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

2010

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

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

G Check all that apply. Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation **THOMAS A. ROCHE CHARITABLE T/U/W 8311000771** **A** Employer identification number **37-6294556**

Number and street (or P O box number if mail is not delivered to street address) **P O BOX 2886** Room/suite **B** Telephone number (see page 10 of the instructions) **(251) 690-1024**

City or town, state, and ZIP code **MOBILE, AL 36652-2886**

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **1,041,920.** **J** Accounting method. Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	10.	10.		STMT 1
	4 Dividends and interest from securities	17,159.	20,372.		STMT 2
	5a Gross rents	19,175.	19,175.		
	b Net rental income or (loss) 17,252				
	6a Net gain or (loss) from sale of assets not on line 10	5,516.			
	b Gross sales price for all assets on line 6a 113,731.				
	7 Capital gain net income (from Part IV, line 2)		5,516.		
	8 Net short-term capital gain				
9 Income modifications					
Operating and Administrative Expenses	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	488.			STMT 3
	12 Total. Add lines 1 through 11	42,348.	45,073.		
	13 Compensation of officers, directors, trustees, etc.	10,189.	8,151.		2,038.
	14 Other employed salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 4	1,200.	500.	NONE	700.
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	3,940.	71.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		NONE	NONE		
22 Printing and publications		NONE	NONE		
23 Other expenses (attach schedule) STMT 6	1,938.	1,923.		15.	
24 Total operating and administrative expenses. Add lines 13 through 23	17,267.	10,645.	NONE	2,753.	
25 Contributions, gifts, grants paid	43,305.			43,305.	
26 Total expenses and disbursements. Add lines 24 and 25	60,572.	10,645.	NONE	46,058.	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-18,224.				
b Net investment income (if negative, enter -0-)		34,428.			
c Adjusted net income (if negative, enter -0-)					

ENVELOPE POSTMARK DATE MAY 16 2011

990 PF (2010)

RECEIVED
MAY 18 2011
STMT 4
STMT 5
STMT 6
CASH ON HAND

LS

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	24,921.	5,469.	5,469.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 7	449,626.	198,411.	257,064.
	c	Investments - corporate bonds (attach schedule) . STMT 10	50,051.	302,491.	299,387.
	11	Investments - land, buildings, and equipment basis ▶	140,400.		
	Less accumulated depreciation ▶ (attach schedule)	140,400.	140,400.	480,000.	
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	664,998.	646,771.	1,041,920.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
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.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	664,998.	646,771.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	664,998.	646,771.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	664,998.	646,771.		

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)	1 664,998.
2	Enter amount from Part I, line 27a	2 -18,224.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 646,774.
5	Decreases not included in line 2 (itemize) ▶	5 3.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 646,771.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV DETAIL				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	5,516.
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	20,456.	883,375.	0.02315664355
2008	41,556.	829,207.	0.05011535117
2007	24,111.	885,740.	0.02722130648
2006			
2005			
2 Total of line 1, column (d)		2	0.10049330120
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	0.03349776707
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4	1,020,364.
5 Multiply line 4 by line 3		5	34,180.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	344.
7 Add lines 5 and 6		7	34,524.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18		8	46,058.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	}	1	344.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2		3	344.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	344.
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
b	Exempt foreign organizations-tax withheld at source	6b		NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c		NONE
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	NONE
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	344.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11	Enter the amount of line 10 to be Credited to 2011 estimated tax		11	NONE Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> REGIONS BANK TRUST DEPARTMENT Telephone no <input type="checkbox"/> (251) 690-1024 Located at <input type="checkbox"/> 11 NORTH WATER STREET, 25TH FLOOR, MOBILE, AL ZIP + 4 <input type="checkbox"/> 36602			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>	and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

5b		
6b		X
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 STATEMENT 13		10,189.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 NONE

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		NONE

Total number of others receiving over \$50,000 for professional services NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	555,903.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	480,000.
d	Total (add lines 1a, b, and c)	1d	1,035,903.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,035,903.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	15,539.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,020,364.
6	Minimum investment return. Enter 5% of line 5	6	51,018.

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	51,018.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	344.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	344.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	50,674.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	50,674.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	50,674.

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	46,058.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	46,058.
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	344.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,714.

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				50,674.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			43,307.	
b Total for prior years 20 08, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 46,058.				
a Applied to 2009, but not more than line 2a			43,307.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				2,751.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				47,923.
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)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	NONE			
e Excess from 2010	NONE			

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

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

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

Table with 5 columns: (a) 2010, (b) 2009, (c) 2008, (d) 2007, (e) Total. Rows include 2a (Adjusted net income), b (85% of line 2a), c (Qualifying distributions), d (Amounts included in line 2c), e (Qualifying distributions made directly for active conduct), 3 (Alternative tests: Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

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

Check here [X] 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 15 -18				
Total ► 3a				43,305.
b <i>Approved for future payment</i>				
Total ► 3b				

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					320.	
3,142.00		125. AT&T INC PROPERTY TYPE: SECURITIES 3,999.00				P	01/08/2009	02/10/2010
							-857.00	
3,698.00		50. AIR PRODS & CHEMICALS INC COM W/ RTS PROPERTY TYPE: SECURITIES 3,575.00				P	01/08/2009	03/09/2010
							123.00	
2,678.00		75. BEST BUY INC PROPERTY TYPE: SECURITIES 2,236.00				P	01/29/2009	02/10/2010
							442.00	
3,211.00		75. CITRIX SYSTEM INC PROPERTY TYPE: SECURITIES 1,738.00				P	01/08/2009	02/10/2010
							1,473.00	
4,455.00		100. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES 1,529.00				P	11/24/2008	03/31/2010
							2,926.00	
2,392.00		200. DELL INC PROPERTY TYPE: SECURITIES 2,893.00				P	11/24/2008	08/27/2010
							-501.00	
3,242.00		50. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES 3,309.00				P	01/08/2009	03/31/2010
							-67.00	
3,280.00		100. WALT DISNEY CO COM PROPERTY TYPE: SECURITIES 2,173.00				P	11/24/2008	08/30/2010
							1,107.00	
3,039.00		75. EXELON CORP PROPERTY TYPE: SECURITIES 5,084.00				P	01/08/2009	08/30/2010
							-2,045.00	
		.004 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES				P	01/23/2008	07/08/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold	
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)		
182.00		24. FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES 233.00				P	01/23/2008	07/30/2010 -51.00	
524.00		47.387 VANGUARD FIXED INCOME SECS FD INC PROPERTY TYPE: SECURITIES 505.00				P	12/31/2009	08/25/2010 19.00	
77,596.00		7015.886 VANGUARD FIXED INCOME SECS FD I PROPERTY TYPE: SECURITIES 75,094.00				P	08/30/2002	08/25/2010 2,502.00	
320.00		28.963 VANGUARD FIXED INCOME SECS FD INC PROPERTY TYPE: SECURITIES 311.00				P	03/30/2010	08/25/2010 9.00	
3,596.00		75. XTO ENERGY CORP PROPERTY TYPE: SECURITIES 2,549.00				P	11/24/2008	01/07/2010 1,047.00	
1,838.00		35. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES 2,987.00				P	11/19/2009	08/19/2010 -1,149.00	
218.00		8. TOPFLIGHT GRAIN CO-OPERATIVE PROPERTY TYPE: SECURITIES				P	01/01/2001	12/31/2010 218.00	
TOTAL GAIN(LOSS)							-----	5,516.	=====

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE
=====

OTHER DEDUCTIONS

OTHER RENTAL EXPENSES	251.

	251.
	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INTEREST	10.	10.
	-----	-----
TOTAL	10.	10.
	=====	=====

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	17,159.	20,372.
TOTAL	17,159.	20,372.

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	488.
TOTALS	----- 488. =====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	1,200.	500.		700.
TOTALS	1,200.	500.	NONE	700.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	4.	71.
FEDERAL INCOME TAXES	3,614.	
STATE INCOME TAXES	322.	
	-----	-----
TOTALS	3,940.	71.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	1,923.		
IL AG 990 FILING FEE	15.		15.
RENTAL EXPENSES		1,923.	
TOTALS	1,938.	1,923.	15.

THOMAS A. ROCHE CHARITABLE T/U/W 8311000771

37-6294556

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
ABBOTT LABS	2,280.	2,280.	2,396.
ALLERGAN INC	2,923.	2,923.	3,434.
AMERICAN EXPRESS CO	1,493.	1,493.	3,219.
CISCO SYSTEMS INC	2,524.	2,524.	2,529.
CITRIX SYSTEM INC	1,738.		
DEVON ENERGY CORP	3,309.		
EXXON MOBIL CORP	708.	708.	3,656.
GENERAL ELECTRIC CO		4,408.	4,390.
INTEL CORP		4,679.	3,449.
MICROSOFT CORP	4,679.	2,073.	2,791.
ORACLE CORPORATION	2,073.	2,189.	4,695.
PEPSICO INC	2,189.	1,818.	3,267.
PRUDENTIAL FINANCIAL	1,818.	1,299.	4,403.
SCHLUMBERGER LTD	1,299.	2,618.	4,175.
STAPLES INC	2,618.	3,168.	3,074.
UNITED TECHNOLOGIES CORP		2,323.	3,936.
WALMART STORES INC	2,323.	2,614.	2,697.
AT&T	2,614.		
AIR PRODS & CHEMS INC	3,999.		
CVS/CAREMARK	3,575.		
CHEVRON	2,765.	2,765.	2,608.
DARDEN RESTAURANTS	3,833.	3,833.	4,563.
DELL	1,529.		
WALT DISNEY	2,893.		
EMC CORP MASS	2,173.		
EATON CORP	1,723.	1,723.	4,008.
EXELON	2,987.	2,987.	4,568.
GOLDMAN SACHS GROUP INC	5,084.		
HALLIBURTON	1,650.	1,650.	4,204.
	2,536.	2,536.	4,083.

THOMAS A. ROCHE CHARITABLE T/U/W 8311000771

37-6294556

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
JP MORGAN	1,905.	1,905.	3,182.
JOHNSON & JOHNSON	3,086.	3,086.	3,093.
JUNIPER NETWORKS INC	2,016.	2,016.	4,615.
NORFOLK SOUTHERN CORP	2,803.	2,803.	3,204.
PROCTER & GAMBLE	3,198.	3,198.	3,217.
QUALCOMM INC	2,713.	2,713.	3,712.
STRYKER CORP	3,548.	3,548.	4,028.
THERMO FISHER	2,369.	2,369.	4,152.
3M	3,291.	3,291.	4,315.
TIFFANY	1,579.	1,579.	4,546.
TRAVELERS COMPANIES INC	1,921.	1,921.	2,786.
VERIZON COMMUNICATIONS	3,758.	3,525.	3,578.
WALGREEN	1,804.	1,804.	2,922.
WELLS FARGO	2,549.		
BEST BUY	2,236.		
HESS CORP	3,030.	3,030.	3,827.
MONTSANTO CO	2,548.	2,548.	2,437.
ROBERT HALF INTL INC	2,960.	2,960.	3,825.
STATE STREET CORP	2,473.	2,473.	2,780.
TRANSOCEAN LTD	2,987.		
TEVA PHARMACEUTICALS	2,162.	2,162.	2,607.
FEDERATED GNMA	25,000.		
PIMCO FOREIGN BOND FD	16,128.		
PIMCO ALL ASSET FD	50,000.		
PIONEER BOND FD CL Y	86,312.		
VANGUARD GNMA FUND #36	75,599.		
ARTISAN FDS INC SMALL CAP	10,808.	10,808.	12,669.
ARTISAN FDS INC MID CAP	10,634.	10,634.	12,133.
BLACKROCK US OPPORT	9,707.	9,707.	12,606.

THOMAS A. ROCHE CHARITABLE T/U/W 8311000771

37-6294556

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BUFFALO SAML L CAP FUND	11,159.	11,159.	13,113.
AMERICAN EUROPACIFIC GRTH - F2	13,781.	13,781.	18,384.
THORNBURG INTL VALUE	16,227.	16,227.	18,737.
APACHE CORPORATION		3,749.	4,173.
AUTO DESK INC		2,386.	3,247.
CATERPILLAR INC		3,081.	5,432.
MATTEL INC		1,725.	2,034.
MCGRAW HILL INC		3,193.	3,459.
MERCK & CO. INC. NEW		3,171.	3,244.
NEXTERA ENERGY, INC.		2,675.	2,600.
VF CORP		2,922.	3,447.
VISA INC-CL A SHRS		3,651.	2,815.
TOTALS	449,626.	198,411.	257,064.

THOMAS A. ROCHE CHARITABLE T/U/W 8311000771

37-6294556

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CITIGROUP INC 5.625%	25,110.	25,110.	26,234.
MERRILL LYNCH & CO 5.77%	24,941.	24,941.	25,703.
DODGE & COX INCOME FD #147		75,000.	73,938.
FEDERATED GNMA TR INSTL #16		25,000.	25,566.
PIMCO FOREIGN BOND FUND-IN		16,128.	16,930.
PIMCO ALL ASSET FD INSL		50,000.	52,391.
PIONEER BOND FUND CL Y #0703		86,312.	78,625.
TOTALS	50,051.	302,491.	299,387.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
ROUNDING	3.
TOTAL	----- 3. =====

THOMAS A. ROCHE CHARITABLE T/U/W 8311000771

37-6294556

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

IL

STATEMENT 12

XD576 2 000 SK3654 9155 05/13/2011 08:57:35

8311000771

31 -

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

REGIONS BANK

ADDRESS:

350 NORTH WATER STREET

DECATUR, IL 62523

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 10,189.

TOTAL COMPENSATION: 10,189.

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

```

=====
MONTH                                LINE 1a-FMV          LINE 1b-FMV          LINE 1c-FMV
-----                                SECURITIES          CASH BALANCES        OTHER ASSETS
-----                                -----            -----            -----
JANUARY                               544,163.            .                    480,000.
FEBRUARY                               550,448.            .                    480,000.
MARCH                                  575,230.            .                    480,000.
APRIL                                  574,399.            .                    480,000.
MAY                                    551,135.            .                    480,000.
JUNE                                   541,240.            .                    480,000.
JULY                                   561,560.            .                    480,000.
AUGUST                                 551,078.            .                    480,000.
SEPTEMBER                              549,854.            .                    480,000.
OCTOBER                                560,055.            .                    480,000.
NOVEMBER                               549,758.            .                    480,000.
DECEMBER                              561,913.            .                    480,000.
-----                                -----            -----            -----
TOTAL                                  6,670,833.          .                    5,760,000.
=====                                =====            =====            =====

AVERAGE FMV                           555,903.            .                    480,000.
=====                                =====            =====            =====
    
```

RECIPIENT NAME:
ST FRANCIS PURGATORIAL SOCIETY
ADDRESS:
3RD ORDER REGULAR
LORETTO, PA 15940
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

RECIPIENT NAME:
FRANCISCAN FATHERS & BROTHERS
3RD ORDER REGULAR
ADDRESS:
MOUNT ASSISI MONASTERY
LORETTO, PA 15940
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

RECIPIENT NAME:
SERAPHIC MASS ASSOCIATION
ST AUGUSTINE MONASTERY
ADDRESS:
3600 BUTLER ST
PITTSBURG, PA 15201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

RECIPIENT NAME:
ST JAMES CATHOLIC CHURCH
ADDRESS:
742 E CLAY
DECATUR, IL 62521
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

RECIPIENT NAME:
ST PATRICK'S CHURCH
ADDRESS:
407 E ELDORADO
DECATUR, IL 62523
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 21,655.

RECIPIENT NAME:
OUR LADY OF LOURDES
ADDRESS:
3850 LOURDES DR
DECATUR, IL 62526
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

RECIPIENT NAME:
HOLY FAMILY CATHOLIC CHURCH
ADDRESS:
2400 S FRANKLIN ST
DECATUR, IL 62521
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

RECIPIENT NAME:
ST THOMAS THE APOSTLE CHURCH
ADDRESS:
2160 N EDWARD
DECATUR, IL 62526
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

RECIPIENT NAME:
CLARETIAN FATHERS THE NATIONAL
SHRINE OF ST JUDE
ADDRESS:
205 W MONROE ST
CHICAGO, IL 60606
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

RECIPIENT NAME:
ST MICHAELS CATHOLIC CHURCH
ADDRESS:
1301 N MARKET
MONTICELLO, IL 61856
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

RECIPIENT NAME:
ABBOTT O S B
ST BENEDICTS ABBEY
ADDRESS:
12605 224TH AVENUE
BENET LAKE, WI 53102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,165.

TOTAL GRANTS PAID: 43,305.
=====

RENT AND ROYALTY SUMMARY

=====

PROPERTY -----	TOTAL INCOME -----	DEPLETION/ DEPRECIATION -----	OTHER EXPENSES -----	ALLOWABLE NET INCOME -----
S 1/2 SE 1/4 SEC 12	19,175.		1,923.	17,252.
	-----	-----	-----	-----
TOTALS	19,175.		1,923.	17,252.
	=====	=====	=====	=====

FEDERAL CAPITAL GAIN DIVIDENDS

=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

LONG-TERM 15% CAPITAL GAIN DIVIDENDS

320.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

320.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

320.00

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