Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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
JOSEPH J. SCHOTT FOUNDATION
C/O L. THOMAS HILTZ

A Employer identification number
34-6513748

Number and street (or P O box number if mail is not delivered to street address)
1801 EAST NINTH ST.

Room/suite
1105

B Telephone number (see page 10 of the instructions)
(859) 431-5544

City or town, state, and ZIP code
CLEVELAND, OH 44114-3103

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

H Check type of organization: [X] 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) ▶ $ 12,173,285.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	0.			
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	108,914.	108,914.		ATCH 1
	4 Dividends and interest from securities	199,655.	199,655.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-25,477.			
	b Gross sales price for all assets on line 6a 20,747,334.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain			82,511.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	283,092.	308,569.	82,511.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	106,071.	9,762.		96,309.
	14 Other employee salaries and wages	42,113.	3,876.		38,237.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	22,336.	0.	0.	22,336.
	c Other professional fees (attach schedule) *	41,329.	25,000.		16,329.
	17 Interest	327.	327.		
	18 Taxes (attach schedule) (see page 14 of the instructions) **	5,893.	3,016.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	21.			
	21 Travel, conferences, and meetings	5,064.			5,064.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	16,795.	7,697.		8,905.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	239,949.	49,678.	0.	187,180.
	25 Contributions, gifts, grants paid	446,030.			446,030.
	26 **Total expenses and disbursements** Add lines 24 and 25	685,979.	49,678.	0.	633,210.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-402,887.			
	b **Net investment income** (if negative, enter -0-)		258,891.		
	c **Adjusted net income** (if negative, enter -0-)			82,511.	

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2

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing	20,031.	21,806.	21,806.
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule) **	3,555,852.	2,822,906.	2,822,906.
b	Investments - corporate stock (attach schedule) ATCH 8	7,470,718.	8,252,928.	7,788,706.
c	Investments - corporate bonds (attach schedule) ATCH 9	1,982,280.	1,573,990.	1,553,671.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 10)	0.	-45,636.	-13,804.
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	13,028,881.	12,625,994.	12,173,285.
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		0.	
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30	Total net assets or fund balances (see page 17 of the instructions)	13,028,881.	12,625,994.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	13,028,881.	12,625,994.	

(Assets: lines 1–16; Liabilities: lines 17–23; Net Assets or Fund Balances: lines 24–31)

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	13,028,881.
2	Enter amount from Part I, line 27a	2	-402,887.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	12,625,994.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,625,994.

**ATCH 7

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 PART IV SCHEDULE			
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	-25,477.
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	82,511.

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	587,083.	11,123,604.	0.052778
2008	733,124.	13,277,227.	0.055217
2007	756,117.	14,602,320.	0.051781
2006	737,335.	14,771,646.	0.049916
2005	737,183.	14,721,663.	0.050075

2	**Total** of line 1, column (d)	2	0.259767
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	0.051953
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	11,581,387.
5	Multiply line 4 by line 3	5	601,688.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,589.
7	Add lines 5 and 6	7	604,277.
8	Enter qualifying distributions from Part XII, line 4	8	633,210.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ___________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	2,589.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	2,589.
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	2,589.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 11,000.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	11,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	8,411.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 8,411. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OH,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		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 ▶ N/A

14 The books are in care of ▶ L. THOMAS HILTZ Telephone no ▶ 859-431-5544

Located at ▶ 50 EAST RIVER CENTER BLVD. COVINGTON, KY ZIP + 4 ▶ 41011-1648

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		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? ☐ Yes ☒ No			
	If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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 shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** No: X

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
ATTACHMENT 11		106,071.	-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

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
Total number of others receiving over $50,000 for professional services ▶		0

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 NONE	
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 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
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	11,732,711.
b	Average of monthly cash balances	1b	25,042.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	11,757,753.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	11,757,753.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	176,366.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,581,387.
6	**Minimum investment return.** Enter 5% of line 5	6	579,069.

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	579,069.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,589.		
b	Income tax for 2010. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,589.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	576,480.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	576,480.
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	576,480.

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	633,210.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	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	633,210.
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	2,589.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	630,621.

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				576,480.
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			445,928.	
b	Total for prior years 20 08 ,20 07 ,20 06				
3	Excess distributions carryover, if any, to 2010				
a	From 2005				
b	From 2006				
c	From 2007				
d	From 2008 0.				
e	From 2009 0.				
f	Total of lines 3a through e	0.			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 633,210.				
a	Applied to 2009, but not more than line 2a			445,928.	
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				187,282.
e	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).)	0.			0.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				389,198.
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	0.			
10	Analysis of line 9:				
a	Excess from 2006				
b	Excess from 2007				
c	Excess from 2008				
d	Excess from 2009 0.				
e	Excess from 2010 0.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a 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))

NONE

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

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.

ATTACHMENT 12

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

SUBMIT LETTER OUTLINING SERVICES RENDERED TO THE PUBLIC

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 13				
Total . . . . ▶ 3a				446,030.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	108,914.	
4 Dividends and interest from securities			14	199,655.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-25,477.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				283,092.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 283,092.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions)
1	NOT APPLICABLE

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

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

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		N/A

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee | Date 11/7/11 | Title President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Richard A. Strovsky	Richard A. Strovsky	10/31/11		P01246010

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 200 PUBLIC SQUARE, 18TH FLOOR CLEVELAND, OH 44114-2301 — Phone no 216-875-3000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					1,662.	
		6000 SHS CITIGROUP					09/20/2007	05/18/2010
24,138.		287,340.					-263,202.	
		2750 SHS CREDIT SUISSE					09/20/2007	05/18/2010
119,122.		186,020.					-66,898.	
		1250 SHS FORTUNE BRANDS					09/20/2007	05/18/2010
62,381.		101,432.					-39,051.	
		2000 SHS HALLIBURTON					09/20/2007	05/18/2010
58,986.		76,640.					-17,654.	
		35000 SHS USBANCORP					01/24/1993	05/18/2010
930,816.		139,028.					791,788.	
		1750 SHS ALCOA					09/20/2007	05/18/2010
22,721.		64,935.					-42,214.	
		7359 SHS BANK OF AMERICA					09/20/2007	05/18/2010
124,968.		409,072.					-284,104.	
		3000 SHS CARNIVAL CORP					09/20/2007	05/18/2010
118,058.		148,488.					-30,430.	
		100000 PEPCO HLDGS 6.45% BOND					06/11/2009	07/08/2010
111,307.		104,820.					6,487.	
		USTB 06/03/10					05/06/2010	06/03/2010
1,996,000.		1,996,000.					0.	
		4000 SHS BP AMOCO PLC					09/20/2007	07/08/2010
132,646.		285,640.					-152,994.	
		100000 EXELON CORP 4.45% BOND					06/11/2009	06/15/2010
100,000.		101,570.					-1,570.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		200000 CITIGROUP 4.625% BOND					06/11/2009	02/03/2010
204,500.		201,900.					2,600.	
		USTB 07/29/10					06/04/2010	07/29/2010
1,896,000.		1,896,000.					0.	
		USTB 07/29/10					06/04/2010	07/29/2010
100,000.		100,000.					0.	
		USTB 08/26/10					07/29/2010	08/26/2010
2,521,729.		2,521,729.					0.	
		USTB 09/23/10					08/26/2010	09/23/2010
2,499,705.		2,499,705.					0.	
		USTB 10/21/10					09/23/2010	10/21/2010
2,499,784.		2,499,784.					0.	
		USTB 11/18/10					10/21/2010	11/03/2010
64,994.		64,994.					0.	
		USTB 11/18/10					10/21/2010	11/18/2010
2,233,774.		2,233,774.					0.	
		USTB 12/16/10					11/18/2010	11/24/2010
85,992.		85,992.					0.	
		USTB 12/16/10					11/18/2010	12/16/2010
2,147,799.		2,147,799.					0.	
		USTB 12/30/10					12/16/2010	12/30/2010
2,139,923.		2,139,923.					0.	
		USTB 11/18/10					10/21/2010	10/29/2010
200,982.		200,982.					0.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUTS					VAR	VAR
82,022.		2,098.					79,924.	
		KEY BANK					VAR	VAR
0.		9,808.					-9,808.	
		USTB 05/25/10					05/06/2010	05/25/2010
204,991.		205,000.					-9.	
		USTB 11/03/10					10/21/2010	11/03/2010
63,996.		64,000.					-4.	
TOTAL GAIN (LOSS)							-25,477.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST ON T-BILLS -CHECKING ACCOUNT	990.	990.
USB CUSTODY ACCT INTEREST	107,924.	107,924.
TOTAL	108,914.	108,914.

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS RECEIVED		199,655.	199,655.
	TOTAL	199,655.	199,655.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEES	22,336.			22,336.
TOTALS	22,336.	0.	0.	22,336.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MANAGEMENT CONSULTANT	16,329.		16,329.
INVESTMENT CONSULTANT	25,000.	25,000.	
TOTALS	41,329.	25,000.	16,329.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENTS	2,677.	
OH FILING FEE	200.	
FOREIGN TAX	3,016.	3,016.
TOTALS	5,893.	3,016.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE SUPPLIES & POSTAGE	193.		
BANK FEES	482.	482.	
US BANK CUSTODY FEES	3,286.	3,286.	
ADJ COMP FOR DECEASED TRUSTEE	12,834.	3,929.	8,905.
TOTALS	16,795.	7,697.	8,905.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
U.S. TREASURY BILLS	629,981.	629,981.
TREASURY OBLIGATIONS	2,192,925.	2,192,925.
FIRST AMERICAN US TREAS MM FD	0.	0.
US OBLIGATIONS TOTAL	2,822,906.	2,822,906.

JOSEPH J. SCHOTT FOUNDATION

34-6513748

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MEADWESTVACO	23,089.	104,910.
KEY CORP	0.	0.
TIMKEN	0.	9,546.
VULCAN MATERIALS	207,499.	86,546.
USB CUSTODY ACCT (SEE ATT 8A)	8,022,340.	7,587,704.
TOTALS	8,252,928.	7,788,706.

This statement is for the period from
December 1, 2010 to December 31, 2010

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield

Stocks

Common Stocks

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
5,500.000	Agl Res Inc AGL	197,175.00 35.8500	212,572.25 38.65	- 15,397.25 9,680.00	1.7 4.91
1,000.000	Apache Corp APA	119,230.00 119.2300	88,157.00 88.16	31,073.00 600.00	1.1 0.50
9,500 000	Applied Matls Inc AMAT	133,475.00 14.0500	202,061.20 21.27	- 68,586.20 2,660.00	1.2 1.99
1,750.000	C H Robinson Worldwide Inc CHRW	140,332.50 80.1900	93,305.98 53.32	47,026.52 2,030.00	1.2 1.45

This statement is for the period from
December 1, 2010 to December 31, 2010

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
1,250.000	Caterpillar Inc CAT	117,075.00 93.6600	97,250.00 77.80	19,825.00 2,200.00	1.0 1.88
6,700.000	Cincinnati Finl Corp CINF	212,323.00 31.6900	196,903.62 29.39	15,419.38 10,720.00	1.9 5.05
4,500.000	Coca Cola Company KO	295,965.00 65.7700	253,575.00 56.35	42,390.00 7,920.00	2.6 2.68
7,500.000	Dow Chem Co DOW	256,050.00 34.1400	262,169.20 34.96	- 6,119.20 4,500.00	2.3 1.76
4,000.000	Emerson Elec Co EMR	228,680.00 57.1700	202,920.00 50.73	25,760.00 5,520.00	2.0 2.41
4,800.000	Exxon Mobil Corp XOM	350,976.00 73.1200	376,558.55 78.45	- 25,582.55 8,448.00	3.1 2.41
8,250.000	General Electric Co GE	150,892.50 18 2900	341,055.00 41.34	- 190,162.50 4,620.00	1.3 3.06
7,000.000	Home Depot Inc HD	245,420.00 35.0600	213,319.03 30.47	32,100.97 6,615.00	2.2 2.69
16,000.000	Hudson City Bancorp Inc HCBK	203,840.00 12.7400	208,548.80 13 03	- 4,708 80 9,600.00	1.8 4.71
10,000.000	Intel Corp INTC	210,300.00 21.0300	211,000 00 21.10	- 700.00 6,300.00	1.9 3.00
3,000.000	Johnson Johnson JNJ	185,550.00 61.8500	194,940.00 64.98	- 9,390.00 6,480.00	1 6 3.49
13,000.000	Microchip Technology Inc MCHP	444,730 00 34.2100	453,084.85 34.85	- 8,354.85 17,940.00	3 9 4.03

This statement is for the period from
December 1, 2010 to December 31, 2010

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
8,500.000	Microsoft Corp MSFT	237,235.00 27.9100	242,331.60 28.51	- 5,096.60 5,440.00	2.1 2.29
4,500.000	Nextera Energy Inc	233,955.00 51.9900	233,175.15 51.82	779.85 9,000.00	2.1 3.85
14,000.000	Paychex Inc PAYX	432,740.00 30.9100	603,375.04 43.10	- 170,635.04 17,360.00	3.8 4.01
10,000.000	Pfizer Inc PFE	175,100.00 17.5100	245,800.00 24 58	- 70,700.00 8,000.00	1.5 4.57
5,200.000	Procter & Gamble Co PG	334,516.00 64.3300	347,534.04 66.83	- 13,018.04 10,020.40	3.0 2.99
9,500.000	Spectra Energy Corp SE	237,405.00 24.9900	209,361.00 22.04	28,044.00 9,500.00	2.1 4.00
6,000.000	Sysco Corp SYY	176,400.00 29.4000	200,089.00 33.35	- 23,689.00 6,240.00	1.6 3.54
3,500.000	Texas Instruments Inc TXN	113,750.00 32.5000	125,685.00 35.91	- 11,935.00 1,820.00	1.0 1.60
3,500.000	United Parcel Service Inc Cl B UPS	254,030.00 72.5800	239,812.50 68.52	14,217.50 6,580.00	2.2 2.59
1,750.000	3M Co MMM	151,025.00 86.3000	160,032.43 91.45	- 9,007.43 3,675.00	1.3 2.43
	Total Common Stocks	**$5,838,170.00**	**$6,214,616.24**	**- $376,446.24** **$183,468.40**	**51.6**
	Foreign Stocks				
1,000.000	Alcon Inc ACL	163,400.00 163.4000	142,525.00 142.53	20,875.00 3,400.00	1.4 2.08

ACCOUNT NUMBER: 150007727200
JOSEPH J SCHOTT FOUNDATION CUSTODY

This statement is for the period from
December 1, 2010 to December 31, 2010

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
3,400.000	B H P Billiton Limited A D R Repstg 2 Ord Shs BHP	315,928.00 92.9200	234,512.00 68.97	81,416.00 5,916.00	2.8 1.87
9,000.000	Crh Plc Adr CRH	187,200 00 20 8000	306,748.80 34.08	- 119,548.80 7,254.00	1.7 3.88
5,000.000	Glaxo Smithkline P L C A D R Repstg 2 Ord Shs GSK	196,100.00 39.2200	268,887.00 53.78	- 72.787.00 9,995.00	1.7 5.10
3,125.000	Nestle Sa Sponsored A D R Repstg 1 Ord Sh NSRGY	183,812.50 58.8200	138,047.50 44.18	45,765.00 2,803.13	1.6 1.52
3,500.000	Novartis Ag A D R Repstg 1 Ord Sh NVS	206,325.00 58.9500	182,452.60 52.13	23,872.40 5,785.50	1 8 2 80
2,200.000	Siemens Ag A D R Repstg 1 Sh SI	273,350.00 124.2500	241,961.60 109.98	31,388.40 5,975.20	2.4 2.19
8,450.000	Vodafone Group Plc A D R Repstg 10 Ord Sh VOD	223,418.00 26.4400	292,589.70 34.63	- 69,171.70 11,018.80	2.0 4.93
Total Foreign Stocks		**$1,749,533.50**	**$1,807,724.20**	**- $58,190.70** **$52,147.63**	**15 5**
Total Stocks		**$7,587,703.50**	**$8,022,340.44**	**- $434,636.94** **$235,616.03**	**67.0**

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE BONDS-SEE ATTACH 9A	1,573,990.	1,553,671.
TOTALS	1,573,990.	1,553,671.

This statement is for the period from
December 1, 2010 to December 31, 2010

ASSET DETAIL

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield

Taxable Bonds

Corporate Issues

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
200,000.000	Bank Of America Corp 7.400 01/15/2011	200,328.00 100.1640	208,500.00 104.25	- 8,172.00 14,800.00	1 8 7.39
200,000 000	Morgan Stanley 5.050 01/21/2011	200,372.00 100.1860	205,300.00 102.65	- 4,928.00 10,100.00	1.8 5.04
100,000.000	Dow Chemical 6.125 02/01/2011	100,343.00 100.3430	102,700.00 102.70	- 2,357.00 6,125.00	0.9 6.10
200,000.000	Jp Morgan Chase Sub Nts 6 750 02/01/2011	200,882.00 100.4410	210,350.00 105.18	- 9,468.00 13,500.00	1.8 6.72

This statement is for the period from
December 1, 2010 to December 31, 2010

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
200,000.000	Credit Suisse USA Inc 6.125 11/15/2011	209,554.00 104.7770	214,000.00 107.00	- 4,446.00 12,250.00	1.9 5.85
100,000.000	Commonwealth Edison Co 1ST Mtg Bd Ser 98 6.150 03/15/2012	106,199.00 106.1990	106,100.00 106.10	99.00 6,150.00	0 9 5.79
100,000.000	Constellat Ener 7.000 04/01/2012	107,603 00 107.6030	104,340.00 104.34	3,263.00 7,000.00	1.0 6.50
200,000.000	General Elec Cap Crp 6.000 06/15/2012	213,802 00 106.9010	211,100.00 105.55	2,702.00 12,000.00	1.9 5.61
200,000.000	Bank Of Ny Mellon Medium Term Note 4.950 11/01/2012	214,588.00 107.2940	211,600.00 105.80	2,988.00 9,900.00	1.9 4.61
Total Corporate Issues		**$1,553,671.00**	**$1,573,990.00**	**- $20,319.00** **$91,825.00**	13.7
Total Taxable Bonds		**$1,553,671.00**	**$1,573,990.00**	**- $20,319.00** **$91,825.00**	13.7

ATTACHMENT 9A PG 2 OF 2

JOSEPH J. SCHOTT FOUNDATION 34-6513748

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PUTS- (SEE ATTACH 10A)	-45,636.	-13,804.
TOTALS	-45,636.	-13,804.

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
Miscellaneous					
Other Miscellaneous					
- 4,400.000	Put On Cb 1/22/11 @ 55.00	- 528.00 0.1200	- 7,787.86 1.77	7,259.86 0.00	0.0 0.00
- 5,700.000	Put On Deo 1/22/11 @ 65 00 Date Last Priced: 12/20/10	- 570 00 0.1000 @	- 8,207.85 1.44	7,637.85 0.00	0.0 0.00

This statement is for the period from
December 1, 2010 to December 31, 2010

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
- 4,800.000	Put On Deo 4/16/11 @ 70.00	- 8,880.00 1.8500	- 14,159.75 2.95	5,279.75 0.00	- 0.1 0.00
- 3,600.000	Put On Kmb 1/22/11 @ 62.50	- 1,440.00 0.4000	- 3,599.93 1.00	2,159.93 0.00	0.0 0.00
- 5,900.000	Put On Mrk 1/22/11 @ 34.00	- 826.00 0.1400	- 4,340.91 0.74	3,514.91 0.00	0.0 0.00
- 6,500.000	Put On Mrk 1/22/11 @ 35.00	- 1,560.00 0.2400	- 7,539.86 1.16	5,979.86 0.00	0.0 0.00
	Total Other Miscellaneous	**- $13,804.00**	**- $45,636.16**	**$31,832.16 $0.00**	**- 0.1**
Total Miscellaneous		**- $13,804.00**	**- $45,636.16**	**$31,832.16 $0.00**	**- 0.1**

Form 990PF, Part VIII-List of Officers, Directors, and Trustees

Name and Address	Title	Estimated Time Devoted to Position	Compensation for Investment Purposes	Compensation for Charitable Purposes	Total
Francie S. Hiltz 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	2.4 hr	$ -	$ 27,563	$ 27,563
L. Thomas Hiltz 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	3 5 hr	$ 6,989	$ 27,012	$ 34,001
Betsy Saal 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	3 0 hr	$ 2,566	$ 23,572	$ 26,138
William D. Saal Jr. 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	7 3 hr	$ 207	$ 18,162	$ 18,369
Grand Totals			**$ 9,762**	**$ 96,309**	**106,071**

See attached list of Trustee Responsibilities

While the Joseph J. Schott Foundation (JJSF) utilizes the services of outside professionals (e.g., accountants and tax advisors, investment managers, and attorneys) to help meet its needs, it does so on a limited basis.

Virtually all of the day-to-day tasks at JJSF are completed by its four (4) Trustees or its one (1) part-time clerical support worker.

The Trustees are directly and solely responsible for keeping JJSF on-track and for ensuring that its Leadership, Administrative and Programmatic activities work in support of that end.

In general terms, JJSF's Trustees must deliver substantial value along several broad fronts:

- The Trustees manage the Foundation's investment portfolios and in doing so they must track and investigate evolving approaches to money management, and must make every effort to utilize the best of those approaches whenever practicable.

- The Trustees monitor, analyze and interpret short-term and long-term trends in the relevant financial markets, and act-upon those trends in a timely and responsible way.

- The Trustees develop a clear philanthropic agenda for JJSF, and make certain that every dimension of that agenda is supported by an appropriate set of initiatives; Trustees develop and implement the required initiatives in a consistently, timely, focused and cost-effective manner.

- On a day-to-day basis, the Trustees design and execute all policies, plans and program support from a paid management team. In more specific terms; JJSF's Trustees give close and continuous consideration to the many details that surround and support a wide variety of operating issues and initiatives

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

L. THOMAS HILTZ
50 EAST RIVER CENTER BLVD.
COVINGTON, KY 41011-1648
859-431-5544

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRIDENT UNITED WAY PO BOX 63305 N. CHARLESTON, SC 29406	PUBLIC CHARITY	CONTRIBUTION TO SUPPORT WOMEN'S LEADERSHIP COUNCIL	1,000
CAROLINA ART ASSOCIATION-GIBBES MUSEUM OF ART 135 MEETING STREET CHARLESTON, SC 29403	PUBLIC CHARITY	CONTRIBUTION FOR OPERATIONAL SUPPORT OF THE GIBBES MUSEUM OF ART IN CONNECTION WITH THE KIAWAH ART AND HOUSE TOUR 2010	5,000.
CRAIG AND FRANCES LINDNER CENTER OF HOPE 4075 OLD WESTERN ROW ROAD MASON, OH 45040	PUBLIC CHARITY	FOR OPERATING SUPPORT IN CONNECTION WITH THE HIGH HOPES FUNDRAISING EVENT PROVIDER OF HEALTH TREATMENT FOR PATIENTS AND FAMILIES IN THE GREATER CINCINNATI AREA.	5,000
JUVENILE DIABETES RESEARCH FOUNDATION 3608 LANDMARK DRIVE, SUITE C COLUMBIA, SC 29204	PUBLIC CHARITY	FOR OPERATING SUPPORT PROVIDING SERVICES FOR PEOPLE WITH DIABETES IN CHARLESTON, SC.	1,680
FRIENDS OF DATER MONTESSORI 2840 BOUDINOT AVENUE CINCINNATI, OH 45238	PUBLIC CHARITY	FOR EDUCATIONAL PROGRAMS AT THE DATER MONTESSORI ELEMENTARY SCHOOL	500.
HOSPICE OF LITTLE TRAVERSE BAY ONE HILAND DRIVE PETOSKEY, MI 49770	PUBLIC CHARITY	FOR THE GENERAL UNRESTRICTED FUND HELPING THE TERMINALLY . AND THEIR FAMILIES	10,000.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEA ISLAND HABITAT FOR HUMANITY 2545 BOHICKET ROAD JOHNS ISLAND, SC 29455	PUBLIC CHARITY	IN SUPPORT OF THE 10TH WOMEN BUILD HOUSING PROJECT FOR LOW INCOME FAMILIES	6,000
TRANSITIONS, INC 700 FAIRFIELD AVE BELLEVUE, KY 41073	PUBLIC CHARITY	FOR OPERATING SUPPORT PROVIDING SERVICES TO PERSONS AND FAMILIES STRUGGLING WITH ALCOHOL AND SUBSTANCE ABUSE.	5,000
BRIGHTON CENTER PO BOX 325 NEWPORT, KY 41072	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	5,000
TALBERT HOUSE 2600 VICTORY PARKWAY CINCINNATI, OH 45206	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	5,000
TRI-STATE WARBIRD MUSEUM 4021 BORMAN DRIVE BATAVIA, OH 45103	PUBLIC CHARITY	TO COMPLETE THE RESTORATION OF A P-40, WORLD WAR II AIRCRAFT	50,000
DRESS FOR SUCCESS 135 WEST 4TH STREET CINCINNATI, OH 45202	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT.	7,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LEUKEMIA AND LYMPHOMA SOCIETY 107 WESTPARK BLVD SUITE 150 COLUMBIA, SC 29210	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	3,000.
LEUKEMIA AND LYMPHOMA SOCIETY 300 WEST COLEMAN BLVD. SUITE 206 MT. PLEASANT, SC 29464	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT IN CONNECTION WITH THE 14TH ANNUAL LEUKEMIA CUP REGATTA	10,000
LEADERSHIP SCHOLARS, INC 1602 MADISON ROAD CINCINNATI, OH 45206	PUBLIC CHARITY	FOR OPERATING SUPPORT	60,000
CCPRO FOUNDATION 5400 KENNEDY AVENUE CINCINNATI, OH 45213	PUBLIC CHARITY	FOR OPERATING SUPPORT	10,000.
HANDS TOGETHER PO BOX 80985 SPRINGFIELD, MA 01138	PUBLIC CHARITY	FOR SCHOOL UNIFORMS, VOLUNTEER BATHHOUSE, SCHOOL BENCHES AND FUEL IN PORT-AU-PRINCE, HAITI	50,800
THE COVINGTON-CINCY SUSPENSION BRIDGE CMTE, INC PO BOX 17777 COVINGTON, KY 41017	PUBLIC CHARITY	TO SUPPORT LIGHT RESTORATION ON THE ROEBLING SUSPENSION BRIDGE	2,000

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VILLAGE OF INDIAN HILL 6525 DRAKE ROAD CINCINNATI, OH 45243	PUBLIC CHARITY	FOR A MILITARY VETERANS MEMORIAL IN THE VILLAGE	2,500.
CHARLESTON AUTISM ACADEMY PO BOX 2057 MT PLEASANT, SC 29465	PUBLIC CHARITY	TO UPGRADE FACILITIES TO BE ABLE TO HIRE MORE THERAPISTS AND COUNSELORS FOR FAMILIES WITH AUTISTIC CHILDREN	5,000
CINCINNATI ART MUSEUM 953 EDEN PARK DRIVE CINCINNATI, OH 45202	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	35,000.
CHILDRENS MUSEUM OF THE LOWCOUNTRY 25 ANN STREET CHARLESTON, SC 29403	PUBLIC CHARITY	FOR COLLABORATING SPONSORSHIP IN CONNECTION WITH THE 11/4/2010 FUNDRAISING GALA	5,000
CINCINNATI ART MUSEUM 953 EDEN PARK DRIVE CINCINNATI, OH 45202	PUBLIC CHARITY	TO SUPPORT THE EXHIBITION "THOMAS GAINSBOROUGH & THE MODERN WOMAN"	75,000.
WATER MISSIONS INTERNATL. PO BOX 31258 CHARLESTON, SC 29417	PUBLIC CHARITY	FOR "RIPPLES OF HOPE" MATCHING GIFT CAMPAIGN	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL UNDERGROUND RAILROAD FREEDOM CENTER 50 EAST FREEDOM WAY CINCINNATI, OH 45202	PUBLIC CHARITY	TO UNDERWRITE COSTS INVOLVED IN THE LUNCHEON WHERE THE FREEDOM CONDUCTOR AWARD WAS PRESENTED TO THE DALAI LAMA	62,550
FLORENCE CRITTENTON PROGRAMS OF CHARLESTON, SC 19 ST MARGARET STREET CHARLESTON, SC 29403	PUBLIC CHARITY	FOR REPAIRS AND UPGRADES TO FACILITIES	5,000
SOVEREIGN MILITARY HOSPITALLER ORDER OF ST JOHN 1011 FIRST AVENUE, ROOM 1350 NEW YORK, NY 10022	PUBLIC CHARITY	TO INITIATE A FUND FOR THE HOMELESS AND FUNCTIONALLY INDIGENT IN CINCINNATI, OH	7,500
TAFT MUSEUM OF ART 316 PIKE STREET CINCINNATI, OH 45202	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT OF THE FINE ARTS MUSEUM	1,000.
		TOTAL CONTRIBUTIONS PAID	446,030.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust JOSEPH J. SCHOTT FOUNDATION C/O L. THOMAS HILTZ

Employer identification number 34-6513748

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	82,511.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	82,511.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a						

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-109,650.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	1,662.
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-107,988.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2010**

JSA
0F1210 2 000

Part III Summary of Parts I and II **Caution:** *Read the instructions* **before** *completing this part.*		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			82,511.
14 **Net long-term gain or (loss):**				
a Total for year	14a			-107,988.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-25,477.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or b** $3,000 .... 16 (3,000.)

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *on page 7 of the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if*
- *Either line 14b, col (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17		
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18				
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19				
20	Add lines 18 and 19	20				
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21				
22	Subtract line 21 from line 20. If zero or less, enter -0-			22		
23	Subtract line 22 from line 17 If zero or less, enter -0-			23		
24	Enter the **smaller** of the amount on line 17 or $2,300			24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25		
26	Subtract line 25 from line 24			26		
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28		
29	Subtract line 28 from line 27			29		
30	Multiply line 29 by 15% (.15)				30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				31	
32	Add lines 30 and 31				32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)				34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: JOSEPH J. SCHOTT FOUNDATION

Employer identification number: 34-6513748

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a USTB 06/03/10	05/06/2010	06/03/2010	1,996,000.	1,996,000.	0.
200000 CITIGROUP 4.625% BOND	06/11/2009	02/03/2010	204,500.	201,900.	2,600.
USTB 07/29/10	06/04/2010	07/29/2010	1,896,000.	1,896,000.	0.
USTB 07/29/10	06/04/2010	07/29/2010	100,000.	100,000.	0.
USTB 08/26/10	07/29/2010	08/26/2010	2,521,729.	2,521,729.	0.
USTB 09/23/10	08/26/2010	09/23/2010	2,499,705.	2,499,705.	0.
USTB 10/21/10	09/23/2010	10/21/2010	2,499,784.	2,499,784.	0.
USTB 11/18/10	10/21/2010	11/03/2010	64,994.	64,994.	0.
USTB 11/18/10	10/21/2010	11/18/2010	2,233,774.	2,233,774.	0.
USTB 12/16/10	11/18/2010	11/24/2010	85,992.	85,992.	0.
USTB 12/16/10	11/18/2010	12/16/2010	2,147,799.	2,147,799.	0.
USTB 12/30/10	12/16/2010	12/30/2010	2,139,923.	2,139,923.	0.
USTB 11/18/10	10/21/2010	10/29/2010	200,982.	200,982.	0.
PUTS	VAR	VAR	82,022.	2,098.	79,924.
USTB 05/25/10	05/06/2010	05/25/2010	204,991.	205,000.	-9.
USTB 11/03/10	10/21/2010	11/03/2010	63,996.	64,000.	-4.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 82,511.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	**Employer identification number**

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 6000 SHS CITIGROUP	09/20/2007	05/18/2010	24,138.	287,340.	-263,202.
2750 SHS CREDIT SUISSE	09/20/2007	05/18/2010	119,122.	186,020.	-66,898.
1250 SHS FORTUNE BRANDS	09/20/2007	05/18/2010	62,381.	101,432.	-39,051.
2000 SHS HALLIBURTON	09/20/2007	05/18/2010	58,986.	76,640.	-17,654.
35000 SHS USBANCORP	01/24/1993	05/18/2010	930,816.	139,028.	791,788.
1750 SHS ALCOA	09/20/2007	05/18/2010	22,721.	64,935.	-42,214.
7359 SHS BANK OF AMERICA	09/20/2007	05/18/2010	124,968.	409,072.	-284,104.
3000 SHS CARNIVAL CORP	09/20/2007	05/18/2010	118,058.	148,488.	-30,430.
100000 PEPCO HLDGS 6.45% BOND	06/11/2009	07/08/2010	111,307.	104,820.	6,487.
4000 SHS BP AMOCO PLC	09/20/2007	07/08/2010	132,646.	285,640.	-152,994.
100000 EXELON CORP 4.45% BOND	06/11/2009	06/15/2010	100,000.	101,570.	-1,570.
KEY BANK	VAR	VAR	0.	9,808.	-9,808.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -109,650.

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)* You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print		
	Name of exempt organization JOSEPH J. SCHOTT FOUNDATION C/O L. THOMAS HILTZ	**Employer identification number** 34-6513748
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 1801 EAST NINTH ST.	
	City, town or post office, state, and ZIP code For a foreign address, see instructions CLEVELAND, OH 44114-3103	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0][4]

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ L. THOMAS HILTZ

Telephone No ▶ 859 431-5544 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ [ ] If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ [X] calendar year 20 10 or

▶ [ ] tax year beginning ______, 20 ___, and ending ______, 20 ___

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 11,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	**3b**	$ 11,000.
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print	Name of exempt organization JOSEPH J. SCHOTT FOUNDATION C/O L. THOMAS HILTZ	**Employer identification number** 34-6513748
File by the extended due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 1801 EAST NINTH ST.	
	City, town or post office, state, and ZIP code For a foreign address, see instructions CLEVELAND, OH 44114-3103	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0 4]

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ L. THOMAS HILTZ

  Telephone No. ▶ 859 431-5544 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . . . . ▶ [ ] If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15 , 20 11 .

5 For calendar year 2010 , or other tax year beginning ______ , 20 ___ , and ending ______ , 20 ___ .

6 If the tax year entered in line 5 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME IS NECESSARY TO FILE A COMPLETE AN ACCURATE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	**8a**	$ 11,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 11,000.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**8c**	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Date ▶