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

OMB No 1545-0052 2010

Internal	Revenue Service	Note. The foundat	ion may	be able to use a copy of	this return to	<u>satisfy st</u> ate re	eporting requirements	<u> </u>
	alendar year 2010,	or tax year beg	inning			, and endin		, 20
G Ch	neck all that apply	X Initial retu		Initial return	of a former p	oublic charit	y	Final return
		Amended	return	Addre	ss change		Name change	_
Name	of foundation						A Employer identifi	cation number
	NSTONE FOUNDA						27-	4092721
Numb	per and street (or P O b	ox number if mail is n	ot delivere	d to street address)		Room/suit	e B Telephone number	(see page 10 of the instructions)
D 0	2011 606							
	. BOX 685							.0) 935-1852
City o	r town, state, and ZIP	code					C If exemption application pending, check here	ition is X
rtm.	BERTON, PA 19	442					D 1. Foreign organiza	tions, check here
		···					2. Foreign organiza 85% test, check t	
$\overline{}$	neck type of organiza			(c)(3) exempt private t			computation .	
	Section 4947(a)(1) no our market value of al						E If private foundation	n status was terminated
	year <i>(from Part II, co</i>			ounting method X C		crual	under section 507(b)(1)(A), check here
) ▶ \$	0.	(Part I	ther (specify) column (d) must be or	cash hasis		l l	in a 60-month termination
<u></u>	Analysis of Reve				Casii basis)		under section 507(b)(1)(B), check here . (d) Disbursements
7	total of amounts in o may not necessarily column (a) (see pag	columns (b), (c), an y equal the amount	nd (d) 's in	(a) Revenue and expenses per books	(b) Net inve incon	l l	(c) Adjusted net income	for charitable purposes (cash basis only)
کا کا 2	Contributions, gifts, grants,	, etc , received (attach so	hedule) .	0.				
≥ 3	Interest on savings and	Sch B			<u> </u>			
₽ 4	Dividends and inter							
된 5:	a Gross rents							
2 1	b Net rental income or (lo					-		
<u>e</u>	Net gain or (loss) from Gross sales price for all	sale of assets not on					- v a. rumumus/ s.u.	
8 7	assets on line 6a Capital gain net ince	omo /from Dort I\/	luna Ol					
ᇫ 8	Net short-term capit							,
9	Income modification							
10	a Gross sales less returns and allowances	; 						
	b Less Cost of goods sole						t	
(c Gross profit or (loss)	(attach schedule)						Y Y
11								
12				0.			OFWED	
13	Compensation of office	ers, directors, trustees	, etc	0.		RE	CEIVED	
ູ 14	Other employee sala							
15	Pension plans, empl	loyee benefits				\$ W	R 0 5 2012	
15 16 16	a Legal fees (attach so	chedule)				6		1
	b Accounting fees (at						DEN, UT	
<u> </u>	C Other professional f					1 9	JULIN, UI	<u> </u>
E 17	Interest							
4dministrative 17 18 19 20	Taxes (attach schedule)		•					
E 19	Depreciation (attach	•						
	Occupancy							
21	Travel, conferences,							
	Printing and publica							
23 24	Other expenses (atta							
24	Total operating and		•	٥.				
25	Add lines 13 through Contributions, gifts,			0.				C
26	Total expenses and disbut			0.	<u> </u>			0
27	Subtract line 26 from		4 and 25					
	a Excess of revenue over ex		ents	٥.				
	b Net investment inco					0.		
- 1	Adjusted net incom					- †		
			- /• •		L	1		i

Form 990-PF (2010)

JSA

PAGE 1

1 Cash - non-interest-bearing (a) Book Value (b) Book Value (c) Fair Marfeet Value (c)	Balance Sneets description column should be for end-of-year		d of year				
2 Savings and temporary cash investments			·	amounts only (See instructions)		(b) Book Value	(c) Fair Market Value
2 Savings and temporary cash investments		1	Cash - non-interest-bear	ing			
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31 Total liabilities and net assets/fund balances (see page 17 of the instructions). 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)	ets	28					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions). 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)	SS						
31 Total liabilities and net assets/fund balances (see page 17 of the instructions). 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)	ţ						
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	Š		instructions)			().
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 Enter amount from Part I, line 27a 2 0 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)		31	Total liabilities and ne	t assets/fund balances (see page 17			
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 Enter amount from Part I, line 27a 2 0 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)			of the instructions)	· · · · · · <u>· ·</u> · · · · · · · · · · ·	0.	().
end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Decreases not included in line 2 (itemize)	Р	art II	Analysis of Cha	anges in Net Assets or Fund	Balances		
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Decreases not included in line 2 (itemize) 6 O	1						
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Decreases not included in line 2 (itemize) 6 O		end-d	of-year figure reported	d on prior year's return)		1	
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 6 Decreases not included in line 2 (itemize) 7 The creases not included in line 3 (itemize) 7 The creases not included in line 3 (itemize) 7 The creases not included in line 3 (itemize) 7 The creases not included in line 3 (itemize) 7 The creases not included in line 3 (itemize) 7 The creases not included in line 3 (itemize) 8 The creases not included in line 3 (itemize) 9 The creases no	2	Enter	amount from Part I, I	line 27a		2	0.
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (termina)	3	Othe	r increases not includ	ed in line 2 (itemize) ▶		3	
F. Decreases not included in line 2 (demize) b	4	Add I	ines 1, 2, and 3				Ö.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6	5	Decr	asees not included in	lino 2 (domizo) s		_	
	<u>6</u>	Total	net assets or fund ba	alances at end of year (line 4 minus	line 5) - Part II, column (b), line 30 6	0.

Form 990-PF (2010	<u></u>	and I assas for Town Inc.	27-40927	21		Page 3
Part IV Ca		and Losses for Tax on Inv	·	(b) How	(c) Date	(d) Data and
•		d describe the kind(s) of property sold (rick warehouse, or common stock, 200	. •	ecquired P-Purchase	(c) Date acquired (mo , day, yr)	(d) Date sold (mo, day, yr)
la			sile MES SS7	D-Donation	(,, ,	
b						
с						
<u>d</u>						
<u>e</u>						L
(e) Gross sa	ales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (lo (e) plus (f) mini	
<u>a</u>						
_b						
d	1					
e						
Complete	only for assets	showing gain in column (h) and owne	ed by the foundation on 12/31/69	(1)	Gains (Col (h) g	ain minus
(i) FMV as	of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		(k), but not less to Losses (from co	than -0-) or
a		· · · · · · · · · · · · · · · · · · ·				
<u>b</u>						······································
<u>c</u>						
_d e				 	·····	
		()	f gain, also enter in Part I, line 7	 		
2 Capital gain	net income or	I net canital loss)	f (loss), enter -0- in Part I, line 7	2		
	-	or (loss) as defined in sections 1	222(5) and (6)			
		line 8, column (c) (see pages 13				
If (loss), ente	er -0- in Part I, I	line 8	<u>,</u>	3		
			educed Tax on Net Investment I			
(For optional us	se by domestic	c private foundations subject to tr	ne section 4940(a) tax on net invest	ment inco	me)	
If section 4940	(d)(2) applies.	leave this part blank NO	T AVAILABLE FOR INITIAL	YEAR	RETURNS	
	, , , , , , ,	·				
			butable amount of any year in the b	ase perio	d?] Yes [No
		not qualify under section 4940(e)				
		ount in each column for each yea	r, see page 18 of the instructions b	efore mak		
(a) Base pend	od years	(b) Adjusted qualifying distributions	(c) Net value of nonchantable-use assets		(d) Distribution r	
Calendar year (or tax	· · - · - · - · - · - · - · - · - ·	Adjusted qualitying distributions	Net value of Horichantable-use assets	 	(col (b) divided by	y col (c))
200						
200				h		
200				 	·····	
200				<u> </u>		
	· <u>-</u> -					
2 Total of line	1, column (d)			2		
3 Average dis	stribution ratio	for the 5-year base period - divid	e the total on line 2 by 5, or by the			
number of y	ears the found	dation has been in existence if les	ss than 5 years	3		
4 Enter the ne	et value of non	ncharitable-use assets for 2010 fro	om Part X, line 5	4		
	41 1 6					
5 Multiply line	e 4 by line 3 .			5		
6 Enter 10/ a	f nat inventme	nt income (10% of Dart Line 27h)				
6 Enter 1% of	i ner mvestille	in modine (1% of Part I, line 2/D).		6		
7 Add lines 5	and 6			7		
	-···- ··· · · · · · · · · · · · · · · ·			 		
8 Enter qualif	ying distributio	ons from Part XII, line 4		8		
If line 8 is 6	equal to or gre	eater than line 7, check the box	in Part VI, line 1b, and complete	that part	using a 1% ta	x rate See the

Par	t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the	e ins	tructio	ns)
1 a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1			
	Date of ruling or determination letter (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check			0.
	here and enter 1% of Part I, line 27b			t
С	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of			
	Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 2			
3	Add lines 1 and 2			$\frac{0.}{0.}$
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 4			-0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0			
6	Credits/Payments			
	2010 estimated tax payments and 2009 overpayment credited to 2010			
b	Exempt foreign organizations-tax withheld at source			
۲ C	Backup withholding erroneously withheld 6d			
7	Total credits and payments Add lines 6a through 6d			0.
8	Enter any penalty for underpayment of estimated tax. Check here			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.			
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ▶ Refunded ▶ 11			
Pai	t VII-A Statements Regarding Activities			
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes	No
	participate or intervene in any political campaign?	1a		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)?	1 b		Х
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials			
	published or distributed by the foundation in connection with the activities			
C	Did the foundation file Form 1120-POL for this year?	1 c		X
đ	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation ▶\$ (2) On foundation managers ▶\$			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed			
	on foundation managers > \$			l .
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of	,		x
4.5	incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes			X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a 4b		X
5	If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year?			X
3	If "Yes," attach the statement required by General Instruction T	-		-
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
Ŭ	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that			
	conflict with the state law remain in the governing instrument?	6	Х]
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7		Х
8a				
	instructions) > PA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General			
	(or designate) of each state as required by General Instruction G? If "No," attach explanation	8 b		Х
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or			
	4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page			
	27)? If "Yes," complete Part XIV	9_		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their			١.,
	names and addresses	10		Х
	-	•	OU DE	

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Par	t VII-A Statements Regarding Activities (continued)			
11				
	management of a subsect EAGULYAND MANAGEMENT OF THE SUBSECTION OF	11		Х
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 ► N/A			
14	The books are in care of ► THOMAS K. CLOETINGH Telephone no ► (610) 93	35-1	352_	
	The books are in care of THOMAS K. CLOETINGH Located at 2084 PICKERING ROAD PHOENIXVILLE, PA Section 4947(a)(1) proposement charitable trusts filing Form 900 RF in located 500 and 100 and			
15	1047 (a)(1) Horizontpi charitable trusts ming Point 990-PF in fied of Porm 1041 - Check field		▶	· 🔲
	and enter the amount of tax-exempt interest received or accrued during the year	_	, <u>-</u> -	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority		Yes	No
	over a bank, securities, or other financial account in a foreign country?	16	<u> </u>	ļ
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 if "Yes," enter			
Par	the name of the foreign country ► t VII-B Statements Regarding Activities for Which Form 4720 May Be Required	l		L
ı aı		1	Ι	T
4.	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
ıa	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No			
	· · · · · · · · · · · · · · · · · · ·			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No	1		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for		ľ	<u>'</u>
	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			
	termination of government service, if terminating within 90 days) Yes X 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	ŀ		
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1 b		X
	Organizations relying on a current notice regarding disaster assistance check here			
С	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that			l
	were not corrected before the first day of the tax year beginning in 2010?	1c	ļ	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))			
а	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and			٠ .
	6e, Part XIII) for tax year(s) beginning before 2010?			
h				:
U	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	2 Ь		X
c	all years listed, answer "No" and attach statement - see page 22 of the instructions)	1		
·	The provisions of acciton 4342(a)(2) are being applied to any of the years listed in 2a, list the years here	İ		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise	}		
	at any time during the year?			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or	Ì		-
	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)	3 b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<u> </u>	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its		İ	_
	charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4 b	<u> </u>	X

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Pai	rt VII-B Statements Regarding Activities fo	r Which Form 47	'20 May Be Requi	red (continued)		
5 a	During the year did the foundation pay or incur any amour (1) Carry on propaganda, or otherwise attempt to influence (2) Influence the outcome of any specific public election directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or oth Provide a grant to an organization other than a charif section 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitat purposes, or for the prevention of cruelty to children or	nt to ce legislation (section (see section 4955), or er similar purposes? able, etc., organization see page 22 of the ins ole, scientific, literary, or	4945(e))? r to carry on, n described in tructions)	Yes X No Yes X No Yes X No Yes X No Yes X No Yes X No		
ь	If any answer is "Yes" to 5a(1)-(5), did any of the transac Regulations section 53 4945 or in a current notice regards Organizations relying on a current notice regarding disaste	ing disaster assistanc	e (see page 22 of the i	nstructions)?	5b	
	If the answer is "Yes" to question 5a(4), does the foundal because it maintained expenditure responsibility for the graph of "Yes," attach the statement required by Regulations section bid the foundation, during the year, receive any funds, d	ant? uon 53 4945-5(d)		Yes X N	0	
b	on a personal benefit contract?				6 b	<u> x</u>
7 a	At any time during the tax year, was the foundation a par	ty to a prohibited tax	shelter transaction?	Yes X N	.	_
b	If "Yes," did the foundation receive any proceeds or have					X
Pa	rt VIII Information About Officers, Directors and Contractors	, Trustees, Found	dation Managers,	Highly Paid Empl	oyees,	
1	List all officers, directors, trustees, foundation ma	anagers and their	compensation (see	page 22 of the instr	uctions).	
_	(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 other allo	
AT	TACHMENT 1		0.	0.		0
2	Compensation of five highest-paid employees (otl	her than those inc	luded on line 1 - se	e page 23 of the ins	tructions).	
(a	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 other allo	
NO						
	NE					
	NE					
	NE					
	NE					
	NE					

Part VIII	Information About Officers, Directors, Trustees, Foundation Mana and Contractors (continued)	gers, Highly Paid Employ	ees,
3 Five hi	ghest-paid independent contractors for professional services (see page 2	23 of the instructions). If no	ne, enter "NONE."
	(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE			
-			
Total numbe	r of others receiving over \$50,000 for professional services	<u> </u>	NONE
Part IX-A	Summary of Direct Charitable Activities		
last that for all			
organizations	ation's four largest direct charitable activities during the tax year. Include relevant statistical in and other beneficianes served, conferences convened, research papers produced, etc.	formation such as the number of	Expenses
1 N/A			
~			
2		-	
3			
4			
Part IX-B	Summary of Program-Related Investments (see page 24 of the ins		
	two largest program-related investments made by the foundation during the tax year on lines 1 and	2	Amount
1 NONE			
2			
All other prog	ram-related investments. See page 24 of the instructions		
3 NONE	- 1.V		
Total. Add In	nes 1 through 3		

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Pa	rt X Minimum Investment Return (All domestic foundations must complete this part. Foreignee page 24 of the instructions.)	gn foundations,	
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	
b	Average of monthly cash balances	1b	
С	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	0.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	1 2	0.
3	Subtract line 2 from line 1d	3	0.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of		
	An advanced	4	0.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	0.
6	Minimum investment return. Enter 5% of line 5	6	0.
Pa	The stributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) privation foundations and certain foreign organizations check here ☐ and do not complete this instruction.	ate operating part)	
1	Minimum investment return from Part X, line 6	1	0.
2a			
b	Income tax for 2010 (This does not include the tax from Part VI) 2b		
C	Add lines 2a and 2b	7 2c	0.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	1 = 1	0.
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	0.
		<u></u>	
Pa	art XII Qualifying Distributions (see page 25 of the instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	0.
b	Program-related investments, total from Part IV R	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,		
	DUTDOSES	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
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	0.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4		0.
•	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when ca	L. Tl	
	qualifies for the section 4940(e) reduction of tax in those years		

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Pa	rt XIII Undistributed Income (see page	26 of the instruction	ns)		
		(a)	(b)	(c)	(d)
1	Distributable amount for 2010 from Part XI,	Corpus	Years prior to 2009	2009	2010
	line 7				0.
2	Undistributed income, if any, as of the end of 2010				
а	Enter amount for 2009 only				
b	Total for pnor years 20 08 ,20 07 ,20 06	· · · · · · · · · · · · · · · · · · ·			
3	Excess distributions carryover, if any, to 2010				
а	From 2005				
b	From 2006				
С	From 2007				
d	From 2008				
е	From 2009				
f	Total of lines 3a through e				
	Qualifying distributions for 2010 from Part XII,				
	line 4 ▶ \$0.				
а	Applied to 2009, but not more than line 2a				
	Applied to undistributed income of prior years (Election				
	required - see page 26 of the instructions)			<u> </u>	
C	Treated as distributions out of corpus (Election				
	required - see page 26 of the instructions)				
d	Applied to 2010 distributable amount				
е	Remaining amount distributed out of corpus	0.			
5	Excess distributions carryover applied to 2010				
	(If an amount appears in column (d), the same amount must be shown in column (a))				
6	Enter the net total of each column as				
	indicated below:	_			, ,
а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b	Prior years' undistributed income Subtract				
•	Inne 4b from line 2b 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				
е	amount - see page 27 of the instructions Undistributed income for 2009 Subtract line				
	4a from line 2a Taxable amount - see page				
	27 of the instructions				
f	Undistributed income for 2010 Subtract lines				
	4d and 5 from line 1 This amount must be distributed in 2011.				
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 i				
	applied on line 5 or line 7 (see page 27 of the instructions)				
9	Excess distributions carryover to 2011.				
-	Subtract lines 7 and 8 from line 6a	0.			
10	Analysis of line 9				
	Excess from 2006			İ	
	Excess from 2007				
	Excess from 2008				
	Excess from 2009				
	Excess from 2010 0 .				

, , ,

Pa	rt XIV Private Oper	ating Foundations (see page 27 of the	instructions and Pai	t VII-A, question 9)	NOT APPLICABLE
1 a	If the foundation has	received a ruling or d	etermination letter tha	t it is a private opera	ating	
	foundation, and the ruling	g is effective for 2010, e	nter the date of the ruling	, ,	>	
b)(3) or 4942(j)(5)					
	Check box to indicate wh	Tax year		Prior 3 years	1 1 10120	1,7(0) 61 1 1 10 12 ()7(0)
2 a	Enter the lesser of the ad-		(b) 2000		(4) 2007	(e) Total
	justed net income from Part I or the minimum investment	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
	return from Part X for each					
	year listed					<u> </u>
b	85% of line 2a					
С	Qualifying distributions from Part					
	XII, line 4 for each year listed .					
d	Amounts included in line 2c not					
	used directly for active conduct					1
6	of exempt activities					
ŭ	directly for active conduct of					
	exempt activities. Subtract line					
3	2d from line 2c Complete 3a, b, or c for the					
•	alternative test relied upon					
а	"Assets" alternative test - enter					
	(1) Value of all assets					<u> </u>
	(2) Value of assets qualifying					
	under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test-			<u> </u>		
	enter 2/3 of minimum invest-					
	ment return shown in Part X,					
_	line 6 for each year listed	<u> </u>		 	 	
С	"Support" alternative test - enter					
	(1) Total support other than gross investment income					
	(interest, dividends, rents,					
	payments on securities			+		1
	loans (section 512(a)(5)), or royalties)					
	(2) Support from general					
	public and 5 or more exempt organizations as					Ĭ
	provided in section 4942					
	(J)(3)(B)(III)					
	port from an exempt					+
	organization					
	(4) Gross investment income	<u> </u>		<u></u>		
Pa					ation had \$5,000	or more in assets
		during the year - se	_ <u>. </u>	structions.)		
1	Information Regardin	•				
а	List any managers of	the foundation who i	nave contributed mor	e than 2% of the tota	Il contributions receiv	ved by the foundation
	before the close of any	y tax year (but only if the	ney have contributed i	more than \$5,000) (S	ee section 507(d)(2)	
	N/A					
	List any managers of	the foundation who	own 10% or more o	f the stock of a corn	oration (or an equal)	v large portion of the
D	ownership of a partner					y large portion or the
	ownerous or a partite	ionip of other chitty) o	William the roundation	inas a 1070 or greater	microst	
	N/A					
_	Information Regardin	a Cambrib diam Cam	Off Loon Cabalanal	tin ata Danimini	·····	
2	<u> </u>	•		• •		
						and does not accept
					28 of the instruction	ons) to individuals or
	organizations under of	ther conditions, compl	ete items 2a, b, c, and	ld		
a	The name, address, a	nd telephone number	of the person to who	m applications should b	e addressed	
	N/A					
<u>_</u>	The form in which app	lications should be su	hmitted and informati	on and materials they	should include	
U	The form in willon app	moditions should be su	Diritted and initinital	on and materials they	SHOULD HIGHWE	
	N/A					
						
С	Any submission deadl	ines				
	N/A					
d	Any restrictions or li	mitations on awards	, such as by geogra	aphical areas, charita	ible fields, kinds of	institutions, or other
	factors		, J. J.	. ,	,	
	N/A					

3 Grants and Contributions Paid Duri	ng the Year or Appr	oved for F	uture Payment	
` Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation		
Name and address (home or business)	any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
		ļ		
	·			
Total			▶ 3a	
b Approved for future payment				
				ļ
Total	<u> </u>	<u> </u>	► 3b	
				i

*

Program service revenue Description of the instructions of the in		amounts unless otherwise indicated		vities ated business income	Excluded by	y section 512, 513, or 514	(e)
b c d d e f g Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate a Debt-financed property b Not debt-financed property Cher investment income 8 Gain or (loss) from personal property 7 Other investment income 9 Net income or (loss) from special events 10 Gross profit or (loss) from special events 10 Gross profit or (loss) from sales of inventory. 11 Other revenue a b c d d e See worksheet in line 13 instructions on page 29 to verify calculations) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes (See page 29 of See page 29		•	(a)	(b)	(c)	(d)	Related or exempt function income
b c d d d d d d d d d d d d d d d d d d	1 Program	n service revenue	Business code	Amount	Exclusion code	Amount	the instructions)
c d d d d d d d d d d d d d d d d d d d							
d e g Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 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 special events 10 Gross profit or (loss) from special events b c d d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) 15 Relationship of Activities to the Accomplishment of Exempt Purposes Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to accomplishment of the foundation's exempt purposes (See page 29 o					+		
f g Fees and contracts from government agencies g Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 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 9 Net income or (loss) from sales of inventory. 11 Other revenue a b c d d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) 15 Relationship of Activities to the Accomplishment of Exempt Purposes Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 o							
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7 Other investment income	6 Net renta	al income or (loss) from personal property					
8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory							
9 Net income or (loss) from special events				· · · · · · · · · · · · · · · · · · ·			
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Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of	(See works	heet in line 13 instructions on page 29	to verify calci	ulations)			
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accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of instructions)	Line No.	Explain below how each activit	y for which	h income is reported	ın column (e) of Part XVI-A contrib	uted importantly to th
	lacktriangle	accomplishment of the foundation	on's exemp	ot purposes (other than	n by providin	g funds for such purpose	es) (See page 29 of th
		instructions)		 -			
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		· · · · · · · · · · · · · · · · · · ·					
							
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		· · · · · · · · · · · · · · · · · · ·					
							
						-	
							-
							
	-						
							
							
							
							
							
			·				

Part	XVII	Information Exempt Orga		ransfers	To and Tr	ansactio	ons ai	nd Rela	tionsh	ips Wi	ith No	nchar	itable
1	n secti organiza		ode (other than	section 5	01(c)(3) organi	zations) oi						Yes	No.
(1) Cast	s from the reporting f										(1)	Х
	_	er assets						· · · · ·			<u>1a</u>	(2)	X
		ansactions s of assets to a nonc	haritable exempt o	organization							11	(1)	X
		hases of assets from											Х
		tal of facilities, equipm											Х
		nbursement arrangem											X
		ns or loan guarantees											X
		ormance of services											X
		of facilities, equipmen											
		answer to any of fithe goods, other											
		any transaction o			-	-							
(a) Lın		(b) Amount involved			exempt organization			ption of trai					
		N/A				1	N/A						
													
		·			 -						-		
			 										
	-+				·								
			-										
													
		·											
		· · · · · · · · · · · · · · · · · · ·			···								
•	describe	foundation directly ed in section 501(c) of complete the followin	the Code (other t					e tax-exe	mpt org	anizations	s 	Yes [X No
	1 103,	(a) Name of organization			b) Type of organiz	ation			(c) Desc	cription of r	relationship		
			· · · · · · · · · · · · · · · · · · ·										
Sign	belief,	penalties of perjury, I out is true, correct, and co											
Here		gnature of officer or trust				Date	412	<u> </u>	Title				
		Print/Type preparer's		PreAn	er's signature	Date	<u>/</u>	Date	Title		PTI		
Paid			-EW15		accom			12/1	, 11	Check self-empl]ıf		047
Prep			RICEWATERHO	ousecod	PERS LLP			, - 1 -		s EIN ▶ 1			
Use	Only	Firm's address ▶ 20			ITE 1700		_						
		PI	HILADELPHIA	A, PA			191	03	Phon	eno 26	67-330		
											Form	990-P	F (2010)

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES	ICERS, DIRECTORS, AND TRUSTEES		ATTACH	ATTACHMENT 1
NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
THOMAS K. CLOETINGH 2084 PICKERING ROAD PHOENIXVILLE, PA 19460-2827	PRESIDENT, TREASURER 10.00	0	.0	.0
JOAN E. CLOETINGH 2084 PICKERING ROAD PHOENIXVILLE, PA 19460-2827	VICE PRESIDENT, SECRETARY 10.00	.0	.0	.0
	GRAND TOTALS	0.	0.	0