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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

2010Department of the Treasury
Internal Revenue Service

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

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

**ELEANOR AND HENRY HITCHCOCK
CHARITABLE FOUNDATION**

A Employer identification number

31-6672533

Number and street (or P O box number if mail is not delivered to street address)

PO BOX 4389

Room/suite

B Telephone number (see page 10 of the instructions)

970-925-2926

City or town, state, and ZIP code

ASPEN**CO 81612**H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c),

line 16) **\$ 14,601,996** (Part I, column (d) must be on cash basis)J Accounting method ☒ Cash ☐ Accrual☐ Other (specify)C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐

2. Foreign organizations meeting the

85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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				
	4 Dividends and interest from securities	223,782	223,782		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	124,325			
	b Gross sales price for all assets on line 6a 1,643,404				
	7 Capital gain net income (from Part IV, line 2)		109,524		
	8 Net short-term capital gain			0	
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns & allowances				
	b Less cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) STMT 2	6,014	16,102		
	12 Total. Add lines 1 through 11	354,121	349,408	0	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE STMT 3	1,901			1,901
	b Accounting fees (attach schedule) STMT 4	9,222			9,222
	c Other professional fees (attach schedule) STMT 5	18,773	11,264		7,509
	17 Interest	20,090	20,090		
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6	-13,140	4,032		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses (att sch) STMT 7	102,528	102,528			
24 Total operating and administrative expenses. Add lines 13 through 23	139,374	137,914	0	18,632	
25 Contributions, gifts, grants paid	641,671			641,671	
26 Total expenses and disbursements. Add lines 24 and 25	781,045	137,914	0	660,303	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-426,924				
b Net investment income (if negative, enter -0-)		211,494			
c Adjusted net income (if negative, enter -0-)			0		

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

Form **990-PF** (2010)

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			21,392		
	2 Savings and temporary cash investments			36,347	301,597	296,993
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶		0			
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule) SEE STMT 8			3,580,820	2,362,348	2,928,915
	c Investments—corporate bonds (attach schedule) SEE STMT 9			89,081	60,285	31,380
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)					
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶					
	15 Other assets (describe ▶ SEE STATEMENT 10)			7,629,934	8,197,686	11,344,708
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)			11,357,574	10,921,916	14,601,996
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶ SEE STATEMENT 11)			16,567		
	23 Total liabilities (add lines 17 through 22)			16,567	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			11,341,007	10,921,916	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see page 17 of the instructions)			11,341,007	10,921,916	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)			11,357,574	10,921,916	

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	11,341,007
2 Enter amount from Part I, line 27a	2	-426,924
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	7,846
4 Add lines 1, 2, and 3	4	10,921,929
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	13
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,921,916

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 SEE WORKSHEET				
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
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	109,524
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	58,039

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	658,036	12,231,198	0.053800
2008	764,333	14,308,268	0.053419
2007	889,475	16,842,086	0.052813
2006	688,111	16,204,870	0.042463
2005	653,322	14,232,885	0.045902
2 Total of line 1, column (d)			2 0.248397
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 0.049679
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 12,509,676
5 Multiply line 4 by line 3			5 621,468
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,115
7 Add lines 5 and 6			7 623,583
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.			8 660,303

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,115
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	2,115
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-	5	2,115
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	708
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	30,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	30,708
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	28,593
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 5,000 Refunded	11	23,593

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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
4a 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?	X	
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	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) CO		
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)	SEE STATEMENT 14	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 ► WWW.HITCHCOCKFOUNDATION.ORG/HITCHCOCK					
14	The books are in care of ► CAROLYN L BROWN	Telephone no ► 303-753-1053			
	1720 S BELLAIRE ST, STE 405				
	Located at ► DENVER	CO	ZIP+4 ► 80222		
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 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 the foreign country ►					

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<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	N/A <input type="checkbox"/>	1b	
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.)	N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input 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	X
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	N/A		5b
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)	N/A <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
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?	N/A		7b

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
HARRISON H AUGUR PO BOX 4389 ASPEN CO 81612	TRUSTEE 10 00	0	0	0
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				0

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 N/A	
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 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,778,899
b	Average of monthly cash balances	1b	174,739
c	Fair market value of all other assets (see page 25 of the instructions)	1c	8,746,541
d	Total (add lines 1a, b, and c)	1d	12,700,179
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) SEE STATEMENT 15	1e	971,838
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	12,700,179
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	190,503
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,509,676
6	Minimum investment return. Enter 5% of line 5	6	625,484

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	625,484
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,115
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,115
3	Distributable amount before adjustments Subtract line 2c from line 1	3	623,369
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	623,369
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	623,369

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	660,303
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	660,303
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	2,115
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	658,188

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				623,369
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			530,948	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 660,303				
a Applied to 2009, but not more than line 2a			530,948	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				129,355
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				494,014
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year SEE STATEMENT 17				641,671
Total			▶ 3a	641,671
b Approved for future payment N/A				
Total			▶ 3b	

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					
4	Dividends and interest from securities			14	223,782	
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			18	16,102	
8	Gain or (loss) from sales of assets other than inventory	900099	14,801	18	109,524	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b	LUCAS ENERGY PARTNERSHIP			18	-15,049	
c	ALTA COMM IX LP	900099	-2,677			
d	CAM SPEC OPP LP	900099	3,699			
e	PATIENCE PARTNERS	900099	3,939			
12	Subtotal. Add columns (b), (d), and (e)		19,762		334,359	0
13	Total. Add line 12, columns (b), (d), and (e)				13	354,121

(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	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning _____, and ending _____		

Name ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION	Employer Identification Number 31-6672533
--	---

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) PROVIDENCE CAPITAL WORTHLESS	P		01/01/10
(2) PARTNERSHIP S-T GAINS/LOSSES	P		
(3) PARTNERSHIP L-T GAINS/LOSSES	P		
(4) PARTNERSHIP 1231 GAIN/LOSS	P		
(5) CONOCOPHILLIPS	P		01/08/10
(6) GE	P		01/08/10
(7) ARES CAP CORP	P		04/23/10
(8) KINDER MORGAN MGMT	P		02/17/10
(9) PIONEER NAT RES	P		01/08/10
(10) WINDSTREAM	P		11/23/10
(11) FIFTH ST FIN	P		03/17/10
(12) NORDIC AMER TANKER	P		04/26/10
(13) WHITING USA TR	P		02/19/10
(14) BP PLC	P		06/15/10
(15) CAMPAGNIE FIN RICH	P		02/22/10

(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)
(1)		95,988	-95,988
(2)		8,486	-8,486
(3)	187,295		187,295
(4)	13,844		13,844
(5)	93,750	105,100	-11,350
(6)	80,375	288,332	-207,957
(7)	8	46	-38
(8)	86	58	28
(9)	254,098	73,996	180,102
(10)	63,012	41,309	21,703
(11)	33,080	25,767	7,313
(12)	15,640	18,258	-2,618
(13)	46,947	30,562	16,385
(14)	47,921	74,730	-26,809
(15)	80,398	148,384	-67,986

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-95,988
(2)			-8,486
(3)			187,295
(4)			13,844
(5)			-11,350
(6)			-207,957
(7)			-38
(8)			28
(9)			180,102
(10)			21,703
(11)			7,313
(12)			-2,618
(13)			16,385
(14)			-26,809
(15)			-67,986

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION	Employer Identification Number 31-6672533
--	---

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) YELLOW MEDIA INC	P		11/08/10
(2) WESTSHORE TERMS INC TR	P		12/20/10
(3) DIAMOND OFFSHORE	P		03/26/10
(4) DIAMOND OFFSHORE	P		03/26/10
(5) MCDONALDS	P		06/18/10
(6) MCDONALDS	P		01/19/10
(7) PEPSICO	P		01/19/10
(8) TRANSOCEAN	P		03/26/10
(9) TRANSOCEAN	P		02/22/10
(10) AMER TOWER	P		01/19/10
(11) WEYERHAEUSER	P		04/19/10
(12) WILLIAMS COS	P		05/24/10
(13) BLACKROCK SR HIGH INC	P		03/17/10
(14) COHEN & STEERS	P		01/29/10
(15) HATTERAS	P		02/19/10

(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)
(1) 42,161		39,880	2,281
(2) 90,389		63,856	26,533
(3) 84,205		85,186	-981
(4) 7,170			7,170
(5) 100,256		82,520	17,736
(6) 1,675			1,675
(7) 910			910
(8) 48,908		46,414	2,494
(9) 2,637			2,637
(10) 6,175			6,175
(11) 1,608			1,608
(12) 3,125			3,125
(13) 40,135		28,326	11,809
(14) 2		10	-8
(15) 61,614		73,292	-11,678

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			2,281
(2)			26,533
(3)			-981
(4)			7,170
(5)			17,736
(6)			1,675
(7)			910
(8)			2,494
(9)			2,637
(10)			6,175
(11)			1,608
(12)			3,125
(13)			11,809
(14)			-8
(15)			-11,678

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION	Employer Identification Number 31-6672533
--	---

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) MFA FINL	P		09/22/10
(2) MFA FINL	P		09/22/10
(3) KAYNE ANDERSON MLP	P		04/08/10
(4) TORTOISE ENERGY	P		04/08/10
(5) CAPITAL GAIN DISTRIBUTIONS			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 75,015		75,184	-169
(2) 3,130			3,130
(3) 52,436		46,169	6,267
(4) 64,956		52,278	12,678
(5) 10,694			10,694
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-169
(2)			3,130
(3)			6,267
(4)			12,678
(5)			10,694
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price					
PARTNERSHIP S-T GAINS/LOSSES				PURCHASE		14,922	\$		-14,922
PARTNERSHIP L-T GAINS/LOSSES				PURCHASE		29,749			29,749
PARTNERSHIP 1231 GAIN/LOSS				PURCHASE		26			-26
TOTAL				\$ 29,749	\$ 14,948	\$	0	\$ 0	14,801

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
ROYALTY TRUSTS AND PARTSPS	\$ 16,102	\$ 16,102	\$
LUCAS ENERGY PARTNERSHIP	-15,049		
ALTA COMM IX LP	-2,677		
CAM SPEC OPP LP	3,699		
PATIENCE PARTNERS	3,939		
TOTAL	\$ 6,014	\$ 16,102	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
BRYAN CAVE, LLP - GENERAL LEGAL	\$ 1,901	\$	\$	\$ 1,901
TOTAL	\$ 1,901	\$ 0	\$ 0	\$ 1,901

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
US TRUST - TAX PREPARATION FEES	\$ 9,222	\$	\$	\$ 9,222
TOTAL	\$ 9,222	\$ 0	\$ 0	\$ 9,222

Statement 5 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT MANAGEMENT FEES-US TR	\$ 18,773	\$ 11,264	\$	\$ 7,509
TOTAL	\$ 18,773	\$ 11,264	\$ 0	\$ 7,509

Statement 6 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL TAX REFUNDS	\$ -17,172	\$	\$	\$
FOREIGN TAX WITHHELD ON DIVIDEND	4,032	4,032		
TOTAL	\$ -13,140	\$ 4,032	\$ 0	\$ 0

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	
ROYALTY EXPENSES	1,033	1,033		
PARTNERSHIP PORTFOLIO DEDUCTI	38,169	38,169		
PARTNERSHIP LOSSES - INVESTME	49,241	49,241		
OTHER PARTNERSHIP LOSSES	14,085	14,085		
TOTAL	\$ 102,528	\$ 102,528	\$ 0	\$ 0

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE STOCKS	\$ 3,580,820	\$ 2,362,348	COST	\$ 2,928,915
TOTAL	\$ 3,580,820	\$ 2,362,348		\$ 2,928,915

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE BONDS	\$ 89,081	\$ 60,285	COST	\$ 31,380
TOTAL	\$ 89,081	\$ 60,285		\$ 31,380

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
REITS	\$ 358,083	\$ 285,458	\$ 282,837
MUTUAL FUNDS/COMMODITIES	387,358	383,058	427,541
INVESTMENT PARTNERSHIPS	6,884,493	7,529,170	10,634,330
TOTAL	<u>\$ 7,629,934</u>	<u>\$ 8,197,686</u>	<u>\$ 11,344,708</u>

Statement 11 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
SHORT SALES	\$ 16,567	\$
TOTAL	<u>\$ 16,567</u>	<u>\$ 0</u>

Statement 12 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
ADDITIONAL ASSETS NOT REPORTED 2009	\$ 7,846
TOTAL	<u>\$ 7,846</u>

Statement 13 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
NONDEDUCTIBLE EXP FROM PARTNERSHIP	\$ 13
TOTAL	<u>\$ 13</u>

Federal Statements

Statement 14 - Form 990-PF, Part VII-A, Line 11a - Controlled Entity Information

Name / Address	EIN	Description	Amount
TRANSFERS TO CONTROLLED ENTITIES			\$
PATIENCE PARTNERS LP 242 ROUTE 79 NORTH, SUITE 3 MORGANVILLE NJ 07751	59-3635090	INVESTMENT PARTNERSHIP	
TOTAL			\$ 0

Statement 15 - Form 990-PF, Part X, Line 1e - Reduction Claimed for Blockage Information

Description

PARTNERSHIP BLOCKAGE DISCOUNT - CLOSELY HELD INVESTMENT PARTNERSHIPS - SEE
ATTACHED SCHEDULE

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

NONE

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

NONE

Statement 16 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

LETTER DEMONSTRATING FINANCIAL NEED AND/OR ACADEMIC
SUCCESS
SEE ATTACHED PAGE FROM WEBSITE
[HTTP://WWW.HITCHCOCKFOUNDATION.ORG/HITCHCOCK/HOME.HTML](http://www.hitchcockfoundation.org/hitchcock/home.html)

Federal Statements

Statement 17 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name	Address	Relationship	Status	Purpose	Amount
CLYFFORD STILL MUSEUM DENVER CO 80202	201 W COLFAX AVE		PUBLIC	BUILDING FUND	225,000
SYRACUSE UNIVERSITY SYRACUSE NY 13244			PUBLIC	SCHOLARSHIP	500
DENVER ART MUSEUM DENVER CO 80204	100 W 14TH AVE PKWY		PUBLIC	ENHANCEMENT OF THE ARTS	156,313
CREEDE REPERTORY THEATRE CREEDE CO 81130	PO BOX 269		PUBLIC	OPERATING FUND - THEATRE ARTS	40,000
GROWING GARDENS OF BOULDER CO 80302	3198 BROADWAY		PUBLIC	BOTANICAL GARDEN GRANT	20,000
COLORADO STATE UNIVERSITY FORT COLLINS CO 80523			PUBLIC	SCHOLARSHIPS	13,404
MISSOURI BOTANICAL GARDENS ST LOUIS MO 63110	4344 SHAW BOULEVARD		PUBLIC	MEMORIAL	50,000
FOUNTAIN VALLEY SCHOOL COLORADO SPRINGS CO 80911	6155 FOUNTAIN VALLEY		PUBLIC	SCHOLARSHIPS	26,075
COLORADO COLLEGE COLORADO SPRINGS CO 80946	902 N CASCADE		PUBLIC	SCHOLARSHIPS	5,909
HARMONY FOUNDATION ESTES PARK CO 80517	1600 FISH HATCHERY RD		PUBLIC	SCHOLARSHIPS	8,000
UNIVERSITY OF NORTHERN TX DENTON TX 76203	1155 UNION CIRCLE		PUBLIC	SCHOLARSHIPS	11,035
SAVANNAH COLLEGE OF SAVANNAH GA 31402	PO BOX 3146		PUBLIC	SCHOLARSHIPS	18,945
COLORADO ROCKY MOUNTAIN CARBONDALE CO 81623	1493 COUNTY ROAD 106		PUBLIC	SCHOLARSHIPS	15,490
USM SCHOOL OF MUSIC PORTLAND ME 04104	PO BOX 9300		PUBLIC	MUSIC EDUCATION GRANT	20,000
YALE UNIVERSITY ART NEW HAVEN CT 06520	PO BOX 208271		PUBLIC	MASS MOCA PROJECT	25,000
PURCHASE COLLEGE PURCHASE NY 10577	735 ANDERSON HILL ROAD		PUBLIC	SCHOLARSHIP	6,000
TOTAL					641,671

ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION				
ASSET SCHEDULE		12/31/2010		
			COST	FMV
	QUANTITY			
CASH				
		BLACKROCK FLOATING	19,483 76	14,879 90
		B OF A CASH RESERVES	1,311 64	1,311 64
		B OF A CASH RESERVES	167,446 04	167,446 04
		MERRILL LYNCH	68,245 16	68,245 16
		RECEIVABLE FOR SALES 12/30/10	45,110 09	45,110 09
	LARGE CAP			
	2,600	ALTRIA	46,117 45	64,012 00
	2,500	AMER TOWER	3,984 94	129,100 00
	3,300	BANK AMER	168,306 81	44,022 00
	7,000	BLACKROCK HEALTH SC	179,471 19	183,539 30
	1,200	CHEVRON	95,652 50	109,500 00
	3,000	KRAFT FOODS	86,374 73	94,530 00
	1,500	INFJ DIVID IN	19,348 08	26,265 00
	100,000	PEABODY ENERGY CONV SUB	92,625 00	129,375 00
	MID CAP			
	1,500	AES TR PFD CV	49,984 75	73,500 00
	500	ARCH COAL	28,405 93	17,530 00
	2,762	ARES CAP CORP	202,052 82	45,517 76
	6,600	FRONTIER COMM	61,049 33	64,218 00
	1,147	KINDER MORGAN MGMT	41,365 54	76,711 36
	2,212	PIONEER NAT RES	40,287 34	192,045 84
	9,000	PLAINS EXPL AND PROD	73,768 50	289,260 00
	SMALL CAP			
	50,000	BARRETT CORP CONV SR	47,875 00	51,375 00
	5,000	BLACKROCK KELSO	42,081 84	55,300 00
	3,000	CAPITALSOURCE	50,957 26	21,300 00
	60,000	HUTCHINSON TECH CONV SUB	46,200 00	42,975 00
	1,000	MACQUARIE INFRASTR	34,427 73	21,170 00
	1,000	MESA ROYALTY TR	41,318 75	49,260 00
	10,000	NGP CAP RES	139,094 47	92,000 00
	510	PURECYCLE	979 00	1,810 50
	2,000	REGAL ENTERTAINMENT	29,185 65	23,480 00
	1,400	SABINE ROYALTY TR	58,371 22	83,370 00
	10,000	SCOLR PHARMA	50,000 00	3,700 00
	500	TARGA RES	11,000 00	13,405 00
	INTL DEV			
	1,600	AKZO NOBEL	134,925 42	99,779 20
	2,000	BAYTEX ENERGY	41,025 45	93,640 00
	900	BCE INC	27,326 78	31,914 00
	1,000	PENN WEST ENERGY	30,532 51	23,920 00
	1,300	VODAPHONE GROUP	30,312 63	34,372 00
	7,000	YELLOW MEDIA INC	37,509 73	44,100 00
	EMERGING MKTS			
	342	REINET INV		5,964 53
	OTHER INVESTMTS			
	60,000	SESI LLC SR NOTE	54,975 00	61,125 00
	CALLS - MERRILL LYNCH			
	1,500	PEPSICO	84,780 01	97,995 00
	4,500	AMER TOWER	7,136 55	232,380 00
	1,600	WEYERHAEUSER	87,304 15	30,288 00
	2,724	WEYERHAEUSER	42,330 96	51,565 32
	5,000	WILLIAMS COS	43,902 86	123,600 00
	FIXED INCOME			
	3,000	AMER SELECT PORT	24,097 15	31,380 00
	100,000	WILLIAMS COMM DEFAULT	36,187 40	
	REITS			
	7,000	ANNALY CAP MGMT	118,865 42	125,440 00
	5,779	COHEN & STEERS	72,182 81	49,988 35
	2,254	HEALTHCARE REIT	55,200 91	107,380 56
	573	JER INVS TR	39,208 75	28 65
	COMMODITIES			
	11,817	BLACKROCK ENERGY & RES	303,058 43	339,620 58
	4,000	CLEARBRIDGE ENERGY MLP	80,000 00	87,920 00
	PARTNERSHIPS			
		ALTA COMM IX	213,967 00	143,275 00
		ALTA EMBARCADERO BIOPH	123,971 00	123,971 00
		CA OFFSHORE CAM	1,857,122 00	2,028,401 00
		CA OFFSHORE CAM INTL	1,071,607 00	2,231,963 00
		CA OFFSHORE MULTI STRAT	247,717 00	911,455 00
		CA OFFSHORE CAM SPEC OPPOR	1,377,422 00	1,962,760 00
		CAM SPEC OPP	1,612,053 00	1,958,549 00
		ELM ST VENTURES	73,170 00	58,109 00
		LUCAS ENERGY	260,588 18	264,944 00
		PATIENCE PTRS	691,553 00	950,903 00
			10,921,915 62	14,601,995 78

ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION
12/31/2010
FORM 990-PF, PART X - REDUCTION CLAIMED FOR BLOCKAGE

CLOSELY HELD SECURITY	AVERAGE FMV	10% DISCOUNT
ALTA COMMUNICATION IX LIMITED PARTNERSHIP	172,456	17,246
ALTA EMBARCADERO BIOPHARMA PARTNERS III LLC	140,434	14,043
CA PARTNERS OFFSHORE FUND - CAM	1,961,568	196,157
CA PARTNERS OFFSHORE FUND - CAM INTERNATIONAL	1,995,574	199,557
CA PARTNERS OFFSHORE FUND - CAM MULTI STRATEGY	844,419	84,442
CA PARTNERS OFFSHORE FUND - CAM SPECIAL OPPORTUNITIES	1,793,633	179,363
CAM SPECIAL OPPORTUNITIES FUND	1,810,429	181,043
ELM STREET VENTURES LP	33,425	3,343
LUCAS ENERGY VENTURES II LP	183,162	18,316
PATIENCE PARTNERS LP	783,280	78,328
	<u>9,718,379</u>	<u>971,838</u>

A discount under 4942(e)(2) is appropriate The securities are closely held