
<u>c</u>								
e								
		If gain, also enter in Part I, line If (loss), enter -0- in Part I, line	: 7	}				
Papital gain net income or (net c	•	•	e 7	7	2			
Net short-term capital gain or (lo if gain, also enter in Part I, line 8		sections 1222(5) and (6):		٦				
If (loss), enter -0- in Part I, line 8	3			<u> ]                                   </u>	3			
08/9 ( 200 5 800		on 4940(e) for Reduce			stment In	come	<del></del>	
For optional use by domestic prival	te touridations sut	neci to the section 4940(8) fax o						
		jour to the booken to to(a) take	ii nei maesimeni n	icome.)				
section 4940(d)(2) applies, leave	this part blank.	journe and seemen to require an e	n net mvestment n	icome.)				
Vas the foundation liable for the sec	ction 4942 tax on	the distributable amount of any y	rear in the base pe	·				Yes X No
Was the foundation liable for the sec f "Yes," the foundation does not qua	ction 4942 tax on alify under section	the distributable amount of any y	rear in the base pe art.	rıod?				Yes X No
Was the foundation liable for the set f "Yes," the foundation does not quate Enter the appropriate amount in	ction 4942 tax on alify under section	the distributable amount of any y	rear in the base pe art. e making any entri	riod? les.			Dietrih	
Was the foundation liable for the set  f "Yes," the foundation does not qual  Enter the appropriate amount in  (a)  Base period years  Calendar year (or tax year beginn	ction 4942 tax on alify under section each column for	the distributable amount of any y 4940(e). Do not complete this p each year; see instructions befor (b) usted qualifying distributions	rear in the base pe art. e making any entri Net value of no	riod? les.			Distrib (col. (b) div	(d) ution ratio ided by col. (c))
Vas the foundation liable for the set f 'Yes,' the foundation does not qual Enter the appropriate amount in (a)  Base period years Calendar year (or tax year beginn 2009	ction 4942 tax on alify under section each column for	the distributable amount of any y 4940(e). Do not complete this p each year; see instructions befor (b) usted qualifying distributions 92,970.	rear in the base pe art. e making any entri Net value of no	riod? les.	578,21	4.	Distrib (col. (b) div	(d) oution ratio ided by col. (c)) • 160788
(a) Base period years Calendar year (or tax year beginn 2009 2008	ction 4942 tax on alify under section each column for	the distributable amount of any y 4940(e). Do not complete this p each year; see instructions befor (b) usted qualifying distributions	rear in the base pe art. e making any entri Net value of no	riod? les.		4.	Distrib (col. (b) div	(d)
Vas the foundation liable for the set f "Yes," the foundation does not qual Enter the appropriate amount in (a)  Base period years Calendar year (or tax year beginn 2009	ction 4942 tax on alify under section each column for	the distributable amount of any y 4940(e). Do not complete this p each year; see instructions befor (b) usted qualifying distributions 92,970.	rear in the base pe art. e making any entri Net value of no	riod? les.	578,21	4.	Distrib (col. (b) div	(d) oution ratio ided by col. (c)) • 160788
Vas the foundation liable for the set f 'Yes," the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007	ction 4942 tax on alify under section each column for	the distributable amount of any y 4940(e). Do not complete this p each year; see instructions befor (b) usted qualifying distributions 92,970.	rear in the base pe art. e making any entri Net value of no	riod? les.	578,21	4.	Distrib (col. (b) div	(d) oution ratio ided by col. (c)) • 160788
Was the foundation liable for the set f "Yes," the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007 2006 2005	ction 4942 tax on alify under section each column for	the distributable amount of any y 4940(e). Do not complete this p each year; see instructions befor (b) usted qualifying distributions 92,970.	rear in the base pe art. e making any entri Net value of no	riod? les.	578,21	4.	Distrib (col. (b) div	(d) ution ratio ided by col. (c)) • 160788
Was the foundation liable for the set f "Yes," the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007 2006 2005	ction 4942 tax on alify under section a each column for ning in) Adj	the distributable amount of any y 4940(e). Do not complete this p each year; see instructions befor (b) usted qualifying distributions 92,970. 1,333.	rear in the base pe art. e making any entri Net value of no	riod? es. (c) oncharit	578,21 26,67	4.	Distrib (col. (b) div	(d) ution ratio ided by col. (c)) • 160788
Was the foundation liable for the set f "Yes," the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007 2006 2005	ction 4942 tax on alify under section each column for ming in)  Adj	the distributable amount of any y 4940(e). Do not complete this peach year; see instructions befor (b) usted qualifying distributions 92,970. 1,333.	rear in the base pe art. e making any entri Net value of no	riod? es. (c) oncharit	578,21 26,67	4.	Distrib (col. (b) div	(d) sution ratio rided by col. (c)) . 160788 . 049964
Vas the foundation liable for the set f 'Yes,' the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007 2006 2005	ction 4942 tax on alify under section each column for ming in)  Adjusted to the section of the s	the distributable amount of any y 4940(e). Do not complete this peach year; see instructions befor (b) usted qualifying distributions 92,970. 1,333.	rear in the base pe art. e making any entri Net value of no	riod? es. (c) oncharit	578,21 26,67	2	Distrib (col. (b) div	(d) Julion ratio Ided by col. (c))  . 160788 . 049964  . 210752
Vas the foundation liable for the set f "Yes," the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007 2006 2005  2 Total of line 1, column (d) Average distribution ratio for the the foundation has been in existents.	ction 4942 tax on alify under section each column for ming in)  Adjusted to the section of the s	the distributable amount of any y 4940(e). Do not complete this peach year; see instructions befor (b) usted qualifying distributions 92,970. 1,333.	rear in the base pe art. e making any entri Net value of no	riod? es. (c) oncharit	578,21 26,67	2	Distrib (col. (b) div	(d) Julion ratio Ided by col. (c))  . 160788 . 049964  . 210752
Vas the foundation liable for the set "Yes," the foundation does not quate Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007 2006 2005  Total of line 1, column (d) Average distribution ratio for the the foundation has been in exister the net value of noncharital enter the net value of noncharital enter the set of	ction 4942 tax on alify under section each column for ming in)  Adjusted to the section of the s	the distributable amount of any y 4940(e). Do not complete this peach year; see instructions befor (b) usted qualifying distributions 92,970. 1,333.	rear in the base pe art. e making any entri Net value of no	riod? es. (c) oncharit	578,21 26,67	2	Distrib (col. (b) div	(d) ution ratio ided by col. (c)) .160788 .049964 .210752 .105376
Vas the foundation liable for the set f 'Yes," the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007 2006 2005  2 Total of line 1, column (d) Average distribution ratio for the the foundation has been in exister the net value of noncharitation Multiply line 4 by line 3	e 5-year base pericence if less than 5	the distributable amount of any y 4940(e). Do not complete this peach year; see instructions befor (b) usted qualifying distributions 92,970. 1,333.	rear in the base pe art. e making any entri Net value of no	riod? es. (c) oncharit	578,21 26,67	2 3 4	Distrib (col. (b) div	.210752 .105376 .54,980
Vas the foundation liable for the set in Yes," the foundation does not quate in the appropriate amount in Base period years. Calendar year (or tax year beginn 2009 2008 2007 2006 2005  Total of line 1, column (d) Average distribution ratio for the the foundation has been in exister the net value of noncharitation Multiply line 4 by line 3	e 5-year base pericence if less than 5	the distributable amount of any y 4940(e). Do not complete this peach year; see instructions befor (b) usted qualifying distributions 92,970. 1,333.	rear in the base pe art. e making any entri Net value of no	riod? es. (c) oncharit	578,21 26,67	2 3 4	Distrib (col. (b) div	(d) oution ratio ided by col. (c)) • 160788
Was the foundation liable for the set f "Yes," the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007 2006 2005  2 Total of line 1, column (d) 3 Average distribution ratio for the	e 5-year base pericence if less than 5	the distributable amount of any y 4940(e). Do not complete this peach year; see instructions befor (b) usted qualifying distributions 92,970. 1,333.	rear in the base pe art. e making any entri Net value of no	riod? es. (c) oncharit	578,21 26,67	2 3 4	Distrib (col. (b) div	(d) ultion ratio rided by col. (c)) . 160788 . 049964 . 210752 . 105376 . 521,749 54,980.
Vas the foundation liable for the set f 'Yes," the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginn 2009 2008 2007 2006 2005  2 Total of line 1, column (d) Average distribution ratio for the the foundation has been in existed Enter the net value of noncharital Multiply line 4 by line 3  Enter 1% of net investment inco	e 5-year base pericence if less than 5	the distributable amount of any y 4940(e). Do not complete this peach year; see instructions befor (b) usted qualifying distributions 92,970. 1,333.	rear in the base pe art. e making any entri Net value of no	riod? es. (c) oncharit	578,21 26,67	2 3 4 5	Distrib (col. (b) div	.210752 .105376 .54,980

	THE RELEASE AND TOIN B. DAY								
Form O	THE ELIZABETH A AND JOHN F FAY 90-PF (2010) FOUNDATION	Y			20	c c o c	11 5 0		Dana 4
Part		0(a) 4	1940(h) 49	140(e) or 4	<u> 40 -</u> 948	6698	instra	ctio	Page 4
	cempt operating foundations described in section 4940(d)(2), check here and e			)					,
	ate of ruling or determination letter: (attach copy of letter if nec			ne\					
	omestic foundations that meet the section 4940(e) requirements in Part V, check here			"",	1				
	Part I, line 27b		and chick 170	ĺ		<del> </del>			
	l other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4%	6 of Part	Lline 12 col	(h)					
	ex under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Of			(5).	2	1			0.
	dd lines 1 and 2		0 /		3				5.
•	ubtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. O	)thers er	nter -0-1		4				0.
	ux based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-				5	<del>                                     </del>			5.
	edits/Payments;					<del> </del>	,		
	110 estimated tax payments and 2009 overpayment credited to 2010	6a		30.					İ
	empt foreign organizations - tax withheld at source	6b			ŝ				
	ex paid with application for extension of time to file (Form 8868)	6c			,				
	ickup withholding erroneously withheld	6d			,			**	٠,
	otal credits and payments. Add lines 6a through 6d		L		7		···	******	30.
	ater any <b>penalty</b> for underpayment of estimated tax. Check here if Form 2220 is atta	ched			8				
	x due. If the total of lines 5 and 8 is more than line 7, enter amount owed			•	9	ļ			
	rerpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid				10	1			25.
	nter the amount of line 10 to be: Credited to 2011 estimated tax		25.	Refunded -	11				0.
	VII-A Statements Regarding Activities					•			
1a Du	uring the tax year, did the foundation attempt to influence any national, state, or local legis	lation of	r did it particip	ate or intervene	ın		١,,	Yes	No
an	y political campaign?						1a		Х
<b>b</b> Di	d it spend more than \$100 during the year (either directly or indirectly) for political purpo	ses (see	instructions f	or definition)?			1b		Х
If	the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and	d сор <i>і</i> е	s of any mate	enals publishe	d or		. Migr	(, j.č.,	120
dı	stnbuted by the foundation in connection with the activities.							in − istor	
c Di	d the foundation file Form 1120-POL for this year?						1c		X
d Er	iter the amount (if any) of tax on political expenditures (section 4955) imposed during the	year:					V / V	32	
(1	) On the foundation. ▶ \$ O . (2) On foundation managers	s. <b>▶</b> \$		0.					
e Er	iter the reimbursement (if any) paid by the foundation during the year for political expendi	ıture tax	imposed on fo	oundation					
m	anagers. ▶ \$0.						153		
2 Ha	is the foundation engaged in any activities that have not previously been reported to the If	RS?					2		X
	"Yes," attach a detailed description of the activities.						1500	1、1	
3 Ha	is the foundation made any changes, not previously reported to the IRS, in its governing i	ınstrume	ent, articles of	incorporation, o	r		25	1 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	
	laws, or other similar instruments? If "Yes," attach a conformed copy of the change						3		X
	d the foundation have unrelated business gross income of \$1,000 or more during the yea	ις					4a		X_
	"Yes," has it filed a tax return on Form 990-T for this year?				N	I/A	4b		<u> </u>
	as there a liquidation, termination, dissolution, or substantial contraction during the year?	)					5	-,,-	X
	"Yes," attach the statement required by General Instruction T.						3		3
	e the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied ei	ither:					200	, "	\$^ @
	By language in the governing instrument, or							A. I	1:4
	By state legislation that effectively amends the governing instrument so that no mandator	y directi	ons that confli	ct with the state	law				لننا
	remain in the governing instrument?						6	X	<del> </del>
	d the foundation have at least \$5,000 in assets at any time during the year?						7	<u>X</u>	<del> </del> ,
	"Yes," complete Part II, col (c), and Part XV.						**	Y: }	- Ç
oa tr	iter the states to which the foundation reports or with which it is registered (see instructio	ns) 🟲					Ι,	,	1 '

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)

year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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

of each state as required by General Instruction G? If "No," attach explanation

Form **990-PF** (2010)

10

NY

Page 5

D.	art VII-A Statements Regarding Activities (continued)	110		
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of	1		.,
40	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<del></del>	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before		·	
	August 17, 2008?	12	<del></del>	<u>X</u> _
13		13	X	L
	Website address ► N/A		<del></del>	
14	The books are in care of ► JOHN FAY  Telephone no. ► 917-60			
	Located at ► 65 CHARLES ROAD, BERNARDSVILLE, NJ ZIP+4 ►0	1924	<u>-19</u>	<u>23                                    </u>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		▶	•
	and enter the amount of tax-exempt interest received or accrued during the year		/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank,	,	Yes	l
	securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of		. z`	24
	the foreign country		,	(8,1,
*P	art VII 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.	A 9 //2	Yes	No
18	a During the year did the foundation (either directly or indirectly):	3	Way Y	\$189
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	3.		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)	″′. «	13.00	8.3
	a disqualified person?	'i	1000	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	-	186 217 June 2	386. S
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	3		
	(5) Transfer any income or assets to a disqualified person (or make any of either available	1 × ×		200
	for the benefit or use of a disqualified person)?			
	(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	3.3		8 15 23 18 15 23
	termination of government service, if terminating within 90 days.)	1 3 30	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	
1	o If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	1532		النشنا
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?  N/A	1b	1.00 (100 to 25 to	bornson (
	Organizations relying on a current notice regarding disaster assistance check here			
(	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?	32.23		v
9	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	1c	: 38	X
4	defined in section 4942(j)(3) or 4942(j)(5)):	255		50.369
	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	3	2.24	500
,	before 2010?  Light State and of tax year 2010, did the foundation have any undistributed income (lines od and de, Part Am) for tax year(s) beginning  Light Year X No	'	, , ,	₩,
	M. D. Control of the			
	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect	7. N. S.	·X/ /	1 75
'	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach		S. S. S.	\$2.7
	statement - see instructions.)  N/A	2b		استشا
	of the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	20		12.8.V
	the provisions of section 4342(a)(2) are being applied to any of the years listed in 2a, list the years liste.	, '~"	,	75.00 S
3:	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	<b>.</b>	1 10	
0	during the year?  Wes X No	[]		1,725
	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	] -	1 700	2, 38.7 2, 33.
1	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		#2 <b>5</b> 1	7
	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,		1	
	Form 4720, to determine if the foundation had excess business holdings in 2010.)	3b		لسمكك
A	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<b></b>	Х
	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	74	<u> </u>	, ", l
,	had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	:-	X
		, 10	4	

Form 990-PF (2010) FOUNDATION			<u> 26-66981</u>	<u>50 Page 6</u>
Part VII-B   Statements Regarding Activities for Which I	orm 4/20 May Be F	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				1 1
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	, <i>,,</i>		es 🗶 No	
(2) Influence the outcome of any specific public election (see section 4955); of	r to carry on, directly or indire			
any voter registration drive?			es X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes		Y6	es X No	\$ A
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section			34,
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y€	es 🔀 No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f			240 8 3
the prevention of cruelty to children or animals?		Ye	es X No	· 建物。
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify uni		n Regulations	., .	
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b
Organizations relying on a current notice regarding disaster assistance check h	ere			*
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption f	rom the tax because it mainta	ned		2 3 4
expenditure responsibility for the grant?	N	[/A 🔲 Ye	es DNo	
If "Yes," attach the statement required by Regulations section 53.494.	5-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on		è	
a personal benefit contract?		Ye	es 🗶 No 📗	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?			6b X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	Y6	es 🗶 No 🛃	
b If "Yes," did the foundation receive any proceeds or have any net income attribu	utable to the transaction?		[	7b
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	ees, Foundation Ma	nagers, Highly	y	
1 List all officers, directors, trustees, foundation managers and their	compensation.			
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN F. FAY	TRUSTEE	<u> </u>	Companacion	
65 CHARLES ROAD				
BERNARDSVILLE, NJ 079241923	0.10	it and the second secon	1	
	U • 10	0.	0.	0.
ELIZABETH A. FAY	TRUSTEE	0.	0.	0.
		0.	0.	0.
65 CHARLES ROAD	TRUSTEE			
65 CHARLES ROAD		0.	0.	0.
65 CHARLES ROAD	TRUSTEE			
65 CHARLES ROAD	TRUSTEE			
65 CHARLES ROAD	TRUSTEE			
65 CHARLES ROAD	TRUSTEE			
65 CHARLES ROAD BERNARDSVILLE, NJ 079241923	TRUSTEE 0.10	0.		
65 CHARLES ROAD	TRUSTEE 0.10	0.	0.	0.
65 CHARLES ROAD BERNARDSVILLE, NJ 079241923	TRUSTEE 0.10	0.		
65 CHARLES ROAD BERNARDSVILLE, NJ 07924-1923  2 Compensation of five highest-paid employees (other than those inc	TRUSTEE  0.10  cluded on line 1). If none, (b) Title, and average	0 .	(d) Contributions to employee benefit plans and deterred	(e) Expense account, other
65 CHARLES ROAD  BERNARDSVILLE, NJ 07924-1923  2 Compensation of five highest-paid employees (other than those inc.  (a) Name and address of each employee paid more than \$50,000	TRUSTEE  0.10  cluded on line 1). If none, (b) Title, and average	0 .	(d) Contributions to employee benefit plans and deterred	(e) Expense account, other
65 CHARLES ROAD  BERNARDSVILLE, NJ 07924-1923  2 Compensation of five highest-paid employees (other than those inc.  (a) Name and address of each employee paid more than \$50,000	TRUSTEE  0.10  cluded on line 1). If none, (b) Title, and average	0 .	(d) Contributions to employee benefit plans and deterred	(e) Expense account, other
65 CHARLES ROAD  BERNARDSVILLE, NJ 07924-1923  2 Compensation of five highest-paid employees (other than those inc.  (a) Name and address of each employee paid more than \$50,000	TRUSTEE  0.10  cluded on line 1). If none, (b) Title, and average	0 .	(d) Contributions to employee benefit plans and deterred	(e) Expense account, other
65 CHARLES ROAD  BERNARDSVILLE, NJ 07924-1923  2 Compensation of five highest-paid employees (other than those inc.  (a) Name and address of each employee paid more than \$50,000	TRUSTEE  0.10  cluded on line 1). If none, (b) Title, and average	0 .	(d) Contributions to employee benefit plans and deterred	(e) Expense account, other
65 CHARLES ROAD  BERNARDSVILLE, NJ 07924-1923  2 Compensation of five highest-paid employees (other than those inc.  (a) Name and address of each employee paid more than \$50,000	TRUSTEE  0.10  cluded on line 1). If none, (b) Title, and average	0 .	(d) Contributions to employee benefit plans and deterred	(e) Expense account, other
65 CHARLES ROAD  BERNARDSVILLE, NJ 07924-1923  2 Compensation of five highest-paid employees (other than those inc.  (a) Name and address of each employee paid more than \$50,000	TRUSTEE  0.10  cluded on line 1). If none, (b) Title, and average	0 .	(d) Contributions to employee benefit plans and deterred	(e) Expense account, other
65 CHARLES ROAD  BERNARDSVILLE, NJ 07924-1923  2 Compensation of five highest-paid employees (other than those inc.  (a) Name and address of each employee paid more than \$50,000	TRUSTEE  0.10  cluded on line 1). If none, (b) Title, and average	0 .	(d) Contributions to employee benefit plans and deterred	(e) Expense account, other

0

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

THE ELIZABETH A AND JOHN F FAY FORM 990-PF (2010) FOUNDATION	26-0	6698150	0 Page <b>7</b>
Pant VIIIA Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	on Managers, Highly		
3 Five highest-paid independent contractors for professional services. If none, enter "	NONE."		• • • • • • • • • • • • • • • • • • • •
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c)	Compensation
NONE			
		j	
			<del></del>
	-		
Total number of others receiving over \$50,000 for professional services  Partix: Summary of Direct Charitable Activities		<u> </u>	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistics number of organizations and other beneficiaries served, conferences convened, research papers produc		Ехрє	enses
1 N/A		·	-
2			
3			

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

N/A

All other program-related investments. See instructions.

Total. Add lines 1 through 3

Form 990-PF (2010)

26-6698150

Page 8

	Minimum Investment Return (All domestic foundations must complete this part	Foreign fou		e instructions )
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
а	Average monthly fair market value of securities		1a	0.
b	Average of monthly cash balances		16	529,694.
C	Fair market value of all other assets		10	· · · · · · · · · · · · · · · · · · ·
ď	Total (add lines 1a, b, and c)		1d	529,694.
е	Reduction claimed for blockage or other factors reported on lines 1a and		12000	
	1c (attach detailed explanation)	0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	529,694.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	7,945.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4		5	521,749.
6	Minimum investment return. Enter 5% of line 5		6	26,087.
Ŗ	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foreign organizations check here  and do not complete this part.)	foundations a	nd certain	
1	Minimum investment return from Part X, line 6		1	26,087.
2a	Tax on investment income for 2010 from Part VI, line 5	5.	<b>22</b>	
ь	Income tax for 2010. (This does not include the tax from Part VI.)			
C	Add lines 2a and 2b		2c	5.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	26,082.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	26,082.
6	Deduction from distributable amount (see instructions)		6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	26,082.
ß	Qualifying Distributions (see instructions)			
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		<b>3</b> 00	
a	Expenses, contributions, gifts, etc total from Part I, column (d), line 26		1a	78,500.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		<b>A</b>	
а	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	78,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment			
	income. Enter 1% of Part I, line 27b		5	5.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		6	78,495.
	Note. The amount on line 6 will be used in Part V. column (b), in subsequent years when calculating whether t	he foundation	qualifies for the	e section

Form **990-PF** (2010)

4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI,		Tours prior to 2000	2000	
line 7				26,082.
2 Undistributed income, if any, as of the end of 2010				20,002.
a Enter amount for 2009 only			0.	
b Total for prior years:				
g rotarior prior yours.		0.		
3 Excess distributions carryover, if any, to 2010:		•		
a From 2005				
b From 2006				
c From 2007		•		
d From 2008		, ,		
e From 2009 62,786.	,			
	62,786.			
f Total of lines 3a through e	<u> </u>	14 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	<u> </u>	<u> </u>
4 Qualifying distributions for 2010 from Part XII, line 4: ►\$ 78,500.			: /	**
			0.	n se E
a Applied to 2009, but not more than line 2a	,	, , , , , , , , , , , , , , , , , , , ,	· · · · · · · · · · · · · · · · · · ·	
<b>b</b> Applied to undistributed income of prior	4	_	\$ · ` '	*
years (Election required - see instructions)		U •	¥ 2. /	· · · · · · · · · · · · · · · · · · ·
c Treated as distributions out of corpus	•			
(Election required - see instructions)	0.	2 (2) (1) (1) (1) (1) (1) (1) (1) (1) (1) (1	****	26 002
d Applied to 2010 distributable amount	FO 410		(A)	26,082.
e Remaining amount distributed out of corpus	52,418.	* 4,-2 (2,-2) (2,-2) (3,-2)		
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount	0.	(1) (5) (5) (7) (5) (5) (6) (6) (6) (6) (6) (6) (6) (6) (6) (6	#1998 No. 1985 No. 1985	0.
must be shown in column (a))				
6 Enter the net total of each column as	· · · · · · · · · · · · · · · · · · ·		, , ,	
indicated below:	115 004			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	115,204.	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Secretary of the secret	
<b>b</b> Prior years' undistributed income. Subtract		0	122 1 1 1 1 1 1 1 1	
line 4b from line 2b		0.	· ."	
c Enter the amount of prior years' undistributed income for which a notice of	, <u>*</u>		4.	
deficiency has been issued, or on which	\$			
the section 4942(a) tax has been previously	* \$ ^ &.		<b>*</b> * * *	
assessed		0.	, , , ,	- 2 3 1 1 0
d Subtract line 6c from line 6b. Taxable	· *			
amount - see instructions		0.		
e Undistributed income for 2009. Subtract line	3	17 10 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
4a from line 2a. Taxable amount - see instr.		2.2.4.4	0.	
f Undistributed income for 2010. Subtract	3		**	
lines 4d and 5 from line 1. This amount must			l`	
be distributed in 2011			4	0.
7 Amounts treated as distributions out of		11, 12, 12	*	
corpus to satisfy requirements imposed by	•	<i>'</i> ,		
section 170(b)(1)(F) or 4942(g)(3)	0.	, , ,		
8 Excess distributions carryover from 2005		* *, * ,		
not applied on line 5 or line 7	0.	7 2 3 36 3		
9 Excess distributions carryover to 2011.	445 000	, , ,		,
Subtract lines 7 and 8 from line 6a	115,204.	· · · · · · · · · · · · · · · · · · ·		
10 Analysis of line 9:			1	
a Excess from 2006		-	<u> </u>	
b Excess from 2007		,		
c Excess from 2008		,		
d Excess from 2009 62, 786.				
e Excess from 2010 52, 418.			1	- 000 DE

THE ELIZABETH A AND JOHN F FAY Form 990-PF (2010) FOUNDATION 26-6698150 Page 10 Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling b Check box to indicate whether the foundation is a private operating foundation described in section 4942(i)(3) or 4942(1)(5) 2 a Enter the lesser of the adjusted net Tax year Prior 3 years (a) 2010 (b) 2009 (c) 2008income from Part I or the minimum (d) 2007(e) Total 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 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 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 XVI Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.) 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).) SEE STATEMENT 3 b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest. NONE Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here 🕨 🗓 If the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d. a The name, address, and telephone number of the person to whom applications should be addressed; 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:

THE ELIZABETH A AND JOHN F FAY

Form 990-PF (2010) FOUNDATION

Part XV Supplementary Information (continued)

26-6698150 Page 11

Grants and Contributions Paid During the Y		Payment		
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	or substantial contributor	recipient		
FAR HILLS COUNTRY DAY SCHOOL PO BOX 8, ROUTE 202 FAR HILLS, NJ 07931	N/A	PUBLIC CHARITY	GENERAL FUNDING	15,000
HILLS, NO 07931				
MORRISTOWN-BEARD SCHOOL 70 WHIPPANY ROAD MORRISTOWN, NJ 07960	N/A	PUBLIC CHARITY	GENERAL FUNDING	58,500
MOUNT SAINT MARY'S UNIVERSITY 16300 OLD EMMITSBURG ROAD EMMITSBURG, MD 21727	N/A	PUBLIC CHARITY	GENERAL FUNDING	5,000
				50.500
Total b Approved for future payment			<b>▶</b> 3a	78,500
• Approved for future payment				
NONE				
Total	<u> </u>	<u> </u>	<b>▶</b> 3b	0

Part XVI-A Analysis of Income-Producing Activities

	<del>-</del>				
Enter gross amounts unless otherwise indicated.	(a) Business	business income (b) Amount	(C) Exclu- sion	(d)	(e) Related or exempt
1 Program service revenue:	code	Amount	code	Amount	function income
a	-				
b	-				
<u> </u>	-				
d	-		1		
e	-		+		
Top and another from a superment a service	-				
g Fees and contracts from government agencies					
2 Membership dues and assessments	-		<del>                                     </del>		<del></del>
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	<del></del>		14	400	, , , , , , , , , , , , , , , , , , ,
5 Net rental income or (loss) from real estate:	5. by 3. by		14	480.	
	3,48,	· 4 2	1	w Water / / www.	~ / Y / X / X / X / X
<ul><li>a Debt-financed property</li><li>b Not debt-financed property</li></ul>	+		1 1	· · · · · · · · · · · · · · · · · · ·	
Not debt-financed property     Net rental income or (loss) from personal	<del>                                     </del>		1 1	<del></del>	
property					
7 Other investment income	-		1 1		
	-		+		
8 Gain or (loss) from sales of assets other than inventory			1 1		
9 Net income or (loss) from special events	<del></del>		++		
10 Gross profit or (loss) from sales of inventory	<del></del>	<del></del>	+		
11 Other revenue:			+ +	<del></del>	
_			1 1		
	-		<del>  </del>	*****	
	-		1 1		
cd	-		1 1	- <del> </del>	
е		<del></del>	+ +		<u> </u>
12 Subtotal. Add columns (b), (d), and (e)	<b>779</b>	0.	1	480.	0.
13 Total. Add line 12, columns (b), (d), and (e)			· 1l.		480.
(See worksheet in line 13 instructions to verify calculations.)					
PartXVI:B Relationship of Activities	to the Accor	mplishment of F	vomnt	Durnosos	
Trelationship of Activities	to the Accor	inpusiument of E	xempt	rurposes	
Line No. Explain below how each activity for which inc	ome is reported in	column (e) of Part XVI-A	A contribu	ated importantly to the accor	nplishment of
the foundation's exempt purposes (other tha	n by providing fund	ls for such purposes).			
	·· ·				
					<del></del>
					· · · · · · · · · · · · · · · · · · ·
				· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·
200001					

THE ELIZABETH A AND JOHN F FAY Form 990-PF (2010) FOUNDATION 26-6698150 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of Yes No 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) (2) Other assets 1a(2) **b** Other transactions: (1) Sales of assets to a noncharitable exempt organization 1b(1) (2) Purchases of assets from a noncharitable exempt organization 1b(2) (3) Rental of facilities, equipment, or other assets 1b(3) (4) Reimbursement arrangements 1b(4) (5) Loans or loan guarantees 1b(5) (6) Performance of services or membership or fundraising solicitations 1b(6) c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 1¢ d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets. or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (a) Line no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangements N/A

2a	ls the	e foundation directly or indirectly affiliated with, or related to, one	or more tax-exempt organi	zations described	W
	ın sec	ction 501(c) of the Code (other than section 501(c)(3)) or in sect	ion 527?		Yes X No
b	lf "Yes	es," complete the following schedule.			
		(a) Name of organization	(b) Type of organization	(c) Descript	ion of relationship
		N/A			
Sig He	ın 🗎	Under penalties of perjury, I declare that I have examined this return, including and complete. Declaration of preparer (other than taxpayer or fiduciary) is be Signature of officer or trustee.			knowledge and belief, it is true, correct,
Pai	d par	Print/Type preparer's name    Deron B. Stanci   Preparer's significant	mB. Ht	Date Check self- emplo	
	·Pai	LIMIS HAME PULLIOTT DAVIS DECY	LUTIC	Firm's Elf	N 📂

864-242-3370

Phone no.

**Use Only** 

PO BOX 6286
Firm's address ► GREENVILLE, SC 29606

FORM 990-PF DIVIDEND	S AND	INTER	EST	FROM	SECUR	ITIES	STATEMENT	1
SOURCE		GROSS	AMO	UNT		TAL GAINS VIDENDS	COLUMN (A AMOUNT	.)
MORGAN STANLEY SMITH BARNEY	•	•		480.		0.	4	80.
TOTAL TO FM 990-PF, PART I, I	.N 4			480.		0.	4	80.
FORM 990-PF	0	THER EX	XPEN	SES			STATEMENT	2
DESCRIPTION	EXPE				EST-	(C) ADJUSTED NET INCOM	CHARITA	
ACCOUNTING FEES FILING FEES		1,250.			0.			0.
TO FORM 990-PF, PG 1, LN 23		1,490.			0.			0.
FORM 990-PF	PART	XV - L	INE	1A			STATEMENT	3

NAME OF MANAGER

JOHN F. FAY ELIZABETH A. FAY