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# Form **990-PF**

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

2010

OMB No 1545-0052

Department 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 cale	endar	year 2010, or ta	ax year beginr	ning		, 2010	), and ending			,	
G Che	ck all	that apply	Initial retu	rn 🔲 lnıt	ıal Return of	a former pu				☐ Fin	al return
			Amended	return	[	Address o	hange	Nam	e cl	hange	
Name of			_		•				Ā	Employer identification nur	nber
The I	Ream	s Foundati	ion, Inc.	livered to stree	ot address)		Room/suite		_	35–1933846 Telephone number(see the	
		ederate Ci		invered to stree	it address)		roomradite	ĺ	В		
City or to		ederate Ci	rrcre			State	ZIP code	-	Ċ	(843) 573-859 If exemption application is	
Char	lest	on				sc	29407	· · · · · · · · · ·		1 Foreign organizations, chec	· • H
_		ype of organiza	tion. X	Section 501	(c)(3) exem	pt private fo				2 Foreign organizations meet	
	Sec	tion 4947(a)(1)					rivate foundat		_	here and attach computation	
		et value of all asset		J Acc	counting met		ash Acc	rual	Ε	If private foundation status under section 507(b)(1)(A)	was terminated check here
-	UIII Fai	t II, column (c), line	•		Other (specify)		557575		F	If the foundation is in a 60	month termination
► \$ Part I	1 A P	19,576 nalysis of Re	, 482.	(Part I,	coiumn (a) T	must be on	casn dasis.) T		- 1	under section 507(b)(1)(B)	, check here
raiti		penses (The		ınts ın		enue and per books	(b) Net inve		t j	(c) Adjusted net income	(d) Disbursements for charitable
	col	umns (b), (c), a	and (d) may no	ot neces-	expenses	per books	""	iic		income	purposes
		rily equal the ar ee the instructio		mn (a)					- 1		(cash basis only)
	1	Contributions, gifts,	grants, etc, receiv	ed (att sch)							
	2		foundn is <b>not</b> req t						_		
	3	Interest on sav		oorary							
	4	Dividends and inte	rest from securitie	es	1	170,221.	17	70,22	1.		
		Gross rents				· · · · · · · · · · · · · · · · · · ·					
_		Net rental income or (loss)		<del></del>	ļ	100 100			-		
R E V		Net gain/(loss) from Gross sales price for		t on line 10 02,576.	<del></del>	120,498.				·· · · · · · · · · · · · · · · · · · ·	<del></del>
V E	7	assets on line 6a Capital gain net inc			<del>                                     </del>		42	20,49	8.	Ω	
N	8	Net short-term						.0,15	Ť	<del></del>	CEIVED /
Ü	9	Income modific	cations								701
-	10a	Gross sales less returns and allowances								위 MA	Y 2 3 2011
	ь	Less Cost of goods sold		<del></del>	·		<del></del>		一		1 101
	_ ا	Gross profit/(loss)	(att sch)						-	OC	DEN LIT
		Other income		ıle)					一		ZLIV, UI
	l		CLASS ACTION			122.		12:	_		
	12	Total. Add line Compensation of of				590,841.	59	0,84	<del>1.</del>		ļ
	14	Other employee sa		usiees, eic	· · · · · ·				$\dashv$		
	15	Pension plans,	•	nefits		•			_		
A D	16a	Legal fees (attach	schedule)							<del></del>	
. M	Ь	Accounting fees (a	ttach sch) L-	16b Stmt		56,000.					56,000.
N		Other prof fees (at	tach sch) L-	16c Stmt		167,424.	16	57,42	4.		
PS	17 18	Interest	ann innte l				<u>.                                    </u>		ᅱ		ļ
OPERATING		Taxes (attach schedule): Depreciation (a			-					<b></b>	<del> </del>
-ÎÎ	l	sch) and deple	etion .								
N V		Occupancy		_1	-					<del>-</del>	
		Travel, confere		etings	<u> </u>					<del></del>	<del>-</del>
N X		Other expense		dule)						· · · · · · · · · · · · · · · · · · ·	
E N		See Line 23 S		-		73,200.			_		73,200.
AND AND EXPENSES	24	Total operatin expenses.Add	i <b>g and admini</b> s	strative	1 .	296,624.	1.6	57,42	,		129,200.
5	25	Contributions, gifts		igii 23		514,300.	10	01,42	<del>" :  </del>		614,300.
T)	1	Total expense	s and disburs	ements.					┪		
	<u></u>	Add lines 24 a	nd 25		ļ <u> </u>	910,924.	16	57,42	4.		743,500.
		Subtract line 2  Excess of reve			İ				Ì		
	ľ	and disbursen	nents	-11363	_3	320,083.					
	b	Net investment inc	ome (if negative, e	nter -0-)			42	23,41	7.		
	C	Adjusted net incom	ne (if negative, ent	er -0-)			L				<u></u>

Par	t II	Balance Sheets	column should be for end-of-year amounts only	Beginning or year	<del></del>	i di yeai
	=		(See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
		Cash - non-interest-	_			
		Savings and tempora	ary cash investments	373,560.	809,187	809,187.
	3	Accounts receivable	facilité d'accounts			1
	١.	Less: allowance for d	doubtrul accounts	<u> </u>		<del></del>
	4	Pledges receivable	doubtful accounts			
	5	Less: allowance for of Grants receivable	doubtful accounts	<del></del>		
	ء ا		are diseasers bringless and other	-		
	°	disqualified persons (attac	ers, directors, trustees, and other h schedule) (see the instructions)			
	7	Other notes and loans rece	ervable (attach sch)			
A	l	Less: allowance for o	doubtful accounts	[ ]		
š	8	Inventories for sale of	or use			
A S S E T	9	Prepaid expenses an	nd deferred charges			
Š	10a	Investments - U.S. a				
	Ι.	obligations (attach so	·	16 007 675	16 272 600	10.767.005
		b Investments — corporate s	•	16,827,675.	16,370,600	18,767,295.
		c Investments — corporate b	· ·			<del> </del>
	111	Investments — land, equipment, basis	buildings, and			
		Less: accumulated deprecial (attach schedule)	ation			
	12	Investments – mortg	age loans			
		Investments - other			•	<del>                                     </del>
	14	Land, buildings, and	equipment basis	i i		···
		Less accumulated deprecial (attach schedule)				
		Other assets (describ				
	16	Total assets (to be c see instructions. Also	ompleted by all filers — o, see page 1, item I)	17,201,235.	17,179,787	. 19,576,482.
L		Accounts payable an	d accrued expenses		<del></del>	_
Α		Grants payable				_
B	19				<del></del>	_
L	20	·	ors, trustees, & other disqualified persons	<del></del>		4
T	21	Mortgages and other notes				$\dashv$
į E	~	Other liabilities (desc	(mbe )			-
<u> </u>	23		d lines 17 through 22) .			
		Foundations that fol and complete lines 2	low SFAS 117, check here 24 through 26 and lines 30 and 31.			
N F E U T N	24	Unrestricted				
E U	25	Temporarily restricted	d			
D	26	Permanently restricted				
A B S A E L T A		Foundations that do and complete lines 2	not follow SFAS 117, check here X 27 through 31.			
EL	27	Capital stock, trust p	rincipal, or current funds	17,201,235.	17,179,787	·.
2 N	28	Paid-in or capital surplus,	or land, building, and equipment fund			
O E	29	Retained earnings, accumu	lated income, endowment, or other funds			
R S	30		fund balances(see the instructions)	17,201,235.	17,179,787	<u>'-</u>
	31	(see the instructions)	net assets/fund balances	17,201,235.	17,179,787	, _
Par	t III I		ges in Net Assets or Fund Balances			
			lances at beginning of year — Part II, colum		with	
•			on prior year's return)	(a), iiiic oo (iiiust agree		17,201,235.
2	Ente	r amount from Part I, I	line 27a			-320,083.
3	Other	increases not included in lin	ne 2 (Itemize) Variance of Mar	rket Depreciation	<u>n</u>	298,635.
4		lines 1, 2, and 3			<del>-</del>	17,179,787.
5		ases not included in line 2 (i				5
6_	Total	I net assets or fund ba	lances at end of year (line 4 minus line 5) -	- Part II, column (b), line	30	17,179,787.

	oundation, Inc.			35-193384	6	Page :
	sses for Tax on Investment Inco			· · · · · · · · · · · · · · · · · · ·		
	be the kind(s) of property sold (e.g., real use, or common stock, 200 shares MLC (		(b)How acqu P — Purch D — Donai	ase (month day, )		
1a BUCKHEAD CAPITAL MANAGE	MENT - SEE STATEMENT PART I	v	P	SEE STM	T Various	
b BUCKHEAD CAPITAL MANAGE	MENT - SEE STATMENT PART IV		P	SEE STM	T Various	
С						
d			1			
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale			ain or (loss) s (f) minus (g)	
a 4,421,940.		4 . 8	393,358.	•1	-471	.418.
b 3,780,636.		<del></del>	388,720.			,916.
С						/ 2 2 0 .
d	1					-
e		<del>                                     </del>				
	ain in column (h) and owned by the found	fation on 12/31/69	_		(0-1 (1-)	
(i) Fair Market Value	(i) Adjusted basis	(k) Excess of column (	i)		ıns (Column (h) lumn (k), but not less	
as of 12/31/69	as of 12/31/69	over column (j), if any			sses (from column (h))	)
<del></del>					491	410
a		<del> </del>			-471,	
b 0.	0	•	0.		891,	,916.
<u> </u>	-	<del> </del>				
d		<del> </del>			·····	
е	<u> </u>	<u> </u>				
2 Capital gain net income or (net capit	tal loss) If gain, also	enter in Part I, line 7 er -0- in Part I, line 7		İ		
	_	er -0- in Part 1, line /		2	420,	<u>,498</u> .
3 Net short-term capital gain or (loss)	as defined in sections 1222(5) and (6)	_		Ì		
	olumn (c) (see the instructions) If (loss),	enter -0-				
ın Part I, line 8		<u></u>		3	-	
Part V Qualification Under S	ection 4940(e) for Reduced Tax	on Net investment incom	_			
(nor optional use by domestic private foun-	dations subject to the section 4940(a) tax					
(For optional use by domestic private found If section 4940(d)(2) applies, leave this pai	,		<u> </u>			
If section 4940(d)(2) applies, leave this pai	rt blank	on net investment income )	<u> </u>	<b>⊡</b> .		
If section 4940(d)(2) applies, leave this partweet the section 4940(d)(2) applies, leave this partweet the section 4940(d)(2) applies, leave this partweet the section 4940(d)(2) applies, leave this partweet the section 4940(d)(2) applies, leave this partweet the section 4940(d)(2) applies, leave this partweet the section 4940(d)(2) applies, leave this partweet the section 4940(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(	rt blank 942 tax on the distributable amount of an	on net investment income) y year in the base period?		X)	Yes No	o
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Page 3

	990-PF (2010) The Reams Foundation, Inc. 35-19338			Page 4
Par		tions)		
1 a	Exempt operating foundations described in section 4940(d)(2), check here			
	Date of ruling or determination letter (attach copy of letter if necessary— see instr.)			
	Domestic foundations that meet the section 4940(e) requirements in Part V,		8,	<u>468.</u>
	check here  and enter 1% of Part I, line 27b			
C	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			0.
3	Add lines 1 and 2		8.	468.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		8,	468.
6	Credits/Payments		·	
а	2010 estimated tax pmts and 2009 overpayment credited to 2010			
b	Exempt foreign organizations – tax withheld at source 6b			
c	Tax paid with application for extension of time to file (Form 8868)			
d	Backup withholding erroneously withheld 6d			
7	Total credits and payments Add lines 6a through 6d 7		1,	600.
8	Enter any penalty for underpayment of estimated tax. Check here			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enteramount owed ▶ 9		6,	868.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			0.
_11	Enter the amount of line 10 to be Credited to 2011 estimated tax			
Par	t VII-A   Statements Regarding Activities			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes	No
	participate or intervene in any political campaign?	1a	<u> </u>	X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1ь		x
	If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published	"		<del></del>
	or distributed by the foundation in connection with the activities		l	
c	Did the foundation file Form 1120-POL for this year?	1c	İ	x
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year	<del></del>		<u> </u>
	(1) On the foundation (2) On foundation managers (3)			
е	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?	2		x
_	If 'Yes,' attach a detailed description of the activities	-	-	
_	·			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3	}	х
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		Х
	olf '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?	5		х
	If 'Yes,' attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either.			
	By language in the governing instrument, or			
	<ul> <li>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?</li> </ul>	6	x	
7	Did the foundation have at least \$5,000 in assets at any time during the year #f 'Yes,' complete Part II, column (c), and Part XV	7	X	
	Enter the states to which the foundation reports or with which it is registered (see the instructions)	<u>                                   </u>	<u>                                   </u>	
	IN - Indiana	-		l
t	of the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General	_	,,	
9	(or designate) of each state as required by General Instruction G? If 'No,' attach explanation  Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5)	8b	X	
3	for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? 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		<u>x</u>
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	1 990-PF (2010) The Reams Foundation, Inc. 1t VII-A   Statements Regarding Activities (Continued)	35-1	L933846	5	<u>F</u>	age 5
	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 instructions)		'	11		х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			12		х
13	August 17, 2008?  Did the foundation comply with the public inspection requirements for its annual returns and exemption appl	ication?		13	х	
1.4	Website address  The books are in care of ► Karen E Saboe  Telephone		(842)	202	0621	
14	The books are in care of ► Karen E Saboe  Located at ► 216 Confederate Circle  Charleston  SC ZIP + 4 ►	2940	<u>(843)</u> )7	303-	0621	
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 authorit	v over a			Yes	No
	bank, securities, or other financial account in a foreign country?	y over a		16		Х
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name o foreign country ►	f the				
Par	t 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.			<u></u>	Yes	No
1 a	During the year did the foundation (either directly or indirectly).	<b>7</b> v	<b></b> .			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes	χ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	X Yes	□No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	X 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	K 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	<b>⊠</b> No			
t	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 the instructions)?			1b		х
	Organizations relying on a current notice regarding disaster assistance check here	•				
(	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?			1c		х
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)).			İ		
ā	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	K No			
	If 'Yes,' list the years ► 20, 20, 20					
ŀ	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) all years listed, answer 'No' and attach statement — see the instructions)			2b		x
(	of 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					
34	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes	K No		:	
1	of 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		
4	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		х
ı	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

Form 990-PF (2010) The Reams Foundation		1700 14 D D :	35-193	33846	Page 6
Part VII-B   Statements Regarding Activitie		1/20 May Be Requir	ed (continued)	<del></del>	<del></del>
<ul><li>5a During the year did the foundation pay or incur a</li><li>(1) Carry on propaganda, or otherwise attempt</li></ul>	•	section 4945(e))?	Yes X	No	
(2) Influence the outcome of any specific public on, directly or indirectly, any voter registration	election (see section 49 on drive?	955), or to carry	☐ Yes 🗓	No	
(3) Provide a grant to an individual for travel, si	tudy, or other sımılar pur	poses?		No	
(4) Provide a grant to an organization other that in section 509(a)(1), (2), or (3), or section 4	n a charitable, etc, orgai 940(d)(2)? (see instructi	nization described ons)	Yes X	No	
(5) Provide for any purpose other than religious educational purposes, or for the prevention	s, charitable, scientific, lift of cruelty to children or a	terary, or animals?	Yes X	No	
b If any answer is 'Yes' to 5a(1)-(5), did any of the described in Regulations section 53.4945 or in a (see instructions)?				5b	
Organizations relying on a current notice regard	ing disaster assistance o	heck here	▶ [		
c If the answer is 'Yes' to question 5a(4), does the tax because it maintained expenditure responsit	e foundation claim exempolity for the grant?	otion from the	. Yes	No	
If 'Yes,' attach the statement required by Regula	ations section 53 4945-5(	'd).			
6a Did the foundation, during the year, receive any on a personal benefit contract?			Yes K	]No	
b Did the foundation, during the year, pay premiur If 'Yes' to 6b, file Form 8870	ns, directly or indirectly,	on a personal benefit co	ntract?	. <u>6b</u>	Х
7a At any time during the tax year, was the foundat	tion a party to a prohibite	ed tax shelter transaction	<sup>7</sup> Yes K	No	!
b If yes, did the foundation receive any proceeds of				7b	<u> </u>
Part VIII   Information About Officers, Dir and Contractors	rectors, Trustees, F	oundation Manager	s, Hignly Paid Emp	pioyees,	
1 List all officers, directors, trustees, foundation	managers and their con	pensation (see instructi	ons).	······	
(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		se account, lowances
Fred W Reams					
216 Confederate Circle	Pres./Dir	_			
Charleston SC 29407 Karen A Reams	1.00	0.	0.	<u> </u>	0.
216 Confederate Circle	VP/Director				
Charleston SC 29407	1.00	0.	0.		0.
Karen E Saboe 216 Confederate Circle	  Secretary/Dir				
Charleston SC 29407	10.00	0.	0.		0.
See Information about Officers, Directors, Trustees, Etc					
		0.	0.	<del></del>	0.
2 Compensation of five highest-paid employees	1	<del>,</del>		T	
(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		se account, lowances
NONE			componidation		
0					
0					_
0					<del></del>
				<u> </u>	
0	1				
Total number of other employees paid over \$50,000		•	. •	1	None

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 <u>N/A</u>	
	0.
2	
All other program-related investments. See instructions	
3 N/A	]
	0.
Total. Add lines 1 through 3	None

Form 990-PF (2010)

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35-1933846

Page 8

Part X   Minimum Investment Return (All domestic foundations must complete this part. Forei see instructions.)	gn fou	ndations,
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	16,871,447.
b Average of monthly cash balances	16	386,656.
c Fair market value of all other assets (see instructions)	1c	0.
d Total (add lines 1a, b, and c)	1d	17,258,103.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c	<del>  '" </del>	17,230,103.
(attach detailed explanation)		
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	17,258,103.
	┝┷┾	27723072001
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	258,872.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,999,231.
6 Minimum investment return. Enter 5% of line 5	6	849,962.
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operat	ına fou	
and certain foreign organizations check here	_	
1 Minimum investment return from Part X, line 6	1	849,962.
2a Tax on investment income for 2010 from Part VI, line 5 2a 8,468.		
b income tax for 2010. (This does not include the tax from Part VI.)	1 1	
c Add lines 2a and 2b	2c	8,468.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	841,494.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	841,494.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	841,494.
Part XII Qualifying Distributions (see 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	743,500.
<b>b</b> Program-related investments — total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required)	3a	
<b>b</b> Cash distribution test (attach the required schedule)	3ь	
4 Qualifying distributions . Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	743,500.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	743,500.

Part XIII Undistributed Income (see instructions)

1. Dischulable amount for 2010 from Part XI, Intel® 1		(a) Corpus	(b) Years prior to 2009	<b>(c)</b> 200 <del>9</del>	<b>(d)</b> 2010
2. Undersholded income, if any, as of the end of 2010 a. Enter amount for 2009 only b. Total for girry years: 20, 98, 20					841,494.
b Total for pror years 20 98 20 29,412.  3 Ereas distributions curyover, if any, to 2010  a From 2006 0. b From 2006 0. c From 2007 0. d From 2008 0. f Total of lines 3a through e  Cualifying distributions for 2010 from Part XII, Ine 4 ► 3 743,500. a Appled to 2009, but not more than line 2a  b Applied to line distributions for 2010 from Part XII, Ine 4 ► 3 743,500. a Appled to 2009, but not more than line 2a  b Applied to line distribution south of corpus (Election required — see instructions)  d Applied to 2010 distributable amount e Remaining amount distributed out of corpus (Election required — see instructions)  5 Excess distributions and papeas in column 0), the same amount must be shown in column (a) to same amount must be shown in column as indicated below: 0 cyrus, Add lines 31, 4c, and 4e subtract line 5  b Prior years' undistributed moreme Subtract line 40 from line 20. Center the entitle of the column as indicated below: 0 cyrus, Add lines 31, 4c, and 4e subtract line 5  d From 2007 (a) distributions out of the column of the column of the column of the column as indicated below: 0 cyrus, Add lines 31, 4c, and 4e subtract line 5  d From 2007 (a) distributions 0 column as indicated below: 0 corpus to satisfy the column of the column as indicated below: 0 corpus to satisfy the column of the column as indicated below: 0 corpus to satisfy the column of the c	2 Undistributed income, if any, as of the end of 2010				· · · · · · · · ·
3 Exest distributions cargover, if any, to 2010 a From 2006	a Enter amount for 2009 only			711,370.	
### From 2006	<b>b</b> Total for prior years 20 08, 20, 20		29,412.		
b From 2006	3 Excess distributions carryover, if any, to 2010:				
c From 2008	a From 2005 0 .				
d From 2008 e From 2009 f Total of lines 3a through e  4. Qualifying distributions for 2010 from Part XII, Ince 4 * \$ 743,500. a Applied to 2009, but not more than line 2a  b Applied to 2009, but not more than line 2a  Clicetion required – see instructions)  c Treated as distributions out of corpus (Clicetion required – see instructions)  d Applied to 2010 distributible amount e Remaining amount distributed out of corpus (Clicetion required – see instructions)  d Applied to 2010 distributible amount e Remaining amount distributed out of corpus Excess distributions carryer applied to 2010 (if an amount appears in column (a), 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 4b from line 2b  D Prior years' undistributed income Subtract line 4b from line 2b  C Enter the net contain of proving seessed distribution of 494(a) bit has been previously assessed distributions and of the from line 2b  Undestributed in come for 2000. Subtract lines 4d and 5 from line 6 from line 1b. Exable amount — see instructions  Undestributed in 2011  A Mounts treated as distributions out of corpus to satisfy requirements imposed by section 1706(h)(F) or 494(2)(3) (see instructions)  E Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  E Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  E Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  E Excess from 2007  D A Excess from 2007  C Excess from 2007  C Excess from 2009  C Excess from 2007  C Excess from 2009  C Excess from 2009  C Excess from 2009  C Excess from 2009  C Excess from 2009  C Excess from 2009  C Excess from 2009	<b>b</b> From 20060.				
e From 2009 0.1  I Total of Innes 3a through e  O. 4 Cualifying distributions for 2010 from Part XII, Inne 4 * \$ 743,500. Applied to 2009, but not more than line 2a  Applied to undistributed income of prory years (Election required — see instructions)  Applied to undistributed income of prory years (Election required — see instructions)  4 Applied 2010 distributable amount e Remanning amount distributed out of corpus 5 Exess distributions carryover applied to 2010  (If an amount appears in column (a), the same amount must be shown in column (a))  6 Enter the net total of each column as indicated below: a Carpus, Add line 3f, 4c, and 4s Subtract line 5  B Prory years' undistributed income Subtract line 4b from line 2b  C. Enter the amount of prory years' undistribute- ed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  4 Subtract line 6c from line 6b, Taxable amount — see instructions  0.  I Undistributed income for 2010. Subtract lines distributed in 2011  Amounts treated as distributions out of corpus to sastisty requirements imposed by section 1706(n)(1)(F) or 4942(g)(3) (see instructions)  9 Excess distributions carryover for 2001. Subtract line 7 (see instructions)  9. Excess distributions carryover for 2011. Subtract lines 7 and 8 for line 6a  10 Analysis of line 9  a Excess from 2007  0. Excess from 2007  0. Excess from 2008  0. Excess from 2009  0. Excess from 2009  0. Excess from 2009  0.	c From 2007 0.				
f Total of lines 3a through e  4. Qualifying distributions for 2010 from Part XII, line 4 → \$ 743,500.  a Applied to 2009, but not more than line 2a  b Applied to undistributed income of prior years (Clection required – see instructions)  c Treated as distributions out of corpus (Clection required – see instructions)  d Applied to 2010 distributable amount e Remaining amount distributed out of corpus Execs distributions carryover applied to 2010 (If an amount appears in column (d), the same amount misst be shown in column (a))  6 Enter the net total of each column as indicated below: a Corpus. Add lines 3/4, and 4e Subtract line 5  b Prior years' undistributed income Subtract line 40 from line 2b  b Prior years' undistributed income Subtract line 40 from line 2b  c Enter the namount of prior years' undistributed ed income for which a notice of deficiency 494/2(c) list has been previously assessed  d Subtract line 6c from line 6b. Taxable amount — see instructions  0.  Undistributed income for 2003. Subtract lines 44 and 5 from line 1 This amount must be distributed in 2011.  4 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(c)(1)(7) or 494/2(c)(3) (see instructions)  0.  Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  0.  Excess from 2007  0.  Excess from 2007  0.  Excess from 2009  0.  C Excess from 2009  0.	<b>d</b> From 2008 0.			į	
4 Qualifying distributions for 2010 from Part XII, line 4 + \$ 743,500.  a Applied to 2009, but not more than line 2a  b Applied to side stributions come of prior years (Election required - see instructions)  C Treaded as distributions out of corpus (Election required - see instructions)  d Applied to 2010 distributable amount  e Remaining amount distributed out of corpus  5 Excess distributions carryover applied to 2010  (if an amount appears in column (g), the same amount most 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 2a in 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 instructions  e Undistributed income for 2003. Subtract lines 4d and 5 from line 1 This amount must be distributed income for 2003. Subtract lines 4d from line 2a Taxable amount - see instructions  q Lindistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.  A mounts firstibutions carryover from 2005 not applied on line 5 or line 7 (see instructions)  8 Excess distributions carryover from 2001. O.  g Excess fistibutions carryover from 2001. O.  b Excess from 2007  0. C Excess from 2007  0. C Excess from 2007  0. C Excess from 2009  0. C Excess from 2009  0. C					
XII, tine 4	f Total of lines 3a through e	0.			
a Applied to 2009, but not more than line 2a b Applied to undistributed income of prior years (Election required — see instructions)  C Treated as distributions out of corpus (Election required — see instructions)  d Applied to 2010 distributable amount e Remaining amount distributed out of corpus 5 bxss distributions carpiver applied to 2010 (If an amount appars in column (a), the same amount mosts 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 Pror years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed ed mount of which a notice of deficiency 4942(a) lax has been previously assessed d Subtract line 6c from line 6b. Taxable amount — see instructions e Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.  1 Verdistributed in 2011 - 1 This amount must be distributed in 2011.  2 Amounts treated as distributions out of corpus to statify requirements imposed by section 170(b)(1)(F) or 4942(a)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2001.  3 Analysis of line 9  a Excess from 2006	, -			]	
b Applied to undistributed income of prior years (Election required — see instructions)  C Treated as distributions out of corpus  C Fleeton required — see instructions)  d Applied to 2010 distributable amount  E Remaining amount distributed out of corpus  5. Excess distributions carryver applied to 2010  (if an amount appears in column (a), the same amount appears in column (a) the same amount must be shown in column (a) to same amount must be shown in column (a) to same amount must be shown in column (a) to colum				i	
(Election required – see instructions)  C Treated as distributions out of corpus  C Remaining amount distributed out of corpus  Excess distributions carryover applied to 2010  (if an amount appears in column (d), the same amount must be shown in column (a))  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 ed of ordicency has been issued, or on which the section 4942(a) lax has been previously assessed distribution from the 6b. Taxable amount — see instructions  c Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.  7. Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8. Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  8. Excess distributions carryover from 2011. Subtract lines 4 and 8 from line 1. This amount must be distributed in 2011.  Subtract lines 7 and 8 from line 6.  1. O .  1. O .  2. O .  2. O .  2. O .  3. O .  3. O .  4. O .  3. O .  4. O .  5. O .  5. O .  6. Excess from 2006  1. O .  6. Excess from 2006  1. O .  6. Excess from 2006  1. O .  6. Excess from 2006  1. O .  6. Excess from 2009  1. O .  9. C .	a Applied to 2009, but not more than line 2a			711,370.	
(Election required — see instructions) d Applied to 2010 distributable amount 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 hine 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 instructions e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount — see instructions  0 Undistributed income for 2010. Subtract lines 4d and 5 from line 17 lines amount must be distributed in 2011. 7 Amounts treated as distributions out of corpus to safisty requirements imposed by section 170(b)(1)(f) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  10 Analysis of line 9  a Excess from 2006  0 Locates from 2007  0 Locates from 2007  0 Locates from 2008  0 Locates from 2009	<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)		29,412.		
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 instructions  e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount — see instructions  e Undistributed income for 2010. Subtract lines 4d and 5 from line 17 ins amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to safisty requirements imposed by section 1706(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess form 2006  0. b Excess from 2007  0. c Excess from 2007  0. c Excess from 2008  0. d Excess from 2009  0.	c Treated as distributions out of corpus (Election required – see instructions)				
e Remaining amount distributed out of corpus  5 Excess distributions carryover applied to 2010 (If an amount appears in column (a), 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 instructions  e Undistributed income for 2009. Subtract lines 4d and 5 from line 2 Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to saftsfy requirements imposed by section 170(b(1)(f) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011.  Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2006  D Excess from 2006  D Excess from 2006  D Excess from 2006  D Excess from 2006  D Excess from 2009  0 Lexess from 2009	d Applied to 2010 distributable amount				2,718.
(If an amount appears in column (a), 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 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 lias been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount – see instructions e lindistributed income for 2009. Subtract line 4a from line 2a Taxable amount – see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011. Amounts treated as distributions out of corpus to satisty requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2006 0. b Excess from 2006 0. c Excess from 2007 0. c Excess from 2008 0. d Excess from 2009 0.	e Remaining amount distributed out of corpus	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 dincome 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 instructions e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount – see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9 a Excess from 2005	5 Excess distributions carryover applied to 2010				
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 dincome 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 instructions  e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6					-
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 instructions  e Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.  f Undistributed in 2011.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6  10 Analysis of line 9  a Excess from 2006 b Excess from 2008 c Excess from 2008 d Excess from 2009  0.					
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 instructions  e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(f) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see 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.		0.			
ed 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 instructions  e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see 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.			0.		
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 instructions e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see 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  0.	c Enter the amount of prior years' undistribut-			***************************************	
amount — see instructions  e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see 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  0.	has been issued, or on which the section				
amount — see instructions  e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see 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  0.	d Subtract line 6c from line 6b. Taxable				
line 2a Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see 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  0.			0.		
line 2a Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see 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  0.	e Undistributed income for 2009. Subtract line 4a from		]		
4d and 5 from line 1 This amount must be distributed in 2011 .  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2006				0.	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2006	4d and 5 from line 1 This amount must be				020 776
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8  Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9  Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10  Analysis of line 9  a  Excess from 2006					838,776.
applied on line 5 or line 7 (see 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  0.	corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
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  0.		0.			
10 Analysis of line 9  a Excess from 2006  b Excess from 2007  c Excess from 2008  d Excess from 2009  0.	9 Excess distributions carryover to 2011.				
b Excess from 2007 0. c Excess from 2008 0. d Excess from 2009 0.	10 Analysis of line 9				121
b Excess from 2007 0. c Excess from 2008 0. d Excess from 2009 0.					
d Excess from 2009 0.	**-		}		
	c Excess from 2008 0.				
e Excess from 2010 0.	d Excess from 2009 0.				
	e Excess from 2010 0.				

Form 990-PF (2010) The Reams Foundat Part XIV Private Operating Foundation		tions and Part VI	1 A guestion (1)	35-1933846	Page 10
1a If the foundation has received a ruling or det				d the ruling	N/A
is effective for 2010, enter the date of the ru	ling		-	_ `	
<b>b</b> Check box to indicate whether the foundation		ting foundation descr		4942(j)(3) or	4942(J)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year (a) 2010	<b>(b)</b> 2009	Prior 3 years	(4) 2007	(a) Tatal
investment return from Part X for each year listed	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
b 85% of line 2a		-		<del> </del>	
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	ļ 	<u> </u>			<del></del>
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		<del> </del>		ļ	
(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()(3)(B)(III)					
(3) Largest amount of support from an exempt organization					· · · · · · · · · · · · · · · · · · ·
(4) Gross investment income					
Part XV   Supplementary Information ( assets at any time during the	Complete this property in the complete that the complete	part only if the or structions.)	rganization had	\$5,000 or more in	l
1 Information Regarding Foundation Manage					
a List any managers of the foundation who have close of any tax year (but only if they have of	ve contributed more contributed more that	than 2% of the total on \$5,000), (See sect	contributions received	ed by the foundation t	pefore the
Fred W Reams		4-,,- (	,		
b List any managers of the foundation who ow a partnership or other entity) of which the fo	n 10% or more of thundation has a 10%	ne stock of a corpora	tion (or an equally la	arge portion of the ow	nership of
NONE		or grouter interest			
			<del></del>	· · · · ·	
2 Information Regarding Contribution, Grant,		• • • •			
Check here \( \frac{\frac}\f{\frac{\frac{\frac{\frac{\frac{\frac{\frac{\fracc}\frac					
complete items 2a, b, c, and d.					
a The name, address, and telephone number of	of the person to who	om applications shou	ıld be addressed.		
b The form in which applications should be sul	bmitted and informa	ation and materials th	ney should include		
c Any submission deadlines.					
d Any restrictions or limitations on awards, sur	ch as by geographic	cal areas, charitable	fields, kinds of institu	utions, or other factors	<del></del> S:

**Total** 

3b

Page 11 Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual. oundation Recipient show any relationship to Purpose of grant or status of **Amount** any foundation manager or substantial contributor contribution recipient Name and address (home or business) a Paid during the year Michigan Maritime Museum General 260 Dyckman Avenue None Public Char South Haven MI 49090 3,000. The Foundation for Educational Choice General One American Square, Suite 2420 None Public Char Indianapolis IN 46282 380,000. Ready Readers General 1974 Innerbelt Service Center Drive None Public Char St. Louis MO 63114 2,500. Goldwater Institute General 500 E Coronado Rd None Public Char Phoenix 85004 110,000. AZIMUTH Foundation d.b.a. Kids Sports Stars General P.O. Box 14252 None Public Char Scottsdale A 7. 85267 2,500. CATO Institute General 1000 Massachusetts Ave NW None Public Char Washingon 20001 50,000. Alzheimers Association General 1028 E McDowell Road None Public Char Phoenix 85006 ΑZ 300. Camp Happy Days General 1622 Ashley Hall Road None Public Char Charleston SC 29407 3,000. Habitat for Humanity Central Arizona General P.O. Box 20186 None Public Char Phoenix ΑZ 85036 5,000. See Line 3a statement 58,000. 3**a** Total 614,300. b Approved for future payment

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelat	ed business income	Exclude	d by section 512, 513, or 514	(e)	
1	Program	m service revenue	(a) Business code	<b>(b)</b> Amount	(c) Exclu- sion code	<b>(d)</b> Amount	Related or exempt function income (see the instructions)
a	-						
b				- · · · · · · · · · · · · · · · · · · ·			
С				· · · · · · · · · · · · · · · · · · ·			
d							
е							
f							
g	Fees ar	nd contracts from government agencies		·			
		rship dues and assessments		<u></u>	$\Box$		
3		on savings and temporary cash investments			$\sqcup$		
4		ds and interest from securities			14	170,221.	·······
		ital income or (loss) from real estate			$\vdash$		
		nanced property					
		ot-financed property					· . · ·
		Il income or (loss) from personal property	-				
7		nvestment income	· · · · · · · · · · · · · · · · · · ·		10	420, 400	<del></del>
8		loss) from sales of assets other than inventory			18	420,498.	
9 10		ome or (loss) from special events profit or (loss) from sales of inventory					
	Other re	, ,					
		RITY CLASS ACTION SETTLEMENT			41	122.	
b				<u> </u>	1	1221	
c							<del>- v</del>
е							
12	Subtota	al Add columns (b), (d), and (e)				590,841.	
13	Total. A	Add line 12, columns (b), (d), and (e) .				. 13	590,841.
(See	workshe	et in line 13 instructions to verify calculations.)					
Parl	XVI-B	Relationship of Activities to the Acc	omplishme	nt of Exempt Purpos	es		
		<u> </u>				·	······································
	e No. ▼	Explain below how each activity for which income is accomplishment of the foundation's exempt purpose	reported in co	lumn (e) of Part XVI-A con	tributed in	nportantly to the	
N/A	<u>,                                     </u>	assumption of the fedition of exempt purpose	25 (0810) 111011 1			(Occ tro manactions)	
N/A						<del></del>	
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							<del></del>

# Form 990-PF (2010) The Reams Foundation, Inc. 35-1933846 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

														Yes	No
1 D	id the o	rganization dire	ectly or	r indirectly eng	age in	any of the follo	owing with an	y other o	organization						
ae re	escribed elating to	i in section 50 o political orga	ı(c) or ınızatıo	the Code (others?	er than	section 501(c)	(3) organizati	ions) or	in section 527,						
	•	,		oundation to a i	noncha	ritable exempt	organization	of.							
(1) Cash .								1 1	a (1)		X				
•	•	r assets .											a (2)		Х
<b>b</b> 0	ther trai	nsactions													
(1	I) Sales	s of assets to a	a nonch	haritable exem	pt orga	nızatıon						1	b (1)		X
	•			a noncharitabl			n					<u> </u>	b (2)		Х
(3	3) Rent	al of facilities,	equipn	nent, or other a	assets								b (3)		X
•	•	bursement arr		•									b (4)		×
(5	5) Loan	s or loan guara	antees										b (5)		<u>x</u>
(6	) Perfo	ormance of ser	vices o	or membership	or fund	Iraising solicita	ations					1	b (6)		Х
c S	haring o	of facilities, equ	uipmen	nt, mailing lists,	, other	assets, or paid	d employees					1			х
th	ne goods	s, other assets	, or ser	rvices given by	the rep	porting foundat	tion. If the fo	undation	should always received less t ther assets, or	han fair	market	value in	e of		
a) Line	<del></del>	(b) Amount invo		<del>,                                     </del>		ritable exempt ord		<del></del>	Description of tra				arrano	ements	
		<u> </u>					,		,			,			
				_								<del></del>			
•															
						•									
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de	escribed	indation directl I in section 50 complete the fo	1(c) of	the Code (other	ed with, er than	or related to, section 501(c)	one or more (3)) or in sec	tax-exer tion 527	npt organizatioi ? .	ns · ·			]Yes	X	No
		Name of orga		<del></del>	· · · · · ·	(b) Type of	organization		(	c) Desc	ription o	of relations	hip		
		, , , , , , , , , , , , , , , , , , , ,				(-) .)	ga		<b>`</b>	<del>-,</del>					
			<u> </u>	-		<u> </u>									
					<u> </u>										
-															
		-	, ,												
	Under pe	enalties of perjury.	l declare	that I have examine	ed this ref	turn, including acco	mpanying schedu	iles and sta	tements, and to the	best of m	y knowledg	e and belief,	it is tru	е,	
	correct,	and complete Deci	aration o	t preparer (other tha	an taxpay	er or fiduciary) is b	ased on all inforr	nation of w	hich preparer has an	y knowled	ge				
ign	1. /	1. II						ے ا	L. L.		).				
lere	<b>I</b>	Whio	<u>~</u>					12	ا إ إ عالم		reside	NT			
	<b>3</b> /5:	nature of officer or Print/Type prepar				Dronagada avarrat		Date 4	Thata	Tith		Irrrus			
		Print/19pe prepar	ers nam	е		Preparer's signati	Esalvoe		Date	Che	eckıf 🔀		~. ~	A~-	<u> </u>
aid		Karen E				Karen E	Saboe	-	05/16/11	<del>, '</del>	employed	IY	214	27/2	70
repa		Firm's name	_	aren E Sal				·		Firm's E	IN P				
Jse C	Only	Firm's address	<b>—</b>	16 CONFED	ERATI	CIRCLE				4				. <b></b>	
		<u>l</u>	C	<u>HARLESTON</u>			. 8	C 294	107	Phone n	o. (	843) 5			
AA												F	orm 9	90-PF	(2010)

#### **Miscellaneous Statement**

Page 7: Part VIII Line 3(b)	
Wapoo Creek Consulting provides administrative	
functions for the Foundation. These functions	 
include but are not limited to bookkeeping,	
record maintenance, banking, director	
correspondence, board meeting coordination	
and preparation, all tax compliance services	
and other professional services are	
provided on an as needed basis.	

Total

35-1933846

1

Form 990-PF, Page 1, Part I, Line 23

#### Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Office Supplies	523.			523.
Office Expense	83.			83.
Program Expenses	1,196.			1,196.
Travel	70,903.			70,903.
Dues and Subscriptions	495.			495.

Total 73,200. 73,200.

Form 990-PF, Page 6, Part VIII, Line 1

## Information about Officers, Directors, Trustees, Etc.

(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
Person X Business  Matthew D. Reams  216 Confederate Circle  Charleston SC 29407  Person X Business	Director	0.	0.	0.
Kristen A Carter  216 Confederate Circle  Charleston SC 29407  Person X Business  Kimberly A Cole	Director	0.	0.	0.
216 Confederate CircleCharlestonSC29407	Director 1.00	0.	0.	0.

Total

0. 0. 0.

Form 990-PF, Page 11, Part XV, line 3a

#### Line 3a statement

Name and address (home or business)  Name and address (home or business)  A Paid during the year  Holy Innocents Epispicol School 805 Mt. Vernon Highway None Public ch 201 Person or 301 General Pers	Recipient	If recipient is	Foun-	Purpose of	Person or
Telationship to any foundation manager or substantial contributor   Amount		an individual,	dation	grant or contribution	Business
Amount	Name and address	show any	status		Checkbox
Manager or substantial contributor   Manager o	(home or business)	relationship to	of re-		
Manager or substantial contributor   Manager o		any foundation	cipient		Amount
Substantial contributor   Substantial cont		_	] '		
Contributor   Contributor		substantial			
## Paid during the year ## Poly Innocents Epispicol School ## Roly Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innocents Epispicol ## Roll Innoc			ŀ		
Boly Innocents Epispicol School   Seneral   Person or Business   X			ļ		
None   Public Ch   Business   X   Atlanta   GA   30327   General   Person or   Business   X   1,500.					
Atlanta   GA   30327   General   Person or   Susiness   X   Arlington   VA   22203   Season for Sharing   Public ch   Susiness   X   10,000.	Holy Innocents Epispicol School			General	
Description	805 Mt. Vernon Highway	None	Public Ch		Business X
Description	Atlanta GA 30327				1,500.
Arlington	Institute for Justice			General	Person or
Arlington	901 Glebe Road Suite 900	None	Public Ch		Business X
Sas Franklin Street					10,000.
Columbus	Heritage Fund	t .		General	Person or
Columbus	538 Franklin Street	None	Public Ch		Business X
Blessed Sacrament School         General         Person or Business         X           7 St. Teresa Drive         None         Public Ch         Business         X           Charleston         SC 29407         General         Person or Business         X           The Prometheus Institue         General         Person or Business         X           Irvine         CA 92612         CA 92612         Public Ch         Business         X           The Giving Gardens         General         Person or Business         X           Grand Rapids         MI 49506         St. Coult of Business         X           Grand Rapids         MI 49506         Public Ch         Business         X           St. Louis         MO 63139         General         Person or Business         X           St. Louis         MO 63139         General         Person or Business         X           The Schenck School         General         Person or Business         X           Atlanta         GA 30327         Business         X           Atlanta         GA 30327         General         Person or Business         X           Description of Business         X         R         R         R					2,500.
Telegrate				General	Person or
Charleston         SC         29407         2,000.           The Prometheus Institue         General         Person or Business         X           Irvine         CA         92612         2,500.           The Giving Gardens         General         Person or Business         X           2153 Wealthy Street SE         None         Public Ch         Business         X           Grand Rapids         MI         49506         5,000.         Person or Business         X           St. Louis         MO         63139         General         Person or Business         X           St. Louis         MO         63139         General         Person or Business         X           The Schenck School         General         Person or Business         X           Atlanta         GA         30327         General         Person or Business         X           P.O. Box 1950         None         Public Ch         Business         X	7 St. Teresa Drive	None	Public Ch		Business X
The Prometheus Institue					2,000.
18400 Von Karman Ave Ste 610				General	Person or
Irvine         CA         92612         2,500.           The Giving Gardens         General         Person or Business           2153 Wealthy Street SE Grand Rapids         None         Public Ch         Business         X           Grand Rapids         MI         49506         5,000.         Person or Business         X           Third District Police Partnership         None         Public Ch         Business         X           St. Louis         MO         63139         General         2,500.           The Schenck School         General         Person or Business         X           Atlanta         GA         30327         Business         X           Atlanta         GA         30327         General         Person or Business         X           P.O. Box 1950         None         Public Ch         Business         X		None	Public Ch		Business X
The Giving Gardens         General         Person or           2153 Wealthy Street SE         None         Public Ch         Business         X           Grand Rapids         MI         49506         5,000.           Third District Police Partnership         Person or         Person or           3157 Sublette Avenue         None         Public Ch         Business         X           St. Louis         MO         63139         General         2,500.           The Schenck School         General         Person or         Business         X           Atlanta         GA         30327         Business         X           Atlanta         GA         30327         General         Person or         Person or         Business         X           Po.O. Box 1950         None         Public Ch         Business         X					2,500.
2153 Wealthy Street SE		[		General	Person or
Grand Rapids         MI         49506         5,000.           Third District Police Partnership         Person or Business         X           3157 Sublette Avenue         None         Public ch         Business         X           St. Louis         MO         63139         General         2,500.           The Schenck School         General         Person or Business         X           Atlanta         GA         30327         Business         X           Atlanta         GA         30327         General         Person or Business         X           P.O. Box 1950         None         Public ch         Business         X		None	Public Ch		Business X
Third District Police Partnership         None         Public Ch         Public Ch         Business         X           St. Louis         MO 63139         General         2,500.           The Schenck School         General         Person or Business         X           282 Mt. Paran Rd, NW         None         Public Ch         Business         X           Atlanta         GA 30327         General         Person or Business         X           Season for Sharing         General         Person or Business         X           P.O. Box 1950         None         Public Ch         Business         X					5,000.
3157 Sublette Avenue         None         Public ch         Business         X           St. Louis         MO         63139         General         2,500.           The Schenck School         General         Person or         Business         X           282 Mt. Paran Rd, NW         None         Public ch         Business         X           Atlanta         GA         30327         1,000.           Season for Sharing         General         Person or         Person or           P.O. Box 1950         None         Public Ch         Business         X					Person or
St. Louis         MO         63139         General         2,500.           The Schenck School         General         Person or Business         X           282 Mt. Paran Rd, NW         None         Public Ch         Business         X           Atlanta         GA         30327         1,000.           Season for Sharing         General         Person or Business         X           P.O. Box 1950         None         Public Ch         Business         X	3157 Sublette Avenue	None	Public Ch		Business X
The Schenck School         General         Person or Business         X           282 Mt. Paran Rd, NW         None         Public Ch         Business         X           Atlanta         GA 30327         1,000.           Season for Sharing         General         Person or Person or Business         X           P.O. Box 1950         None         Public Ch         Business         X	St. Louis MO 63139			General	2,500.
Atlanta         GA         30327         1,000.           Season for Sharing         General         Person or Business           P.O. Box 1950         None         Public Ch         Business         X				General	Person or
Atlanta         GA         30327         1,000.           Season for Sharing         General         Person or Business           P.O. Box 1950         None         Public Ch         Business         X	282 Mt. Paran Rd, NW	None	Public Ch		Business X
Season for SharingGeneralPerson orP.O. Box 1950NonePublic ChBusiness					1,000.
P.O. Box 1950 None Public Ch Business X				General	Person or
			Public Ch		Business X
	Phoenix AZ 85001				31,000.

Total

58,000.

Form 990-PF, Page 1, Part I Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Wapoo Creek Consulti	see statement	56,000.			56,000.

Total \_\_\_\_\_\_56,000. \_\_\_\_\_56,000.

Form 990-PF, Page 1, Part I

#### Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Buckhead Capital	Asset management	167,424.	167,424.		

Total

167,424.

167,424.

Form 990-PF, Page 2, Part II, Line 10b

#### L-10b Stmt

	End of Year			
Line 10b - Investments - Corporate Stock:	Book Value	Fair Market Value		
See Attached Statement	16,370,600.	18,767,295.		
Total	16,370,600.	18,767,295.		

#### **Supporting Statement of:**

Form 990-PF, p9/Line 4b Column (b)

Description	Amount		
ELECTION TO APPLY UNDISTRIBUTED INCOME OF PRIOR YEARS	29,412.		
Total	29,412.		