



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



Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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
SMITH CHARITABLE FOUNDATION V19066006 2652124320

A Employer identification number
36-6078557

Number and street (or P O box number if mail is not delivered to street address)
C/O JPMORGAN CHASE BANKNAPOBOX 3038

Room/suite

B Telephone number (see page 10 of the instructions)
(414) 977-1210

City or town, state, and ZIP code
MILWAUKEE, WI 53201

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 ☐

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

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 ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)**\$** 3,565,307

J Accounting method ☒ 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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	289	289		
	4 Dividends and interest from securities.	83,429	83,543		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	99,108			
	b Gross sales price for all assets on line 6a <u>2,753,837</u>				
	7 Capital gain net income (from Part IV, line 2)		99,088		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	182,826	182,920		
	13 Compensation of officers, directors, trustees, etc	9,944	7,458		2,486
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	825	0		825
	c Other professional fees (attach schedule)	28,092	28,092		0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,973	537		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	15	194		15
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	40,849	36,281		3,326
	25 Contributions, gifts, grants paid	124,456			124,456
	26 Total expenses and disbursements. Add lines 24 and 25	165,305	36,281		127,782
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	17,521			
	b Net investment income (if negative, enter -0-)		146,639		
	c Adjusted net income (if negative, enter -0-)				

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

Cat No 11289X

Form **990-PF** (2010)

Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1Cash—non-interest-bearing			
	2Savings and temporary cash investments	334,022	43,604	43,604
	3Accounts receivable _____ Less allowance for doubtful accounts _____			
	4Pledges receivable _____ Less allowance for doubtful accounts _____			
	5Grants receivable			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7Other notes and loans receivable (attach schedule) _____ Less allowance for doubtful accounts _____			
	8Inventories for sale or use			
	9Prepaid expenses and deferred charges			
	10aInvestments—U S and state government obligations (attach schedule)			
	bInvestments—corporate stock (attach schedule)	2,288,612	2,437,451	2,944,527
	cInvestments—corporate bonds (attach schedule).	217,042	537,024	577,176
	11Investments—land, buildings, and equipment basis _____ Less accumulated depreciation (attach schedule) _____			
	12Investments—mortgage loans			
	13Investments—other (attach schedule)	76,124		
	14Land, buildings, and equipment basis _____ Less accumulated depreciation (attach schedule) _____			
	15Other assets (describe _____)			
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,915,800	3,018,079	3,565,307
Liabilities	17Accounts payable and accrued expenses			
	18Grants payable			
	19Deferred revenue			
	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule)			
	22Other liabilities (describe _____)			
	23Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted			
	25Temporarily restricted			
	26Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds	2,915,800	3,018,079	
	28Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29Retained earnings, accumulated income, endowment, or other funds	0	0	
	30Total net assets or fund balances (see page 17 of the instructions)	2,915,800	3,018,079	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,915,800	3,018,079	

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	2,915,800
2	Enter amount from Part I, line 27a	2	17,521
3	Other increases not included in line 2 (itemize) _____	3	85,021
4	Add lines 1, 2, and 3	4	3,018,342
5	Decreases not included in line 2 (itemize) _____	5	263
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,018,079

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)
1 a	PUBLICLY TRADED SECURITIES			
b	LOSS FROM ENTERPRISE PRODUCTS PARTNERS LP			
c	LOSS FROM KINDER MORGAN ENERGY PARTNERS LP			
d	CAPITAL GAINS DIVIDENDS	P		
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 2,751,961		2,654,729	97,232
b			-13
c			-7
d 1,876			1,876
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			97,232
b			-13
c			-7
d			1,876
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	99,088
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	

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	181,520	2,942,922	0 061680
2008	195,993	3,496,304	0 056057
2007	159,796	4,166,898	0 038349
2006	177,514	3,840,833	0 046218
2005	161,618	3,650,819	0 044269

2 Total of line 1, column (d).	2	0 246573
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 049315
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	3,287,964
5 Multiply line 4 by line 3.	5	162,146
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,466
7 Add lines 5 and 6.	7	163,612
8 Enter qualifying distributions from Part XII, line 4.	8	127,782

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1aExempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
bDomestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,933
cAll other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3Add lines 1 and 2.		3	2,933
4Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,933
6Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	640
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000
d	Backup withholding erroneously withheld	6d	
7Total credits and payments Add lines 6a through 6d.		7	5,640
8Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	2,707
11Enter the amount of line 10 to be Credited to 2011 estimated tax 2,707 Refunded		11	0

Part VII-AStatements Regarding Activities			
1aDuring 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?			YesNo
bDid it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		1a1b	NoNo
cDid the foundation file Form 1120-POL for this year?		1c	No
dEnter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
eEnter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2Has 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	No
3Has 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	No
4aDid the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	No
bIf "Yes," has it filed a tax return on Form 990-T for this year?		4b	
5Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5	No
6Are 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	Yes
7Did 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	Yes
8aEnter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) IL			
bIf 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	Yes
9Is 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	No
10Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of JPMORGAN CHASE BANK NA Telephone no (214) 965-2886 Located at 2200 ROSS AVE FL 5 DALLAS TX ZIP+4 75201			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.		15	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
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 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 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		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		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 N/A	0
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments. See page 24 of the instructions.	
3	0
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,109,741
b	Average of monthly cash balances.	1b	228,294
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,338,035
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	3,338,035
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	50,071
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,287,964
6	Minimum investment return. Enter 5% of line 5.	6	164,398

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	164,398
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	2,933
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,933
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	161,465
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	161,465
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	161,465

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	127,782
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	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	127,782
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	127,782
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			
2	Undistributed income, if any, as of the end of 2010			
a	Enter amount for 2009 only. 0			
b	Total for prior years 20__ , 20__ , 20__ 0			
3	Excess distributions carryover, if any, to 2010			
a	From 2005.			
b	From 2006.			
c	From 2007.			
d	From 2008. 22,738			
e	From 2009. 35,606			
f	Total of lines 3a through e. 58,344			
4	Qualifying distributions for 2010 from Part XII, line 4 ➤ \$ 127,782			
a	Applied to 2009, but not more than line 2a 0			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . 0			
d	Applied to 2010 distributable amount. 127,782			
e	Remaining amount distributed out of corpus 0			
5	Excess distributions carryover applied to 2010 33,683			
(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 24,661			
b	Prior years' undistributed income Subtract line 4b from line 2b. 0			
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. 0			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . . 0			
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions 0			
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 0			
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) 0			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) 0			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 24,661			
10	Analysis of line 9			
a	Excess from 2006.			
b	Excess from 2007.			
c	Excess from 2008.			
d	Excess from 2009. 24,661			
e	Excess from 2010.			

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 organization had \$5,000 or more in assets at any time during the year—see page 27 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))

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

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<div>a Paid during the year</div> See Additional Data Table				
<div>Total</div>			<div>▶ 3a</div>	124,456
<div>b Approved for future payment</div>				
<div>Total</div>			<div>▶ 3b</div>	0

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	289	
4 Dividends and interest from securities. . . .			14	83,429	
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	99,108	
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). .		0		182,826	0
13 Total. Add line 12, columns (b), (d), and (e). 13				182,826	182,826

[illegible]

Part XVII

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

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)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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

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

2011-06-20

Date

Title

Paid Preparer's Use Only

Preparer's Signature

Firm's name

Firm's address

Date

Check if self-employed

PTIN

Firm's EIN

Phone no

Form 990-PF (2010)


Additional Data

Software ID:
Software Version:
EIN: 36-6078557
Name: SMITH CHARITABLE FOUNDATION V19066006
2652124320

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANA VINCENT	TRUSTEE 2 00	0	0	0
8629 FISHER RD HANOVER,IL 61041				
S KINNEY SMITH JR	TRUSTEE 2 00	0	0	0
3 CAMERON GROSSE POINTE,MI 48230				
TYLER B SMITH	TRUSTEE 2 00	0	0	0
6701 N MAIN ST ROCKFORD,IL 61103				
JPMORGAN CHASE BANK NA	TRUSTEE 2 00	9,944	0	0
PO BOX 3038 MILWAUKEE, WI 53201				
SCOTT C SULLIVAN	TRUSTEE 2 00	0	0	0
C/O WILLIAMS MCCARTHY PO BOX 219 ROCKFORD,IL 611050219				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BOYS & GIRLS CLUB PO BOX 1716 ROCKFORD,IL 61110	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
COMMUNITY FOUNDATION OF NORTHERN ILLINOIS 946 N 2ND ST ROCKFORD,IL 61107	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
GIRL & BOY SCOUTS 2101 AUBURN ST ROCKFORD,IL 61103	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
ILLINOIS GROWTH ENTERPRISES 6151 MONTAGUE ROAD ROCKFORD,IL 61102	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
JANET WATTLES MENTAL HEALTH CENTER - MILDRED BERRY CENTER 526 WEST STATE STREET ROCKFORD,IL 61101	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
NATURAL LAND INSTITUTE 320 S THIRD STREET ROCKFORD,IL 61104	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,650
RAMP 202 MARKET STREET ROCKFORD,IL 61107	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
ROCK RIVER DEVELOPMENT PARTNERSHIP 303 MAIN STREET 8TH FLOOR ROCKFORD,IL 61101	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
ROCKFORD DANCE COMPANY RIVERFRONT MUSEUM PARK ROCKFORD,IL 61103	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2,500
ROCKFORD SYMPHONY ORCHESTRA 711 N MAIN ST ROCKFORD,IL 61103	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2,500
SEVERSON DELLS NATURE CENTER 8786 MONTAGUE RD ROCKFORD,IL 61102	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2,000
SHELTER CARE MINISTRIES DROP-IN CENTER 412 N CHURCH ST ROCKFORD,IL 61103	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
UNITED WAY OF ROCK RIVER VALLEY 612 N MAIN ST RM 300 ROCKFORD,IL 61103	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	28,000
UNIVERSITY OF ILLINOIS COLLEGE OF MEDICINE 1 ILLINI DRIVE PEORIA,IL 61605	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	13,806
Total  3a				124,456

TY 2010 Accounting Fees Schedule

Name: SMITH CHARITABLE FOUNDATION V19066006 2652124320

EIN: 36-6078557

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEES	825	0		825

**TY 2010 All Other Program
Related Investments Schedule**

Name: SMITH CHARITABLE FOUNDATION V19066006 2652124320
EIN: 36-6078557

Category	Amount
N/A	0

TY 2010 Investments Corporate Bonds Schedule

Name: SMITH CHARITABLE FOUNDATION V19066006 2652124320

EIN: 36-6078557

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS TRUST HIGH YIELD FUND INSTITUTIONAL SHS - 3744.526 SHS	25,650	27,335
VANGUARD FIXED INCOME SECS F INTR TRM CP PT (FUND 71) - 3013.776 SHS	25,715	29,897
ISHARES BARCLAYS TIPS BOND FUND - 140 SHS	14,617	15,053
JPM HIGH YIELD FD - SEL FUND 3580 5.95% - 3346.876 SHS	25,742	27,277
JPM SHORT DURATION BOND FD - SEL FUND 3133 1.12% - 2060.164 SHS	22,600	22,600
DREYFUS/LAUREL FDS TR PRM EMRGN MK I - 472.891 SHS	6,701	6,838
JPM STR INC OPP FD FUND 3844 2.00% - 1930.217 SHS	19,265	22,834
JPM INTL CURRENCY INCOME FD INCOME FUND 1.74% - 1254.222 SHS	13,483	14,110
FNMA 5 1/8% APR 15 2011 DTD 4/21/2006 - 40000 SHS	41,325	40,565
FIRST EAGLE SOGEN FDS INC OVERSEAS FD CL A - 1508.621	28,000	34,185
MATTHEWS INTL FDS ASIAN GRTH & INC FD - 3685.388 SHS	54,426	66,484
RYDEX/SGI FUNDS MGD FUTURES STRATEGY CL H - 2227.966 SHS	56,000	57,437
TCW FUNDS EMERG MKTS INC FD CL N - 8588.268 SHS	93,000	95,244
TEMPLETON FDS FRONTIER MARKEST FUND CL A - 3220.451 SHS	49,500	52,976
TURNER FDS SPECTRUM FUND INVESTOR - 5629.143 SHS	61,000	64,341

TY 2010 Investments Corporate
Stock Schedule

Name: SMITH CHARITABLE FOUNDATION V19066006 2652124320
EIN: 36-6078557

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES - 85 SHS	4,011	4,072
ALEXION PHARMACEUTICALS INC - 15 SHS	842	1,208
AMAZON COM INC - 20 SHS	2,112	3,600
AMERICAN EXPRESS CO - 20 SHS	846	858
APACHE CORP - 40 SHS	3,235	4,769
APPLE INC. - 26 SHS	4,078	8,387
BB & T CORP - 40 SHS	791	1,052
BAKER HUGHES INC - 39 SHS	2,012	2,230
CVS CAREMARK CORPORATION - 80 SHS	2,223	2,782
CAMPBELL SOUP COMPANY - 45 SHS	1,634	1,564
CARDINAL HEALTH INC - 60 SHS	2,004	2,299
CELGENE CORPORATION - 40 SHS	1,922	2,366
CISCO SYSTEMS INC - 275 SHS	3,727	5,563
CITRIX SYSTEMS INC - 14 SHS	962	958
COLGATE PALMOLIVE CO - 25 SHS	1,970	2,009
WALT DISNEY CO - 85 SHS	1,510	3,188
DOW CHEMICAL CO - 75 SHS	2,182	2,561
E I DU PONT DE NEMOURS & CO - 115 SHS	4,258	5,736
E M C CORP MASS - 75 SHS	1,537	1,718
FREEPORT-MCMORAN COPPER & GOLD INC CL B - 45 SHS	2,412	5,404
GENERAL ELECTRIC CO - 95 SHS	1,454	1,738
GENERAL MILLS INC - 40 SHS	1,378	1,424
HEWLETT-PACKARD CO - 35 SHS	1,029	1,474
INTERNATIONAL BUSINESS MACHINES CORP - 24 SHS	2,816	3,522
JOHNSON CONTROLS INC - 125 SHS	2,449	4,775
KELLOGG CO - 15 SHS	732	766
LENNAR CORP - 30 SHS	465	563
LOWES COMPANIES INC - 60 SHS	1,379	1,505
MICROSOFT CORP - 310 SHS	5,631	8,652
MORGAN STANLEY - 65 SHS	1,425	1,769

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NATIONAL-OILWELL VARCO INC - 15 SHS	942	1,009
NIKE INC B - 20 SHS	982	1,708
NORFOLK SOUTHERN CORP - 95 SHS	2,794	5,968
NOVELLUS SYSTEMS INC - 55 SHS	1,401	1,778
OCCIDENTAL PETROLEUM CORP - 53 SHS	4,284	5,199
ORACLE CORP - 130 SHS	3,000	4,069
PACCAR INC - 67 SHS	2,260	3,842
PARKER-HANNIFIN CORP - 8 SHS	398	690
PEPSICO INC - 35 SHS	1,471	2,287
PFIZER INC - 305 SHS	8,074	5,341
PROCTER & GAMBLE CO - 85 SHS	4,181	5,468
PUBLIC SERVICE ENTERPRISE GROUP - 30 SHS	0	0
QUALCOMM INC - 90 SHS	3,282	4,454
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND - 1450.565 SHS	22,838	27,822
SANDISK CORP - 20 SHS	874	997
SOUTHERN CO - 55 SHS	1,670	2,103
SPRINT NEXTEL CORP - 310 SHS	1,323	1,311
STAPLES INC - 110 SHS	1,937	2,505
STATE STREET CORP - 20 SHS	795	927
SYSCO CORP - 35 SHS	1,016	1,029
UNITED TECHNOLOGIES CORP - 60 SHS	2,644	4,723
XILINX CORP - 50 SHS	1,415	1,449
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A - 30 SHS	1,491	2,199
SEMPRA ENERGY - 0 SHS	997	997
CITIGROUP INC - 820 SHS	3,519	3,879
WELLS FARGO & CO - 145 SHS	3,653	4,494
BANK OF AMERICA CORP - 278 SHS	10,578	3,709
GOLDMAN SACHS GROUP INC - 20 SHS	1,418	3,363
DEVON ENERGY CORP - 25 SHS	1,661	1,963
EOG RESOURCES INC - 36 SHS	3,420	3,291

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HONEYWELL INTERNATIONAL INC - 60 SHS	2,572	3,190
UNITEDHEALTH GROUP INC - 31 SHS	1,174	1,119
VERIZON COMMUNICATIONS INC - 115 SHS	3,713	4,115
COACH INC - 35 SHS	1,425	1,936
ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND - 245 SHS	17,714	16,101
US BANCORP DEL - 70 SHS	1,066	1,888
DODGE & COX INTERNATIONAL STOCK - 488.241 SHS	14,325	17,435
ISHARES RUSSELL MIDCAP INDEX FUND - 230 SHS	10,806	23,403
ADVANCED AUTO PARTS INC - 25 SHS	1,030	1,654
3M CO - 17 SHS	1,468	1,467
YUM BRANDS INC - 70 SHS	2,264	3,434
ARTISAN INTL VALUE FUND - INV - 645.852 SHS	14,325	17,509
COMCAST CORP CL A - 60 SHS	1,019	1,318
CARNIVAL CORPORATION - 40 SHS	1,493	1,844
GOOGLE INC CL A - 4 SHS	1,275	2,376
WELLPOINT INC - 10 SHS	553	569
JPM MARKET EXPANSION INDEX FD - SEL FUND 3708 - 844.773 SHS	8,000	9,090
JPM ASIA 3 FD - SEL FUND 1134 - 581.827 SHS	18,784	22,040
VANGUARD MSCI EMERGING MARKETS ETF - 605 SHS	28,326	29,128
AT&T INC - 55 SHS	1,423	1,616
STARWOOD HOTELS & RESORTS - 20 SHS	430	1,216
POWERSHARES DB COMMODITY INDEX TRACKING FUND - 545 SHS	14,263	15,015
CME GROUP INC CLASS A COMMON STOCK - 6 SHS	1,728	1,931
EATON VANCE MUT FDS TR GLOBAL MACRO - I - 1382.663 SHS	14,360	14,200
INVESCO LTD - 45 SHS	870	1,083
PHILIP MORRIS INTERNATIONAL - 30 SHS	1,090	1,756
ACE LTD NEW - 20 SHS	900	1,245
EAGLE SER MID CAP STK I - 540.091 SHS	13,000	15,144
ARTIO INTERNATIONAL 3 II - I - 808.959 SHS	8,518	10,080
TYCO INTERNATIONAL LTD - 40 SHS	1,490	1,658

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TIME WARNER INC NEW - 178 SHS	3,814	5,726
COVIDIEN PLC - 30 SHS	1,092	1,370
THREADNEEDLE ASIA PACIFIC FUND - R5 - 1547.896 SHS	17,635	21,903
MERCK AND CO INC - 125 SHS	4,233	4,505
JPM RESEARCH MARKET NEUTRAL FD - SEL FUND - SEL - 683.864 SHS	10,723	10,559
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL STRATEGY FUND - SE - 522.476 SHS	7,342	10,120
NEXTERA ENERGY INC - 30 SHS	1,500	1,560
JUNIPER NETWORKS INC - 80 SHS	1,800	2,954
EXXON MOBIL CORP - 115 SHS	6,823	8,409
METLIFE INC - 50 SHS	1,918	2,222
MARVELL TECHNOLOGY GROUP LTD - 65 SHS	1,346	1,206
PRUDENTIAL FINANCIAL INC - 40 SHS	1,849	2,348
CONOCOPHILLIPS - 55 SHS	2,726	3,746
BIOGEN IDEC INC - 15 SHS	898	1,006
BAIDU INC SPONS ADR - 15 SHS	1,383	1,448
TD AMERITRADE HOLDING CORPORATION - 70 SHS	1,095	1,329
MASTERCARD INC - CLASS A - 7 SHS	1,266	1,569
GENERAL MOTORS CO - 55 SHS	1,905	2,027
AFP PROVIDA SA - 156 SHS	7,402	12,435
ABERDEEN ASIA-PAC PRIME INC - 9045 SHS	56,859	61,054
AGIC CONV & INCOME FUND - 917 SHS	5,961	9,390
ALLIANCE RESOURCE PARTNERS - 620 SHS	37,970	40,771
ALLIANCEBERSTEIN INCOME FUND - 3763 SHS	28,638	29,841
ALPINE GLOBAL PREMIER PROPERTY - 5279 SHS	36,199	37,428
AMERICAN TOWER CORP CLASS A - 1004 SHS	51,384	51,847
APACHE CORP - 215 SHS	15,663	25,634
APPLE INC. - 117 SHS	27,419	37,740
BANCO SANTANDER BRASIL - 1400 SHS	18,882	19,040
BHP BILLITON LIMITED - 250 SHS	16,280	23,230
BROADCOM CORP CLASS A - 650 SHS	17,975	28,308

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CANADIAN NATURAL RESOURCES LTD - 500 SHS	18,570	22,210
CENTURYLINK INC - 589 SHS	19,671	27,194
CHESAPEAKE ENERGY CORP - 279 SHS	22,673	24,538
CHINA MASS MEDIT INT'L ADVERTI - 2760 SHS	7,747	8,915
CHIPOTLE MEXICAN GRILL - 182 SHS	23,157	38,704
COACH INC - 500 SHS	11,029	27,655
COHEN & STEERS QUAL INC REALTY - 9353 SHS	73,808	80,903
COMPANHIA DE BEBIDAS - 1365 SHS	32,739	42,356
CRESUD SACIP YA - 1450 SHS	19,579	27,521
DEERE & CO - 989 SHS	53,614	82,136
DEUTSCHE BANK AG POWERSHARES GOLD DOUBLE LONG ETN - 1400 SHS	23,153	60,102
EMC CORP - 1385 SHS	20,117	31,717
ENTERPRISE PRODUCTS PARTNERS LP - 1250 SHS	32,473	52,013
ESTEE LAUDER COMPANIES CLASS A - 305 SHS	13,676	24,614
EXPRESS SCRIPTS INC - 450 SHS	13,112	24,323
FIRST TRUST SENIOR FLOATING RT INC FUND II - 3068.919 SHS	53,765	42,873
FRONTIER COMMUNICATIONS CORP - 205 SHS	1,554	1,995
GLOBAL X CHINA CONSUMER EFT - 2568 SHS	47,056	46,455
GOOGLE INC CL A - 40 SHS	17,200	23,759
HALLIBURTON CO - 730 SHS	17,721	29,806
HDFC BANK LTD - 128 SHS	20,226	21,390
ING CLARION GLOBAL REIT FD - 1720 SHS	12,190	13,330
INTEL CORP - 1365 SHS	25,750	28,706
INTERNATIONAL BUSINESS MACHINES CORP - 175 SHS	17,431	25,683
ISHARES BARCLAYS 7-10 YEAR TREASURY BOND FD - 697 SHS	65,686	65,393
ISHARES IBOXX HI YIELD CAP BOND - 280 SHS	20,152	25,281
ISHARES MSCI BRAZIL IND FD - 203 SHS	9,029	15,712
ISHARES MSCI HONG KONG - 1789 SHS	33,886	33,848
JACOBS ENGINEERING GROUP INC - 400 SHS	18,050	18,340
KINDER MORGAN ENERGY PARTNERS LP - 400 SHS	24,096	28,104

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KOHL'S CORP - 490 SHS	25,979	26,627
MARKET VECTORS GOLD MINERS ETF - 376 SHS	16,066	23,113
MERCADOLIBRE INC - 199 SHS	11,751	13,262
MICROSOFT CORP - 800 SHS	18,459	22,328
MORGAN STANLEY FRONTIER EMERGING MARKET FUND - 575 SHS	6,714	8,401
NETAPP INC - 791 SHS	43,673	43,473
NEUBERGER BERMAN HIGH YIELD STRATEGIES FUND - 1252 SHS	14,440	16,902
NIKE INC B - 300 SHS	13,176	25,626
NOAH HOLDINGS LTD - 1154 SHS	19,638	22,561
OCCIDENTAL PETROLEUM CORP - 225 SHS	17,865	22,073
PEOPLE'S UNITED FINANCIAL - 3896 SHS	52,723	54,583
PEPSICO INC - 495 SHS	29,406	32,338
PETROCHINA CO LTD - 200 SHS	22,421	26,298
POWERSHARES WILDERHILL CLEAN ENERGY PORT - 763 SHS	17,539	7,928
POWERSHARES GLOBAL ARGENTINA PTF - 1910 SHS	44,682	61,177
PUTNAM PREMIER INCOME TR - 3119 SHS	20,271	19,587
RANDGOLD RESOURCES LTD - 330 SHS	31,913	27,169
RIGHTNOW TECHNOLOGIES INC - 1850 SHS	43,899	43,790
RIO TINTO PLC - 496 SHS	32,356	35,543
ROCKWELL AUTOMATION INC - 285 SHS	10,654	20,437
SPDR HIGH YIELD - 2290 SHS	79,251	90,936
SPDR GOLD TR GOLD SHS - 785 SHS	96,460	108,895
TEMPLETON EMERGING MKTS - 537 SHS	7,978	8,801
TEMPLETON GLOBAL INCOME FD - 2000 SHS	13,686	21,400
TESCO CORP - 2658 SHS	40,938	42,209
THERMO FISHER SCIENTIFIC - 380 SHS	18,450	21,037
TJX COMPANIES INC - 450 SHS	19,355	19,976
TRINA SOLAR LTD - 510 SHS	17,502	11,944
UBS AG 2X MONTHLY LEVERAGED MLP ETN - 1431 SHS	41,868	49,226
UNION PAC CORP - 240 SHS	9,462	22,238

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VERIZON COMMUNICATIONS INC - 1331 SHS	38,475	47,623
WAL-MART STORES - 300 SHS	16,466	16,179
WALT DISNEY CO - 650 SHS	16,925	24,382
WELLS FARGO ADV INCOME OPP FUND - 1143 SHS	5,550	11,007
YUM BRANDS INC - 357 SHS	15,822	17,511

TY 2010 Other Decreases Schedule

Name: SMITH CHARITABLE FOUNDATION V19066006 2652124320

EIN: 36-6078557

Description	Amount
ROUNDING DIFFERENCE	263

TY 2010 Other Expenses Schedule**Name:** SMITH CHARITABLE FOUNDATION V19066006 2652124320**EIN:** 36-6078557

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IL ATTORNEY GENERAL FILING FEE	15	0		15
EXPENSE FROM ENTERPRISE PRODUCTS PARTNERS LP	0	4		0
EXPENSE FROM KINDER MORGAN ENERGY PARTNERS LP	0	190		0

TY 2010 Other Increases Schedule**Name:** SMITH CHARITABLE FOUNDATION V19066006 2652124320**EIN:** 36-6078557

Description	Amount
RETURN OF CAPITAL ADJUSTMENT	6,547
COST BASIS ADJUSTMENT	78,474

TY 2010 Other Professional Fees Schedule**Name:** SMITH CHARITABLE FOUNDATION V19066006 2652124320**EIN:** 36-6078557

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STONEBROOK CAPITAL MANAGEMENT FEES	28,092	28,092		0

TY 2010 Taxes Schedule**Name:** SMITH CHARITABLE FOUNDATION V19066006 2652124320**EIN:** 36-6078557

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX PAID WITH EXTENSION - PRIOR YEAR	1,436	0		0
FOREIGN TAX WITHHELD	537	537		0