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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 , and ending

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

Name of foundation C CHARLES JACKSON FOUNDATION		A Employer identification number 41-1996905
Number and street (or P O box number if mail is not delivered to street address) Morgan Stanley Private Bank, N A. - 201 Plaza Two, 7th Floor		B Telephone number (see page 10 of the instructions) (201) 830-4456
City or town, state, and ZIP code Jersey City NJ 07311-3977		C If exemption application is pending, check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 7,018,917		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		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 ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	207,579	207,579		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	369,138			
	b Gross sales price for all assets on line 6a	12,256,529			
	7 Capital gain net income (from Part IV, line 2)		369,138		
	8 Net short-term capital gain			200,407	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	1,972	1,972	0		
12 Total. Add lines 1 through 11	578,689	578,689	200,407		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	87,750	65,813		21,937
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	13,210	6,605	0	6,605
	b Accounting fees (attach schedule)	1,500	0	0	1,500
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	138	138	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	85,442	64,082	0	21,360
	24 Total operating and administrative expenses. Add lines 13 through 23	188,040	136,638	0	51,402
	25 Contributions, gifts, grants paid	295,000			295,000
26 Total expenses and disbursements. Add lines 24 and 25	483,040	136,638	0	346,402	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	95,649				
b Net investment income (if negative, enter -0-)		442,051			
c Adjusted net income (if negative, enter -0-)			200,407		

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

(HTA)

Form **990-PF** (2010)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		1,108,814	1,359,580	1,359,580
	2	Savings and temporary cash investments			0	
	3	Accounts receivable	0			
		Less: allowance for doubtful accounts	0	0	0	0
	4	Pledges receivable	0			
		Less: allowance for doubtful accounts	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule)	0			
		Less: allowance for doubtful accounts	0	0	0	0
	8	Inventories for sale or use			0	
	9	Prepaid expenses and deferred charges			0	
	10 a	Investments—U S. and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		3,937,024	1,709,577	1,753,034
	c	Investments—corporate bonds (attach schedule)		1,547,607	3,627,335	3,906,303
	11	Investments—land, buildings, and equipment basis	0			
	Less: accumulated depreciation (attach schedule)	0	0	0	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		0	0	0	
14	Land, buildings, and equipment basis	0				
	Less: accumulated depreciation (attach schedule)	0	0	0	0	
15	Other assets (describe)		0	0	0	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		6,593,445	6,696,492	7,018,917	
Liabilities	17	Accounts payable and accrued expenses			0	
	18	Grants payable				
	19	Deferred revenue			0	
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe)		0	0	
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		6,593,445	6,696,492	
	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)		6,593,445	6,696,492	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		6,593,445	6,696,492		

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	6,593,445
2	Enter amount from Part I, line 27a	2	95,649
3	Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3	8,787
4	Add lines 1, 2, and 3	4	6,697,881
5	Decreases not included in line 2 (itemize) <u>SALES ADJUSTMENT - ENTERPRISE PRODUCTS PARTNEI</u>	5	1,389
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,696,492

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 Attached Statement				
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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	369,138
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	244,627

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.

(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	311,463	6,142,277	0.050708
2008	367,279	7,368,687	0.049843
2007	396,736	8,344,593	0.047544
2006	406,849	7,917,101	0.051389
2005	368,613	8,030,087	0.045904
2 Total of line 1, column (d)			2 0.245388
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 0.049078
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 6,677,668
5 Multiply line 4 by line 3			5 327,727
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,421
7 Add lines 5 and 6			7 332,148
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.			8 346,402

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	4,421
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	4,421
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,421
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	169
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	4,169
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	252
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► Morgan Stanley Trust, N.A. Telephone no. ► (201) 830-4456			
Located at ► 201 Plaza Two, 7th Floor Jersey City NJ		ZIP+4 ► 07311-3977		
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 N/A			
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
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 ►				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No		
If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
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	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b**

N/A

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**6b**

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**7a**

X

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**

X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRUCE H JACKSON 6193 WEST RIDGE RD HIGHLAND UT 84003	CO-TRUSTEE 1.00	65,000	0	0
MORGAN STANLEY TRUST, N A 201 PLAZA TWO, 7TH FLOOR JERSEY CITY NJ 07310	TRUSTEE 4.00	22,750	0	0
	.00	0	0	0
	.00	0	0	0

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

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

Total number of other employees paid over \$50,000☐

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 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	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	5,864,759
b	Average of monthly cash balances	1b	914,599
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,779,358
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	
3	Subtract line 2 from line 1d	3	6,779,358
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	101,690
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,677,668
6	Minimum investment return. Enter 5% of line 5	6	333,883

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	333,883
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,421
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	4,421
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	329,462
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	329,462
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	329,462

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	346,402
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	346,402
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	4,421
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	341,981

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				329,462
2 Undistributed income, if any, as of the end of 2010.				
a Enter amount for 2009 only			273,752	
b Total for prior years 20____, 20____, 20____		0		
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	0			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 346,402				
a Applied to 2009, but not more than line 2a			273,752	
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				72,650
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		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				
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				256,812
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

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

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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)				
a Paid during the year See Attached Statement				
Total			3a	295,000
b Approved for future payment NONE				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	207,579	
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	369,138	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		1,972	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal Add columns (b), (d), and (e)		0		578,689	0
13	Total. Add line 12, columns (b), (d), and (e)					

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

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

[illegible]

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? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | | | X |
| (2) Other assets | | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | | X |
| (3) Rental of facilities, equipment, or other assets | | | X |
| (4) Reimbursement arrangements | | | X |
| (5) Loans or loan guarantees | | | X |
| (6) Performance of services or membership or fundraising solicitations | | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 1c | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[illegible]

- 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.

Richard D. Lee | 8/8/2011

Signature of officer or trustee | Date | Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
	PricewaterhouseCoopers,LLP		8/8/2011		P00364310
	Firm's name ▶				Firm's EIN ▶ 13-4008324
	Firm's address ▶ 600 Grant Street, Pittsburgh, PA 15219				Phone no 412-355-6000

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount											
										Long Term CG Distributions		183									
										Short Term CG Distributions		0									
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Cost, Other Basis and Expenses		Net Gain or Loss							
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss							
1	X	AIR PRODUCTS & CHEMICAL	009158106			4/28/2005		2/9/2010	61,663	48,846					12,817						
2	X	AIR PRODUCTS & CHEMICAL	009158106			3/23/2010		7/28/2010	62,595	64,833					-2,238						
3	X	ALLSTATE CORP	020002101			9/3/2004		2/9/2010	22,738	37,386					-14,648						
4	X	AMAZON COM INC	023135106			2/23/2010		7/28/2010	5,152	5,166					-14						
5	X	AMAZON COM INC	023135106			2/9/2010		7/28/2010	172,460	174,135					-1,675						
6	X	AMERICAN EXPRESS CO	025816109			3/17/2004		2/9/2010	26,161	30,519					-4,358						
7	X	AMERICAN EXPRESS 6 150%	025816AX7			2/21/2008		2/9/2010	105,990	102,317					3,673						
8	X	AMERICAN EXPRESS 7 000%	025816AY5			3/13/2008		2/9/2010	110,868	100,220					10,648						
9	X	AMGEN INC	031162100			2/17/2002		2/9/2010	21,444	21,466					-22						
10	X	AT&T INC	00206R102			8/17/2004		2/9/2010	25,131	25,590					-459						
11	X	ABBOTT LABORATORIES	002824100			5/18/2005		2/9/2010	53,769	47,624					6,145						
12	X	AMPHENOL CORP NEW CL A	032095101			5/18/2005		2/9/2010	78,788	41,800					36,988						
13	X	ANHEUSER BUSCH INBEV SA	03524A108			2/9/2010		7/28/2010	74,222	66,106					8,116						
14	X	APPLE COMPUTER INC	037833100			2/23/2010		11/4/2010	6,666	4,138					2,528						
15	X	APPLE COMPUTER INC	037833100			2/9/2010		11/4/2010	279,961	173,341					106,620						
16	X	APPLE COMPUTER INC	037833100			7/28/2010		11/4/2010	157,756	130,620					27,136						
17	X	ARCELORMITTAL	03938L104			2/9/2010		7/28/2010	138,209	173,420					-35,211						
18	X	AXA SA SPONSORED ADR	054536107			2/9/2010		2/23/2010	66,448	66,101					347						
19	X	BP AMOCO P L C SPON ADR	055622104			9/3/2004		2/9/2010	42,554	43,397					-843						
20	X	BT GROUP PLC ADR	05577E101			2/9/2010		2/23/2010	57,399	66,157					-8,758						
21	X	BANK AMERICA CORP	060505104			9/3/2004		2/23/2010	4,522	12,243					-7,721						
22	X	BANK AMERICA CORP	060505104			2/9/2010		7/28/2010	46,944	48,317					-1,373						
23	X	BANK AMERICA CORP	060505104			9/3/2004		7/28/2010	12,943	39,671					-26,728						
24	X	BANK OF AMERICA CORP	060505AR5			3/13/2003		2/9/2010	105,290	103,182					2,108						
25	X	BANK ONE CAP TR VI	06423W204			2/17/2002		2/9/2010	99,963	99,960					3						
26	X	IPATH DJ AIG CMDTY IND TO	06738C778			1/12/2009		2/9/2010	19,426	17,263					2,163						
27	X	BECTON DICKINSON & CO	075887109			9/30/2003		2/9/2010	96,756	51,135					45,621						
28	X	BELLSOUTH CORP 4 750% 11	079860AJ1			1/6/2009		2/9/2010	26,674	25,199					1,475						
29	X	BERKSHIRE HATHAWAY FINA	084664AT8			2/22/2008		2/9/2010	107,880	101,704					6,176						
30	X	BEST BUY INC	086516101			6/3/2003		2/9/2010	35,851	25,907					9,944						
31	X	BHP LTD SPONSORED ADR	088606108			2/9/2010		2/23/2010	1,029	987					42						
32	X	ARCELORMITTAL	03938L104			2/23/2010		7/28/2010	7,610	9,280					-1,670						
33	X	BHP LTD SPONSORED ADR	088606108			2/9/2010		7/28/2010	67,078	65,051					2,027						
34	X	ANHEUSER BUSCH INBEV SA	03524A108			2/23/2010		7/28/2010	215	196					19						
35	X	APPLE COMPUTER INC	037833100			7/28/2010		8/13/2010	750	788					-38						
36	X	BLACKROCK INC CLASS A	09247X101			2/9/2010		2/23/2010	1,733	1,648					85						
37	X	BLACKROCK INC CLASS A	09247X101			2/9/2010		4/28/2010	57,606	64,498					-6,892						
38	X	BLACKROCK LTD DURATION	09249W101			7/28/2010		8/13/2010	3,491	3,510					-19						
39	X	BLACKROCK CORP HIGH YLD	09255M104			8/17/2004		2/9/2010	31,971	42,530					-10,559						
40	X	BLACKROCK CORP HI YLD FD	09255P107			8/17/2004		2/9/2010	36,195	49,673					-13,478						
41	X	BRISTOL MYERS SQUIBB CO	110122108			7/28/2010		8/13/2010	8,686	8,276					410						
42	X	BRITISH AMERN TOB PLC SPI	110448107			2/9/2010		2/23/2010	69,771	66,127					3,644						
43	X	BRITISH AMERN TOB PLC SPI	110448107			7/28/2010		8/13/2010	2,885	2,867					18						
44	X	BRITISH AMERN TOB PLC SPI	110448107			7/28/2010		11/19/2010	138,923	125,856					13,067						
45	X	CANON INC ADR	138006309			2/9/2010		2/23/2010	1,874	1,778					96						
46	X	CANON INC ADR	138006309			2/9/2010		7/28/2010	68,413	64,378					4,035						
47	X	CARNIVAL CORP NEW PAIRE	143658300			8/13/2010		11/16/2010	2,761	2,287					474						
48	X	CARNIVAL CORP NEW PAIRE	143658300			7/28/2010		11/16/2010	107,697	94,895					12,802						
49	X	CATERPILLAR FINL SVCS CO	14912L3K5			8/20/2008		2/9/2010	108,355	103,541					4,814						
50	X	CHESAPEAKE ENERGY CORP	165167107			2/9/2010		2/23/2010	7,136	6,639					497						

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Securities										12,256,529		11,887,391		369,138	
Other sales										0		0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
51	X	CHESAPEAKE ENERGY CORP	165167107			2/9/2010		7/28/2010	143,576	165,551				-21,975	
52	X	CHEVRON CORPORATION	166764100			9/30/2003		2/9/2010	85,376	44,070				41,306	
53	X	CISCO SYS INC	17275R102			1/14/2004		2/9/2010	66,449	50,802				15,647	
54	X	CISCO SYS INC 5 500% 2/22/1	17275RAC6			2/20/2008		2/9/2010	111,920	101,302				10,618	
55	X	CITIGROUP INC	172967101			9/3/2004		2/24/2010	2,394	31,934				-29,540	
56	X	CITIGROUP CAPITAL VIII SEC	17306R204			2/17/2002		2/9/2010	79,640	100,320				-20,680	
57	X	CLAYMORE/BNY BRIC ETF	18383M100			2/9/2010		2/23/2010	392	379				13	
58	X	CLAYMORE/BNY BRIC ETF	18383M100			2/9/2010		7/28/2010	60,961	56,232				4,729	
59	X	COACH INC	189754104			2/9/2010		2/23/2010	2,385	2,246				139	
60	X	COACH INC	189754104			2/9/2010		7/28/2010	68,311	63,863				4,448	
61	X	COCA COLA CO	191216100			2/9/2010		7/28/2010	17,382	17,130				252	
62	X	COCA COLA CO	191216100			2/23/2010		7/28/2010	1,104	1,098				6	
63	X	COCA COLA CO	191216100			1/14/2004		7/28/2010	49,662	37,396				12,266	
64	X	COGNIZANT TECHNOLOGY S	192446102			7/28/2010		8/13/2010	10,567	9,850				717	
65	X	COLGATE PALMOLIVE CO	194162103			12/16/2005		2/9/2010	39,804	28,135				11,669	
66	X	CONOCOPHILLIPS	20825C104			3/12/2003		2/9/2010	57,686	29,040				28,646	
67	X	CREDIT SUISSE GROUP SPO	225401108			2/23/2010		7/28/2010	69,404	66,389				3,015	
68	X	CREDIT SUISSE GROUP SPO	225401108			2/23/2010		7/28/2010	1,182	1,134				48	
69	X	DANAHER CORP SBI	235851102			2/15/2008		2/9/2010	70,579	57,015				13,564	
70	X	DEVON ENERGY CORP NEW	25179M103			2/9/2010		7/28/2010	62,208	65,843				-3,635	
71	X	DEVON ENERGY CORP NEW	25179M103			2/23/2010		7/28/2010	954	1,023				-69	
72	X	DIAGEO PLC SPONSORED AD	25243Q205			2/9/2010		2/23/2010	655	634				21	
73	X	DIAGEO PLC SPONSORED AD	25243Q205			2/9/2010		7/28/2010	72,170	65,583				6,587	
74	X	WALT DISNEY CO (HOLDING	254687106			2/9/2010		2/23/2010	1,208	1,157				51	
75	X	WALT DISNEY CO (HOLDING	254687106			2/9/2010		7/28/2010	74,635	64,963				9,672	
76	X	DOMINION RES INC VA NEW	25746U109			12/16/2005		2/9/2010	73,127	72,895				232	
77	X	DUPONT EIDE NEMOURS &	263534109			8/17/2004		2/9/2010	32,682	41,200				-8,518	
78	X	DUPONT EIDE NEMOURS &	263534109			3/3/2003		2/9/2010	105,241	99,312				5,929	
79	X	EATON VANCE LTD DUR INCC	27828H105			2/9/2010		2/23/2010	3,237	3,146				91	
80	X	EATON VANCE LTD DUR INCC	27828H105			2/9/2010		7/28/2010	234,701	223,544				11,157	
81	X	EBAY INC	278642103			9/30/2003		2/9/2010	13,459	16,253				-2,794	
82	X	EMERSON ELECTRIC CO	291011104			9/9/2004		2/9/2010	108,673	71,128				37,545	
83	X	ENTERPRISE PRODS PARTNE	293792107			7/28/2010		10/15/2010	19,850	18,737				1,113	
84	X	ENTERPRISE PRODS PARTNE	293792107			7/28/2010		10/26/2010	119,098	112,419				6,679	
85	X	EXPRESS SCRIPTS INC CL A	302182100			2/23/2010		7/28/2010	55,193	57,410				-2,217	
86	X	EXPRESS SCRIPTS INC CL A	302182100			2/23/2010		7/28/2010	9,889	10,300				-411	
87	X	EXXON MOBIL CORP	30231G102			9/3/2004		2/9/2010	38,232	22,362				15,870	
88	X	EXXON MOBIL CORP	30231G102			2/23/2010		7/28/2010	1,772	1,887				-115	
89	X	EXXON MOBIL CORP	30231G102			9/3/2004		7/28/2010	61,897	38,590				23,307	
90	X	FHLMC 4 50% 1/15/13	3134A4SA3			2/26/2008		2/9/2010	108,555	99,333				9,222	
91	X	FORTUNE BRANDS INC	349631101			4/26/2005		2/9/2010	36,823	64,058				-27,235	
92	X	GENERAL ELECTRIC CO	369604103			2/9/2010		7/28/2010	27,776	26,986				790	
93	X	GENERAL ELECTRIC CO	369604103			2/23/2010		7/28/2010	257	256				1	
94	X	GENERAL ELECTRIC CO	369604103			9/3/2004		7/28/2010	40,186	91,904				-51,718	
95	X	GENERAL ELEC CO 5 000% 2/	369604AY9			3/4/2003		2/9/2010	107,091	103,388				3,703	
96	X	GENERAL MILLS INC	370334104			3/12/2003		2/9/2010	82,912	55,508				27,404	
97	X	GOLDMAN SACHS GROUP INC	38141G104			5/19/2005		2/9/2010	105,906	69,699				36,207	
98	X	GOLDMAN SACHS GP 5 500%	38141GCM4			9/7/2004		2/9/2010	107,110	103,481				3,629	
99	X	HALLIBURTON CO	406216101			7/28/2010		11/19/2010	148,103	132,428				15,675	
100	X	HALLIBURTON CO	406216101			8/13/2010		11/19/2010	7,191	5,981				1,210	
101	X	HARSCO CORP	415864107			2/15/2008		2/9/2010	29,306	54,539				-25,233	

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss	
										Gross Sales		Cost, Other Basis and Expenses	Net Gain or Loss		
										Price	Other Basis				
Long Term CG Distributions										12,256,529		11,887,391		369,138	
Short Term CG Distributions										0		0		0	
102	X	HEWLETT PACKARD	428236103				9/30/2003		2/9/2010	30,459	12,731	17,728			
103	X	HEWLETT PACKARD	428236103				9/30/2003		2/23/2010	853	343	510			
104	X	HONEYWELL INTL INC	438516106				8/17/2004		2/9/2010	22,651	21,240	1,411			
105	X	HONEYWELL INTL INC	438516106				7/28/2010		11/16/2010	118,688	112,812	5,876			
106	X	ING PRIME RATE TRUST	44977W106				7/28/2010		7/28/2010	215,862	224,830	-8,968			
107	X	ING PRIME RATE TRUST	44977W106				2/23/2010		7/28/2010	2,231	2,362	-131			
108	X	INTEL CORP	458140100				4/28/2005		2/9/2010	50,987	60,267	-9,280			
109	X	IBM	459200101				9/3/2004		2/9/2010	135,820	88,029	47,791			
110	X	ISHARES INC MSCI JAPAN	464286848				2/23/2010		7/28/2010	1,579	1,612	-33			
111	X	ISHARES INC MSCI JAPAN	464286848				2/9/2010		7/28/2010	64,869	66,201	-1,332			
112	X	ISHARES MSCI EMERG MKT II	464287234				1/11/2008		2/9/2010	79,270	75,661	3,609			
113	X	ISHARES MSCI EMERG MKT II	464287234				7/28/2010		9/13/2010	42	41	1			
114	X	ISHARES MSCI EMERG MKT II	464287234				1/11/2008		9/13/2010	63,340	53,981	9,359			
115	X	ISHARES MSCI EMERG MKT II	464287234				7/28/2010		9/17/2010	219,726	215,114	4,612			
116	X	ISHARES GOLDMAN SACHS \$	464287242				7/28/2010		8/13/2010	4,983	4,925	58			
117	X	ISHARES MSCI EAFE INDEX F	464287465				1/11/2008		2/9/2010	154,744	190,403	-35,659			
118	X	ISHARES RUSSELL MIDCAP V	464287473				12/16/2005		2/9/2010	85,706	90,416	-4,710			
119	X	ISHARES RUSSELL MIDCAP V	464287481				12/16/2005		2/9/2010	95,569	93,039	2,530			
120	X	ISHARES NASDAQ BIOTECHN	464287556				2/9/2010		2/23/2010	84	82	2			
121	X	ISHARES NASDAQ BIOTECHN	464287556				2/9/2010		8/13/2010	4,011	4,026	-15			
122	X	ISHARES NASDAQ BIOTECHN	464287556				2/9/2010		11/19/2010	56,488	52,093	4,395			
123	X	ISHARES NASDAQ BIOTECHN	464287556				7/28/2010		11/19/2010	77,159	69,898	7,261			
124	X	ISHARES S&P MIDCAP 400 GF	464287606				2/9/2010		2/23/2010	1,167	1,114	53			
125	X	ISHARES S&P MIDCAP 400 GF	464287606				2/9/2010		7/28/2010	61,311	54,954	6,357			
126	X	ISHARES RUSSELL 1000 GRW	464287614				1/11/2008		2/9/2010	271,727	305,099	-33,372			
127	X	ISHARES RUSSELL 2000 IND	464287655				7/6/2007		2/9/2010	165,710	198,632	-32,922			
128	X	ISHARES S&P SMALLCAP 600	464287804				2/9/2010		2/23/2010	1,926	1,818	108			
129	X	ISHARES S&P SMALLCAP 600	464287804				2/9/2010		7/28/2010	61,483	54,847	6,636			
130	X	ISHARES S&P EUROPE 350 IN	464287861				7/6/2007		2/9/2010	106,305	149,151	-42,846			
131	X	J P MORGAN CHASE & CO	46625H100				9/3/2004		2/9/2010	34,246	32,463	1,783			
132	X	JOHNSON & JOHNSON	478160104				2/17/2002		2/9/2010	100,482	92,064	8,418			
133	X	KIMBERLY CLARK CORP	494368103				7/28/2010		8/13/2010	2,591	2,586	5			
134	X	LMP CORPORATE LN FD INC	50208B100				8/17/2004		2/9/2010	52,347	73,478	-21,131			
135	X	LOWES COMPANIES INC	548661107				7/28/2010		8/5/2010	75,565	76,441	-876			
136	X	MFS CHARTER INCOME TR ST	552737109				7/28/2010		8/13/2010	11,496	11,332	164			
137	X	MFS MULTIMARKETING INCO	552737108				7/28/2010		8/13/2010	6,348	6,234	114			
138	X	MACYS INC	55616P104				7/28/2010		8/13/2010	6,329	6,017	312			
139	X	MACYS INC	55616P104				7/28/2010		11/19/2010	107,863	87,066	20,797			
140	X	MASTERCARD INC CLASS A	57636Q104				2/23/2010		7/28/2010	2,568	2,665	-97			
141	X	MASTERCARD INC CLASS A	57636Q104				2/9/2010		7/28/2010	62,703	66,022	-3,319			
142	X	MC DONALDS CORP	580135101				9/30/2003		2/9/2010	75,817	31,442	44,375			
143	X	METLIFE INC	59156R108				5/12/2004		2/9/2010	57,719	45,537	12,182			
144	X	MONSANTO CO NEW	61166W101				2/23/2010		3/23/2010	2,616	2,732	-116			
145	X	MONSANTO CO NEW	61166W101				2/9/2010		3/23/2010	62,280	65,944	-3,664			
146	X	NATIONAL RURAL UTILITIES	637432DA0				9/7/2004		2/9/2010	102,017	100,552	1,465			
147	X	NEWMONT MINING	651639106				7/28/2010		8/13/2010	3,464	3,395	69			
148	X	NFJ DIVID INT & PREM STRTG	65337H109				2/9/2010		2/23/2010	1,172	1,120	52			
149	X	NFJ DIVID INT & PREM STRTG	65337H109				2/9/2010		7/28/2010	56,663	55,574	1,089			
150	X	NOKIA CP ADR	654902204				5/19/2005		2/9/2010	9,388	12,411	-3,023			
151	X	NOVARTIS INC	655664100				5/23/2005		2/9/2010	51,817	44,168	7,649			
152	X	NOVARTIS AG SPONSORED A	66987V109				2/9/2010		7/28/2010	60,521	66,208	-5,687			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount						
Long Term CG Distributions										183						
Short Term CG Distributions										0						
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals							
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss		
153	X	NOVARTIS AG SPONSORED A	66987V109			2/23/2010		7/28/2010	146	163					-17	
154	X	NUVEEN GLOBAL VALUE OF	6706EH103			2/9/2010		2/23/2010	2,541	2,390					151	
155	X	OMNICOM GROUP	681919106			4/28/2010		7/28/2010	51,146	57,594					-6,448	
156	X	PEPSICO INC NC	713448108			9/3/2004		2/23/2010	680	557					123	
157	X	PEPSICO INC NC	713448108			9/3/2004		8/13/2010	1,837	1,417					420	
158	X	PFIZER INC	717081103			8/17/2004		2/9/2010	3,564	6,302					-2,738	
159	X	PFIZER INC	717081103			9/3/2004		2/9/2010	3,564	6,576					-3,012	
160	X	PFIZER INC	717081103			2/17/2002		2/9/2010	10,693	24,633					-13,940	
161	X	PFIZER INC	717081103			10/16/2009		2/9/2010	17,554	17,252					302	
162	X	POWERSHARES WATER RES	73935X575			2/9/2010		2/23/2010	438	421					17	
163	X	POWERSHARES WATER RES	73935X575			2/9/2010		7/28/2010	28,829	27,901					928	
164	X	POWERSHARES S&P 500 BUN	73936G308			2/9/2010		2/23/2010	233	226					7	
165	X	POWERSHARES S&P 500 BUN	73936G308			2/9/2010		8/13/2010	45,213	45,166					47	
166	X	POWERSHARES S&P 500 BUN	73936G308			7/28/2010		8/13/2010	143,646	144,021					-375	
167	X	PROCTER & GAMBLE	742718109			9/3/2004		2/9/2010	55,288	49,698					5,590	
168	X	PUBLIC SERVICE ENTERPRIS	744573106			6/11/2003		2/9/2010	59,797	43,170					16,627	
169	X	QUEST DIAGNOSTICS INC	78356A517			2/15/2008		2/9/2010	82,982	78,354					4,628	
170	X	RYDEX MANAGED FUTURES	78356A517			2/23/2010		7/28/2010	7,604	8,126					-522	
171	X	RYDEX MANAGED FUTURES	78356A517			2/9/2010		7/28/2010	209,037	224,687					-15,650	
172	X	STANDARD & POOR'S DEPT F	78462F103			6/9/2010		6/17/2010	108,728	106,599					2,129	
173	X	STANDARD & POOR'S DEPT F	78462F103			8/13/2010		9/16/2010	330,414	325,500					4,914	
174	X	STANDARD & POOR'S DEPT F	78462F103			9/22/2010		10/15/2010	287,120	283,670					3,450	
175	X	UIT	78463V107			11/9/2010		12/3/2010	66	65					1	
176	X	SPDR DJ INDUSTRIAL AVERA	78467X109			6/9/2010		6/17/2010	171,442	168,717					2,725	
177	X	SPDR DJ INDUSTRIAL AVERA	78467X109			6/9/2010		6/30/2010	30,254	29,774					480	
178	X	SCHLUMBERGER LTD	806857108			2/23/2010		7/28/2010	4,860	4,913					-53	
179	X	SCHLUMBERGER LTD	806857108			2/9/2010		7/28/2010	62,098	65,854					-3,756	
180	X	SCHLUMBERGER LTD	806857108			11/4/2010		12/17/2010	155,637	150,374					5,263	
181	X	SEMPRA ENERGY	816851109			7/28/2010		8/13/2010	3,540	3,511					29	
182	X	SUNCOR ENERGY INC NEW	867224107			2/23/2010		7/28/2010	3,908	3,543					365	
183	X	SUNCOR ENERGY INC NEW	867224107			2/9/2010		7/28/2010	70,885	65,670					5,215	
184	X	TAIWAN SEMICONDUCTOR M	874039100			2/9/2010		7/28/2010	72,278	66,125					6,153	
185	X	TAIWAN SEMICONDUCTOR M	874039100			2/23/2010		7/28/2010	32	30					2	
186	X	TARGET CORP	87612E106			2/17/2002		2/9/2010	49,101	44,452					4,649	
187	X	TEVA PHARMACEUTICAL IND	881624209			2/9/2010		2/23/2010	1,492	1,427					65	
188	X	TEVA PHARMACEUTICAL IND	881624209			2/9/2010		7/28/2010	55,428	64,917					-9,489	
189	X	3M CO	88579Y101			4/2/2003		2/9/2010	78,376	60,103					18,273	
190	X	TORONTO DOMINION BK NEW	891160509			2/23/2010		7/28/2010	77,938	67,807					10,131	
191	X	TOTAL FINA SA ADS	89151E109			2/9/2010		7/28/2010	59,465	66,032					-6,567	
192	X	TOTAL FINA SA ADS	89151E109			2/23/2010		7/28/2010	401	454					-53	
193	X	TRAVELERS COMPANIES INC	89417E109			3/14/2006		2/9/2010	93,634	69,828					23,806	
194	X	US BANCORP DEL NEW	902973304			8/17/2004		2/9/2010	28,296	34,680					-6,384	
195	X	URS CORPORATION	903236107			2/9/2010		2/23/2010	1,954	1,848					106	
196	X	URS CORPORATION	903236107			2/9/2010		7/28/2010	59,991	64,105					-4,114	
197	X	US TREASURY NOTE 5.000%	912827782			3/12/2003		2/9/2010	106,840	111,594					-4,754	
198	X	UNITED TECHNOLOGIES COF	913017109			2/9/2010		2/23/2010	136	132					4	
199	X	UNITED TECHNOLOGIES COF	913017109			2/9/2010		7/28/2010	71,170	65,992					5,178	
200	X	UNITEDHEALTH GROUP INC	91324P102			3/14/2006		2/9/2010	55,290	85,037					-29,747	
201	X	VAN KAMPEN AMERN CAP SR	920961109			8/17/2004		2/9/2010	35,520	71,082					-35,562	
202	X	VANGUARD REIT VIPERS	922908553			2/9/2010		2/23/2010	5,366	5,010					376	
203	X	VERIZON COMMUNICATIONS	92343V104			6/3/2003		2/9/2010	43,264	55,404					-12,140	
									12,256,529		0		11,887,391		369,138	
Securities									0		0		0		0	
Other sales																

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount				
Long Term CG Distributions										183				
Short Term CG Distributions										0				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
204	X	VERIZON COMMUNICATIONS	92343V104			8/5/2010		8/13/2010	77,068	75,592				1,476
205	X	VISA INC CL A	92826C839			2/9/2010		2/23/2010	1,123	1,077				46
206	X	WAL MART STORES INC	931142103			2/9/2010		7/28/2010	63,847	66,195				-2,348
207	X	WAL MART STORES INC	931142103			2/23/2010		7/28/2010	975	1,020				-45
208	X	WELLS FARGO & CO NEW	949746101			9/3/2004		2/9/2010	148,312	160,429				-12,117
209	X	WELLS FARGO ADV SHORT T	949917611			2/9/2010		7/28/2010	95,934	95,231				703
210	X	WELLS FARGO ADV SHORT T	949917611			2/23/2010		7/28/2010	6,164	6,134				30
211	X	WELLS FARGO ADV SHORT T	949917611			2/26/2010		7/28/2010	615	613				2
212	X	WELLS FARGO ADV SHORT T	949917611			3/31/2010		7/28/2010	1,305	1,308				-3
213	X	WELLS FARGO ADV SHORT T	949917611			4/30/2010		7/28/2010	1,347	1,352				-5
214	X	WELLS FARGO ADV SHORT T	949917611			2/9/2010		8/13/2010	2,890	2,872				18
215	X	WELLS FARGO ADV SHORT T	949917611			7/30/2010		8/13/2010	1,360	1,361				-1
216	X	YUM BRANDS INC	988498101			2/9/2010		7/28/2010	84,647	66,228				18,419
217	X	COVIDIEN PLC NEW	G2554F105			2/9/2010		7/28/2010	51,748	66,144				-14,396
218	X	COVIDIEN PLC NEW	G2554F105			2/23/2010		7/28/2010	932	1,201				-269
219	X	TYCO INTERNATIONAL LTD N	H89128104			7/28/2010		8/13/2010	2,048	2,052				-4
220	X	1231 GAIN	293792107			1/1/2001		12/31/2010	0	66				-66
221	X	AMAZON COM INC 145 000 JU				1/1/2010		4/14/2010	15,075	0				15,075
222	X	APPLE INC 250 000 JUL C				1/1/2010		4/14/2010	10,395	0				10,395
223	X	APPLE INC 260 000 AUG C				1/1/2010		7/28/2010	12,264	0				12,264
224	X	APPLE INC 290 000 NOV C				1/1/2010		9/22/2010	17,922	40,180				-22,258
225	X	ARCELORMITTAL SALUXEM 4				1/1/2010		4/14/2010	8,280	0				8,280
226	X	BRISTOL MYERS SQUIBB 28 C				1/1/2010		9/22/2010	2,891	0				2,891
227	X	GENERAL MILLS INC 37 000 N				1/1/2010		9/22/2010	2,746	0				2,746
228	X	JPMORGAN CHASE & CO 40 C				1/1/2010		9/22/2010	6,596	0				6,596
229	X	SPDR GOLD TR FOLD SHS 13				1/1/2010		11/4/2010	4,725	0				4,725
230	X	SPDR TRUST SERIES 1 122 04				1/1/2010		11/4/2010	5,366	1,860				3,506
Totals										Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss		
Securities										12,256,529	11,887,391	369,138		
Other sales										0	0	0		

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	INCOME FROM COMPUTER PARTS	662	662	
2	ORDINARY GAIN - ENTERPRISE PROD	5,509	5,509	
3	ORDINARY BUSINESS LOSS	-4,199	-4,199	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	
		1,972	1,972	0

Line 16a (990-PF) - Legal Fees

		13,210	6,605	0	6,605
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	13,210	6,605		6,605
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,500			1,500
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		138	138	138	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
1	FOREIGN TAX WITHHELD	113	113			
2	STATE TAXES PAID FROM PRIOR YEAR	25	25			
3						
4						
5						
6						
7						
8						
9						
10						

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	CUSTODIAN AND MANAGEMENT FEES	63,668	47,751		15,917
3	OTHER MISC FOUNDATION EXPENSES	21,708	16,281		5,427
4	INVESTMENT EXPENSES - PROCEEDS	66	50		16
5					
6					
7					
8					
9					
10					

85,442 64,082 0 21,360

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1			3,937,024	1,709,577	0	1,753,034
2			3,937,024	1,709,577		1,753,034
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1				1,547,607	3,627,335		3,906,303
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	ADJUSTMENT FROM ENTERPRISE PRODUCTS PARTNERS K-1	1	4,249
2	RETURN OF CAPITAL	2	22
3	PARTNERSHIP INCOME	3	38
4	OTHER ADJUSTMENT - INCREASE	4	4,478
5	Total	5	8,787

Line 5 - Decreases not included in Part III, Line 2

1	SALES ADJUSTMENT - ENTERPRISE PRODUCTS PARTNERS	1	1,389
2	Total	2	1,389

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount												183	0
Long Term CG Distributions													
Short Term CG Distributions													
Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1 AIR PRODUCTS & CHEMICAL INC	009158106		4/28/2005	2/9/2010		61,663	0	48,846	12,817			0	12,817
2 AIR PRODUCTS & CHEMICAL INC	009158106		3/23/2010	7/28/2010		62,595	0	64,833	-2,238			0	-2,238
3 ALLSTATE CORP	020002101		9/3/2004	2/9/2010		22,738	0	37,386	-14,648			0	-14,648
4 AMAZON COM INC	023135106		2/23/2010	7/28/2010		5,152	0	5,166	-14			0	-14
5 AMAZON COM INC	023135106		2/9/2010	7/28/2010		172,460	0	174,135	-1,675			0	-1,675
6 AMERICAN EXPRESS CO	025816109		3/17/2004	2/9/2010		26,161	0	30,519	-4,358			0	-4,358
7 AMERICAN EXPRESS 6 150% 8/28/17	025816AX7		2/21/2008	2/9/2010		105,990	0	102,317	3,673			0	3,673
8 AMERICAN EXPRESS 7 000% 3/19/18	025816AV5		3/13/2008	2/9/2010		110,868	0	100,220	10,648			0	10,648
9 AMGEN INC	031162100		2/17/2002	2/9/2010		21,444	0	21,466	-22			0	-22
10 AT&T INC	002068102		8/17/2004	2/9/2010		25,131	0	25,590	-459			0	-459
11 ABBOTT LABORATORIES	002824100		5/18/2005	2/9/2010		53,769	0	47,624	6,145			0	6,145
12 AMPHENOL CORP NEW CL A	032095101		5/18/2005	2/9/2010		78,788	0	41,800	36,988			0	36,988
13 ANHEUSER BUSCH INBEV SANV SPON	03524A108		2/9/2010	7/28/2010		74,222	0	66,106	8,116			0	8,116
14 APPLE COMPUTER INC	037833100		2/23/2010	11/4/2010		6,666	0	4,138	2,528			0	2,528
15 APPLE COMPUTER INC	037833100		2/9/2010	11/4/2010		279,961	0	173,341	106,620			0	106,620
16 APPLE COMPUTER INC	037833100		7/28/2010	7/28/2010		157,756	0	130,620	27,136			0	27,136
17 ARCELORMITTAL	03938L104		2/9/2010	7/28/2010		138,209	0	173,420	-35,211			0	-35,211
18 AXA SA SPONSORED ADR	054536107		2/9/2010	2/23/2010		66,448	0	66,101	347			0	347
19 BP AMOCO P L C SPON ADR	055622104		9/3/2004	2/9/2010		42,554	0	43,397	-843			0	-843
20 BT GROUP PLC ADR	05577E101		2/9/2010	2/23/2010		57,399	0	66,157	-8,758			0	-8,758
21 BANK AMERICA CORP	060505104		9/3/2004	2/23/2010		4,522	0	12,243	-7,721			0	-7,721
22 BANK AMERICA CORP	060505104		2/9/2010	7/28/2010		46,944	0	48,317	-1,373			0	-1,373
23 BANK AMERICA CORP	060505104		9/3/2004	7/28/2010		12,943	0	39,671	-26,728			0	-26,728
24 BANK OF AMERICA CORPORATION	060505AR5		3/13/2003	2/9/2010		105,290	0	103,182	2,108			0	2,108
25 BANK ONE CAP TR VI	06423W204		2/17/2002	2/9/2010		99,963	0	99,960	3			0	3
26 IPATH DJ AIG CDMTY IND TOT RET ETN	06738C778		1/12/2009	2/9/2010		19,426	0	17,263	2,163			0	2,163
27 BECTON DICKINSON & CO	075887109		9/30/2003	2/9/2010		96,756	0	51,135	45,621			0	45,621
28 BELL SOUTH CORP 4 750% 11/15/12	079860AJ1		1/6/2009	2/9/2010		26,674	0	25,199	1,475			0	1,475
29 BERKSHIRE HATHAWAY FINANCIAL CO	084664AT8		2/22/2008	2/9/2010		107,880	0	101,704	6,176			0	6,176
30 BEST BUY INC	086516101		6/3/2003	2/9/2010		35,851	0	25,907	9,944			0	9,944
31 BHP LTD SPONSORED ADR	088606108		2/9/2010	2/23/2010		1,029	0	987	42			0	42
32 ARCELORMITTAL	03938L104		2/23/2010	7/28/2010		7,610	0	9,280	-1,670			0	-1,670
33 BHP LTD SPONSORED ADR	088606108		2/9/2010	7/28/2010		67,078	0	65,051	2,027			0	2,027
34 ANHEUSER BUSCH INBEV SANV SPON	03524A108		2/23/2010	7/28/2010		215	0	196	19			0	19
35 APPLE COMPUTER INC	037833100		7/28/2010	8/13/2010		750	0	788	-38			0	-38
36 BLACKROCK INC CLASS A	09247X101		2/9/2010	2/23/2010		1,733	0	1,648	85			0	85
37 BLACKROCK INC CLASS A	09247X101		2/9/2010	4/28/2010		57,606	0	64,498	-6,892			0	-6,892
38 BLACKROCK LTD DURATION INC TR	09249W101		7/28/2010	8/13/2010		3,491	0	3,510	-19			0	-19
39 BLACKROCK CORP HIGH YLD FD III	09255M104		8/17/2004	2/9/2010		31,971	0	42,530	-10,559			0	-10,559
40 BLACKROCK CORP HI YLD FD VI INC	09255P107		8/17/2004	2/9/2010		36,195	0	49,673	-13,478			0	-13,478
41 BRISTOL MYERS SQUIBB CO	110122108		7/28/2010	8/13/2010		8,686	0	8,276	410			0	410
42 BRITISH AMERN TOB PLC SPONS ADR	110448107		2/9/2010	2/23/2010		69,771	0	66,127	3,644			0	3,644
43 BRITISH AMERN TOB PLC SPONS ADR	110448107		7/28/2010	8/13/2010		2,885	0	2,867	18			0	18
44 BRITISH AMERN TOB PLC SPONS ADR	110448107		7/28/2010	11/19/2010		138,923	0	125,856	13,067			0	13,067
45 CANON INC ADR	138006309		2/9/2010	2/23/2010		1,874	0	1,778	96			0	96
46 CANON INC ADR	138006309		2/9/2010	7/28/2010		68,413	0	64,378	4,035			0	4,035
47 CARNIVAL CORP NEW PAIRED	143658300		8/13/2010	11/16/2010		2,761	0	2,287	474			0	474
48 CARNIVAL CORP NEW PAIRED	143658300		7/28/2010	11/16/2010		107,697	0	94,895	12,802			0	12,802
49 CATERPILLAR FINL SVCS CORP	14912L3K5		8/20/2008	2/9/2010		108,355	0	103,541	4,814			0	4,814
50 CHESAPEAKE ENERGY CORP	165167107		2/9/2010	2/23/2010		7,136	0	6,639	497			0	497
51 CHESAPEAKE ENERGY CORP	165167107		2/9/2010	7/28/2010		143,576	0	165,551	-21,975			0	-21,975
52 CHEVRON CORPORATION	166764100		9/30/2003	2/9/2010		85,376	0	44,070	41,306			0	41,306
53 CISCO SVS INC	17275R102		1/14/2004	2/9/2010		66,449	0	50,802	15,647			0	15,647
54 CISCO SVS INC 5 500% 2/22/16	17275RAC6		2/20/2008	2/9/2010		111,920	0	101,302	10,618			0	10,618
55 CITIGROUP INC	172967101		9/3/2004	2/24/2010		2,394	0	31,934	-29,540			0	-29,540
56 CITIGROUP CAPITAL VIII SEC TRUPS	17308R204		2/17/2002	2/9/2010		79,640	0	100,320	-20,680			0	-20,680
57 CLAYMORE/BNY BRIC ETF	18383M100		2/9/2010	2/23/2010		392	0	379	13			0	13

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Amount									
Short Term CG Distributions										183	0								
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	0	0	368,955	0	368,955	0	368,955
58	CLAYMORE/FBNY BRIC ETF	18383MT100		2/9/2010	7/28/2010	60,961	0	56,232	4,729			0							4,729
59	COACH INC	189754104		2/9/2010	2/23/2010	2,385	0	2,246	139			0							139
60	COACH INC	189754104		2/9/2010	7/28/2010	68,311	0	63,863	4,448			0							4,448
61	COCA COLA CO	191216100		2/9/2010	7/28/2010	17,382	0	17,130	252			0							252
62	COCA COLA CO	191216100		2/23/2010	7/28/2010	1,104	0	1,098	6			0							6
63	COCA COLA CO	191216100		1/14/2004	7/28/2010	49,662	0	37,396	12,266			0							12,266
64	COGNIZANT TECHNOLOGY SOLUTIONS	192446102		7/28/2010	8/13/2010	10,567	0	9,850	717			0							717
65	COLGATE PALMOLIVE CO	194162103		12/16/2005	2/9/2010	39,804	0	28,135	11,669			0							11,669
66	CONOCOPHILLIPS	20825C104		3/12/2003	2/9/2010	57,686	0	29,040	28,646			0							28,646
67	CREDIT SUISSE GROUP SPONSORED A	225401108		2/23/2010	7/28/2010	69,404	0	66,389	3,015			0							3,015
68	CREDIT SUISSE GROUP SPONSORED A	225401108		2/23/2010	7/28/2010	1,182	0	1,134	48			0							48
69	DANAHER CORP SBI	235851102		2/15/2008	2/9/2010	70,579	0	57,015	13,564			0							13,564
70	DEVON ENERGY CORP NEW	25179MT103		2/9/2010	7/28/2010	62,208	0	65,843	-3,635			0							-3,635
71	DEVON ENERGY CORP NEW	25179MT103		2/23/2010	7/28/2010	954	0	1,023	-69			0							-69
72	DIAGEO PLC SPONSORED ADR	25243Q205		2/9/2010	2/23/2010	655	0	634	21			0							21
73	DIAGEO PLC SPONSORED ADR	25243Q205		2/9/2010	7/28/2010	72,170	0	65,583	6,587			0							6,587
74	WALT DISNEY CO (HOLDING CO)	25468T106		2/9/2010	2/23/2010	1,208	0	1,157	51			0							51
75	WALT DISNEY CO (HOLDING CO)	25468T106		2/9/2010	7/28/2010	74,635	0	64,963	9,672			0							9,672
76	DOMINION RES INC VA NEW	25746U109		12/16/2005	2/9/2010	73,127	0	72,895	232			0							232
77	DU PONT EI DE NEMOURS & CO	263534109		8/17/2004	2/9/2010	32,682	0	41,200	-8,518			0							-8,518
78	DUPONT EINEMOURS 4 125% 3/6/13	26353LJB8		3/3/2003	2/9/2010	105,241	0	99,312	5,929			0							5,929
79	EATON VANCE LTD DUR INCOME F	27828H105		2/9/2010	2/23/2010	3,237	0	3,146	91			0							91
80	EATON VANCE LTD DUR INCOME F	27828H105		2/9/2010	7/28/2010	234,701	0	223,544	11,157			0							11,157
81	EBAY INC	27864Z103		9/30/2003	2/9/2010	13,459	0	16,253	-2,794			0							-2,794
82	EMERSON ELECTRIC CO	291011104		9/9/2004	2/9/2010	108,673	0	71,128	37,545			0							37,545
83	ENTERPRISE PRODS PARTNERS L UNIT	29379Z107		7/28/2010	10/15/2010	19,850	0	18,737	1,113			0							1,113
84	ENTERPRISE PRODS PARTNERS L UNIT	29379Z107		7/28/2010	10/26/2010	119,098	0	112,419	6,679			0							6,679
85	EXPRESS SCRIPTS INC CL A	30218Z100		2/23/2010	7/28/2010	55,193	0	57,410	-2,217			0							-2,217
86	EXPRESS SCRIPTS INC CL A	30218Z100		2/23/2010	7/28/2010	9,889	0	10,300	-411			0							-411
87	EXXON MOBIL CORP	30231G102		9/3/2004	2/9/2010	38,232	0	22,362	15,870			0							15,870
88	EXXON MOBIL CORP	30231G102		2/23/2010	7/28/2010	1,772	0	1,887	-115			0							-115
89	EXXON MOBIL CORP	30231G102		9/3/2004	7/28/2010	61,897	0	38,590	23,307			0							23,307
90	FHLMC 4 50% 1/15/13	3134A4SA3		2/26/2008	2/9/2010	108,555	0	99,333	9,222			0							9,222
91	FORTUNE BRANDS INC	349631101		4/26/2005	2/9/2010	36,823	0	64,058	-27,235			0							-27,235
92	GENERAL ELECTRIC CO	369604103		2/9/2010	7/28/2010	27,776	0	26,986	790			0							790
93	GENERAL ELECTRIC CO	369604103		2/23/2010	7/28/2010	257	0	256	1			0							1
94	GENERAL ELECTRIC CO	369604103		9/3/2004	7/28/2010	40,186	0	91,904	-51,718			0							-51,718
95	GENERAL ELEC CO 5 000% 2/1/13	369604AY9		3/4/2003	2/9/2010	107,091	0	103,388	3,703			0							3,703
96	GENERAL MILLS INC	370334104		3/12/2003	2/9/2010	82,912	0	55,508	27,404			0							27,404
97	GOLDMAN SACHS GROUP INC	38141G104		5/19/2005	2/9/2010	105,906	0	69,699	36,207			0							36,207
98	GOLDMAN SACHS GP 5 500% 11/15/14	38141GCM4		9/7/2004	2/9/2010	107,110	0	103,481	3,629			0							3,629
99	HALLIBURTON CO	406216101		7/28/2010	11/19/2010	148,103	0	132,428	15,675			0							15,675
100	HALLIBURTON CO	406216101		8/13/2010	11/19/2010	7,191	0	5,981	1,210			0							1,210
101	HARSCO CORP	415864107		2/15/2008	2/9/2010	29,306	0	54,539	-25,233			0							-25,233
102	HEWLETT PACKARD	428236103		9/30/2003	2/9/2010	30,459	0	12,731	17,728			0							17,728
103	HEWLETT PACKARD	428236103		9/30/2003	2/23/2010	853	0	343	510			0							510
104	HONEYWELL INTL INC	438516106		8/17/2004	2/9/2010	22,651	0	21,240	1,411			0							1,411
105	HONEYWELL INTL INC	438516106		7/28/2010	11/16/2010	118,688	0	112,812	5,876			0							5,876
106	ING PRIME RATE TRUST	44977W106		2/9/2010	7/28/2010	215,862	0	224,830	-8,968			0							-8,968
107	ING PRIME RATE TRUST	44977W106		2/23/2010	7/28/2010	2,31	0	2,362	-131			0							-131
108	INTEL CORP	458140100		4/26/2005	2/9/2010	50,987	0	60,267	-9,280			0							-9,280
109	IBM	459200101		9/3/2004	2/9/2010	135,820	0	88,029	47,791			0							47,791
110	ISHARES INC MSCI JAPAN	464286848		2/23/2010	7/28/2010	1,579	0	1,612	-33			0							-33
111	ISHARES INC MSCI JAPAN	464286848		2/9/2010	7/28/2010	64,869	0	66,201	-1,332			0							-1,332
112	ISHARES MSCI EMERG MKT IDX	464287234		1/11/2008	2/9/2010	79,270	0	75,661	3,609			0							3,609
113	ISHARES MSCI EMERG MKT IDX	464287234		7/28/2010	9/13/2010	42	0	41	1			0							1
114	ISHARES MSCI EMERG MKT IDX	464287234		1/11/2008	9/13/2010	63,340	0	53,981	9,359			0							9,359

Amount

ATTORNEY

Amount

Amount

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount		Totals		12,256,346		0		11,887,391		368,955		0		0		368,955	
		Long Term CG Distributions	Short Term CG Distributions	Kind(s) of Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses				
229	SPDR GOLD TR FOLD SHS 136 000 DEC					11/2010	11/4/2010	4,725	0	0	4,725			0	4,725				
230	SPDR TRUST SERIES 1 122 000 DEC C					11/2010	11/4/2010	5,366	0	1,860	3,506			0	3,506				

87,750

[illegible]

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 169
2 First quarter estimated tax payment		2
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		6 0
7 Total		7 169

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	273,752
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	273,752

C Charles Jackson Foundation
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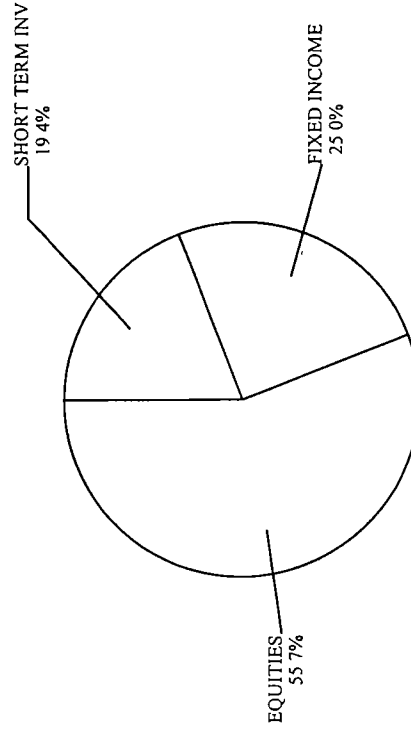
Personal Trust Officer
Nell Whiting
1-800-551-3326 Extension 830-6385

TRUST OPERATIONS DEPT

Account Review

Your Beginning Market Value:	\$ 6,860,217.95
Income Earned :	\$ 23,366.53
Contributions :	\$ 13,340.55
Withdrawals :	\$ -27,577.38
Realized Gains/Losses :	\$ -376.54
Unrealized Gain/Loss :	\$ 149,946.34
Your Ending Market Value :	\$ 7,018,917.45

Portfolio Summary



C Charles Jackson Foundation
December 1, 2010 - December 31, 2010

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Earnings Summary

	<i>This Period</i>	<i>This Year</i>
Interest/Dividends	23,366.53	200,799.77
Total	\$ 23,366.53	\$ 200,799.77

Withdrawal Summary

	<i>This Period</i>	<i>This Year</i>
Fees	-16,577.38	-89,421.58
To/For Beneficiaries	-11,000.00	-421,127.33
Other Distributions	0.00	-81.40
Total	\$ -27,577.38	\$ -510,630.31

Gain/Loss Summary

	<i>This Period</i>	<i>This Year</i>
Realized Gain/Loss	-376.54	244,316.09
Unrealized Gain/Loss	149,946.34	-41,513.44
Total	\$ 149,569.80	\$ 202,802.65

Contributions Summary

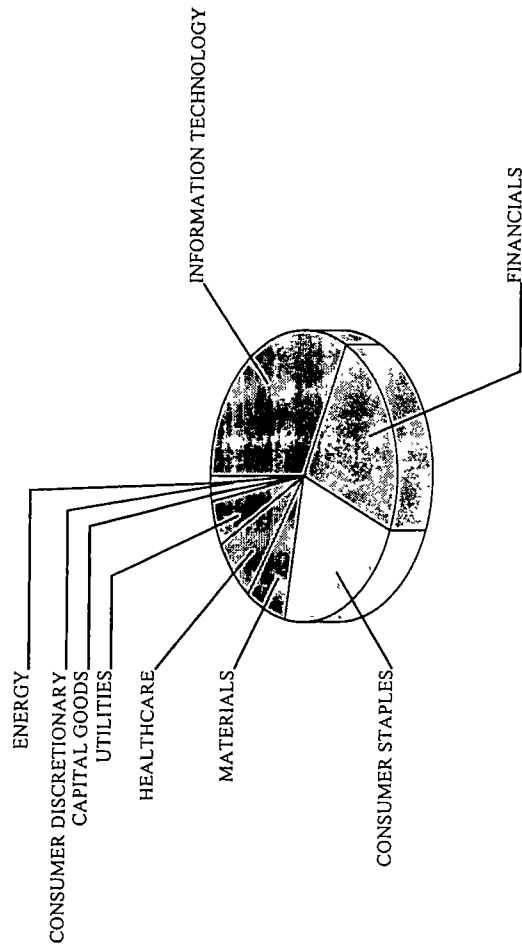
	<i>This Period</i>	<i>This Year</i>
Contributions	13,340.55	918,679.14
Total	\$ 13,340.55	\$ 918,679.14

Non-Cash Summary

	<i>This Period</i>	<i>This Year</i>
Asset Changes	0.00	1.00
Total	\$ 0.00	\$ 1.00

Common Stock Diversification Summary

<i>Industry Sector</i>	<i>Market Value</i>	<i>Percent</i>
Capital Goods	5,262.84	0.2%
Consumer Discretionary	5,199.89	0.2%
Consumer Staples	632,269.66	22.5%
Energy	4,092.87	0.2%
Financials	674,928.32	24.0%
Information Technology	958,197.30	34.1%
Materials	192,760.02	6.9%
Utilities	133,036.80	4.7%
Healthcare	207,672.00	7.4%
Total	\$ 2,813,419.70	100.0%



C Charles Jackson Foundation
December 1, 2010 - December 31, 2010

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Account Number 45-6064-01-3

List of Assets

<i>Description</i>	<i>Shares</i>	<i>Cost</i>	<i>Market Value</i>	<i>Percent Of Total Market</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
Cash and Equivalent						
Cash		17,346.97	17,346.97	0.25%	0	0.00%
Morgan Stanley Active Assets Money Trust	1,342,233.390	1,342,233.39	1,342,233.39	19.12%	134	0.01%
Total Cash and Equivalent		\$ 1,359,580.36	\$ 1,359,580.36	19.37%	\$ 134	0.01%
Equities						
Tyco International LTD New	3,554.000	130,212.52	147,277.76	2.10%	2,985	2.03%
Adobe Sys Inc	3,987.000	115,011.78	122,719.86	1.75%	0	0.00%
Automatic Data Processing Inc	3,258.000	137,699.72	150,780.24	2.15%	4,691	3.11%
Bristol Myers Squibb Co	4,930.000	124,010.21	130,546.40	1.86%	6,507	4.98%
British Amerm Tob PLC Spons ADR	48.000	3,356.15	3,729.60	0.05%	152	4.08%
Carnival Corp New Paired	59.000	1,927.95	2,720.49	0.04%	23	0.87%
Cognizant Technology Solutions Corp	1,916.000	104,271.97	140,423.64	2.00%	0	0.00%
Corning Inc	7,681.000	136,480.34	148,396.92	2.11%	1,536	1.04%
Enterprise Prods Partners L Unit	65.000	2,409.95	2,704.65	0.04%	151	5.60%
General Mills Inc	2,675.000	95,395.11	95,203.25	1.36%	2,996	3.15%
Goldman Sachs Group Inc	1,000.000	164,947.00	168,160.00	2.40%	1,400	0.83%
Halliburton Co	34.000	954.69	1,388.22	0.02%	12	0.88%
Hewlett Packard	3,191.000	111,693.29	134,341.10	1.91%	1,021	0.76%
Honeywell Intl Inc	99.000	4,127.90	5,262.84	0.07%	119	2.28%
Ishares Msci Emerg Mkt Idx	20.000	809.38	952.84	0.01%	12	1.36%
Ishares Nasdaq Biotechnology Index Fund	89.000	7,183.55	8,314.38	0.12%	45	0.55%
J P Morgan Chase & Co	3,446.000	139,491.82	146,179.32	2.08%	689	0.47%
Kimberly Clark Corp	2,008.000	129,813.98	126,584.32	1.80%	5,301	4.19%
Mfs Multimarketing Income Tr Sbi	26,778.000	175,902.50	184,768.20	2.63%	14,138	7.65%

C Charles Jackson Foundation
December 1, 2010 - December 31, 2010

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Account Number: 45-6064-01-3

List of Assets

<i>Description</i>	<i>Shares</i>	<i>Cost</i>	<i>Market Value</i>	<i>Percent Of Total Market</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
Macys Inc	98,000	1,896.10	2,479.40	0.04%	19	0.79%
Merck & Co Inc New	2,140,000	75,199.60	77,125.60	1.10%	3,252	4.22%
Microsoft Corp	4,564,000	126,319.06	127,381.24	1.81%	2,920	2.29%
Monsanto Co New	1,316,000	76,371.16	91,646.24	1.31%	1,473	1.61%
Newmont Mining	1,646,000	91,599.90	101,113.78	1.44%	987	0.98%
Nuveen Global Value Opportunities	20,480,000	370,543.13	415,744.00	5.92%	24,576	5.91%
Pepsico Inc NC	1,984,000	116,094.63	129,614.72	1.85%	3,809	2.94%
Raytheon Company New	2,895,000	139,842.36	134,154.30	1.91%	4,342	3.24%
Standard & Poor's Dept Recpt Unit Ser I	2,000,000	243,770.00	251,500.00	3.58%	4,534	1.80%
Spdr Gold Trust	1,500,000	202,603.95	208,080.00	2.96%	0	0.00%
Sempra Energy	2,535,000	128,974.46	133,036.80	1.90%	3,954	2.97%
Vanguard Reit Vipers	4,967,000	228,911.87	275,022.79	3.92%	9,392	3.42%
Visa Inc Cl A	1,550,000	123,529.95	109,089.00	1.55%	930	0.85%
Western Union Company	6,993,000	115,977.59	129,860.01	1.85%	1,958	1.51%
Advanced Bionics Inc	50,000,000	1.00	1.00	0.00%	0	0.00%
Total Equities		\$ 3,627,334.57	\$ 3,906,302.91	55.65%	\$ 103,924	2.66%

Fixed Income

Aim Floating Rate Fund A	43,149,323	322,408.32	333,975.76	4.76%	15,835	4.74%
Aim Short Term Bond A	36,511,260	317,415.08	317,282.85	4.52%	7,740	2.44%
Blackrock LTD Duration Inc Tr	22,214,000	345,710.96	362,088.20	5.16%	25,323	6.99%
Ishares Goldman Sachs \$ Investop Corporate Bond Fund	1,683,000	178,899.27	182,504.52	2.60%	8,887	4.87%
Mfs Charter Income Tr Sbi	38,787,000	356,775.40	365,373.54	5.21%	26,530	7.26%
Wells Fargo Adv Short Term HI Yld A	23,193,387	188,368.08	191,809.31	2.73%	9,857	5.14%

List of Assets

<i>Description</i>	<i>Shares</i>	<i>Cost</i>	<i>Market Value</i>	<i>Percent Of Total Market</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
Total Fixed Income		\$ 1,709,577.11	\$ 1,753,034.18	24.98%	\$ 94,172	5.37%
Total Assets		\$ 6,696,492.04	\$ 7,018,917.45	100.00%	\$ 198,230	2.82%

Transaction Activity

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Cost</i>
12/01/10	Balances At Beginning of Period	\$ 192,399.94	\$ -186,962.77	\$ 6,682,301.71
12/01/10	Interest Received Aim Floating Rate Fund A	1,180 01	0 00	0 00
12/01/10	Interest Received Aim Short Term Bond A	554 09	0 00	0 00
12/01/10	Interest Received Wells Fargo Adv Short Term HI Yld A	832 73	0 00	0 00
12/01/10	Net Call	0 00	11,019 80	0 00
12/02/10	Purchased 154 048 Shs 11/30/10 @ 7 66 Aim Floating Rate Fund A	0 00	-1,180 01	1,180 01
12/02/10	Purchased 63.470 Shs 11/30/10 @ 8 73 Aim Short Term Bond A	0 00	-554 09	554 09

C CHARLES JACKSON FOUNDATION

EIN: 41-1996905

ATTACHMENT TO 2010 FORM 990PF, PART X LINES 1(a) AND 1(b)

FYE 12/31/10

Ending Date	Cash	Bonds/Common Stock	TOTAL
1/31/2010	\$1,099,389.58	\$5,701,125.46	\$6,800,515.04
2/28/2010	\$1,099,098.38	\$5,721,153.79	\$6,820,252.17
3/31/2010	\$1,007,163.54	\$6,012,214.09	\$7,019,377.63
4/30/2010	\$999,736.83	\$6,038,073.48	\$7,037,810.31
5/31/2010	\$906,414.45	\$5,580,045.22	\$6,486,459.67
6/30/2010	\$888,194.68	\$5,458,792.25	\$6,346,986.93
7/31/2010	\$1,142,048.55	\$5,465,593.39	\$6,607,641.94
8/31/2010	\$39,773.56	\$6,438,665.17	\$6,478,438.73
9/30/2010	\$403,723.80	\$6,463,315.78	\$6,867,039.58
10/31/2010	\$827,040.04	\$6,181,598.41	\$7,008,638.45
11/30/2010	\$1,203,020.03	\$5,657,196.92	\$6,860,216.95
12/31/2010	<u>\$1,359,580.36</u>	\$5,659,336.09	\$7,018,916.45
Total	\$10,975,183.80	\$70,377,110.05	\$81,352,293.85
Average	\$914,598.65	\$5,864,759.17	\$6,779,357.82

Total of averages \$6,779,357.82

Morgan Stanley
Tax Transaction Detail Beneficiary Distributions

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C CHARLES JACKSON FOUNDATION

Account Id: 456064013

Trust Year Ending 12/31/2010

Tax Code/Desc	Paid For	Transactions	Income	Principal
149		BENEFICIARY DISTRIBUTIONS		
	000000000	No Beny Linked		
01/21/10		0 Units Reg Code 000 GUSTAVUS ADOLPHUS COLLEGE 2009 GRANT FOR CAMPUS-WIDE LEADERSHIP DEVELOPMENT PROGRAM APPROVED 2008 CH CHECK NUMBER 9005888	0 00	-7,000 00
02/03/10		0 Units Reg Code 000 LOYOLA UNIVERSITY CHICAGO 2010 GRANT AWARD FOR MICROGRANTS FOR SOCIAL CHANGE MODEL OF LEADERSHIP CH CHECK NUMBER 9005906	0 00	-25,000 00
02/11/10		0 Units Reg Code 000 TOTAL LEARNING RESEARCH INSTITUTE 2010 GRANT AWARD FOR THE SPACE SHUTTLE SIMULATOR PROJECT CH CHECK NUMBER 9005922	0 00	-40,000 00
03/10/10		0 Units Reg Code 000 KNOW GREATER HEROES 2010 GRANT AWARD CH CHECK NUMBER 0142025	0 00	-4,000 00
03/10/10		0 Units Reg Code 000 KNOW GREATER HEROES 2010 GRANT AWARD CH CHECK NUMBER 0142026	0 00	-2,000 00
03/10/10		0 Units Reg Code 000 COMMONBOND COMMUNITIES 2010 GRANT AWARD CH CHECK NUMBER 0142027	0 00	-1,500 00
03/10/10		0 Units Reg Code 000 UNIVERSITY OF MINNESOTA FOUNDATION 2010 GRANT AWARD CH CHECK NUMBER 0142028	0 00	-10,000 00
03/10/10		0 Units Reg Code 000 UNIVERSITY OF MINNESOTA FOUNDATION 2010 GRANT AWARD CH CHECK NUMBER 0142029	0 00	-7,000 00

Morgan Stanley
Tax Transaction Detail Beneficiary Distributions

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C CHARLES JACKSON FOUNDATION

Account Id: 456064013

Trust Year Ending 12/31/2010

Tax Code/Desc	Paid For	Transactions	Income	Principal
149		BENEFICIARY DISTRIBUTIONS		
	000000000	No Beny Linked		
03/10/10		0 Units Reg Code 000 YOUTH DETERMINED TO SUCCEED 2010 GRANT AWARD CH CHECK NUMBER 0142030	0 00	-5,000 00
03/10/10		0 Units Reg Code 000 YOU'RE NOT ALONE, INC 2010 GRANT AWARD CH CHECK NUMBER 0142031	0 00	-8,000 00
03/10/10		0 Units Reg Code 000 BOYS & GIRLS CLUB OF THE TWIN CITIES 2010 GRANT AWARD CH CHECK NUMBER 0142032	0 00	-1,000 00
03/10/10		0 Units Reg Code 000 ST CATHERINE UNIVERSITY 2010 GRANT AWARD CH CHECK NUMBER 0142033	0 00	-3,000 00
03/10/10		0 Units Reg Code 000 WAYZATA HIGH SCHOOL 2010 GRANT AWARD CH CHECK NUMBER 0142034	0 00	-6,000 00
03/10/10		0 Units Reg Code 000 CENTER FOR THE STUDY OF THE 2010 GRANT AWARD CH CHECK NUMBER 0142035	0 00	-15,000 00
03/10/10		0 Units Reg Code 000 INNERCITY TENNIS FOUNDATION 2010 GRANT AWARD CH CHECK NUMBER 0142036	0 00	-5,000 00
03/10/10		0 Units Reg Code 000 NORMANDALE COMMUNITY COLLEGE FDN 2010 GRANT AWARD CH CHECK NUMBER 0142037	0 00	-5,000 00
03/10/10		0 Units Reg Code 000 NORTHWESTERN COLLEGE 2010 GRANT AWARD CH CHECK NUMBER 0142038	0 00	-7,000 00
03/10/10		0 Units Reg Code 000 BOLDER OPTIONS 2010 GRANT AWARD CH CHECK NUMBER 0142039	0 00	-5,000 00

C CHARLES JACKSON FOUNDATION

Account Id: 456064013

Trust Year Ending 12/31/2010

Tax Code/Desc	Paid For	Transactions	Income	Principal
149		BENEFICIARY DISTRIBUTIONS		
	000000000	No Beny Linked		
03/10/10		0 Units KINSHIP OF AITKIN COUNTY 2010 GRANT AWARD CH CHECK NUMBER 0142040	Reg Code 000 0 00	-3,000 00
04/07/10		0 Units CARLETON COLLEGE 2010 GRANT AWARD CH CHECK NUMBER 0143491	Reg Code 000 0 00	-7,000 00
04/07/10		0 Units CITY WILD 2010 GRANT AWARD CH CHECK NUMBER 0143492	Reg Code 000 0 00	-2,000 00
04/07/10		0 Units THE COLLEGE OF ST SCHOLASTICA 2010 GRANT AWARD CH CHECK NUMBER 0143493	Reg Code 000 0 00	-4,000 00
04/07/10		0 Units CONCORDIA UNIVERSITY ST PAUL 2010 GRANT AWARD CH CHECK NUMBER 0143494	Reg Code 000 0 00	-12,000 00
04/07/10		0 Units FREEPORT WEST 2010 GRANT AWARD CH CHECK NUMBER 0143495	Reg Code 000 0 00	-3,000 00
04/07/10		0 Units WEST 40 EDUCATION NFP 2010 GRANT AWARD CH CHECK NUMBER 0143496	Reg Code 000 0 00	-3,000 00
04/07/10		0 Units UNIVERSITY OF DENVER 2010 GRANT AWARD CH CHECK NUMBER 0143497	Reg Code 000 0 00	-2,000 00
04/07/10		0 Units TEEN WORKS INC 2010 GRANT AWARD CH CHECK NUMBER 0143498	Reg Code 000 0 00	-7,000 00
04/07/10		0 Units GREATER LAKE COUNTRY FOOD BANK 2010 GRANT AWARD CH CHECK NUMBER 0143499	Reg Code 000 0 00	-7,000 00

Morgan Stanley
Tax Transaction Detail Beneficiary Distributions

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C CHARLES JACKSON FOUNDATION

Account Id: 456064013

Trust Year Ending 12/31/2010

Tax Code/Desc	Paid For	Transactions	Income	Principal
149		BENEFICIARY DISTRIBUTIONS		
	000000000	No Beny Linked		
05/14/10		0 Units YMCA OF METROPOLITAN MINNEAPOLIS 2009 GRANT AWARD CH CHECK NUMBER 0144810	Reg Code 000 0 00	-10,000 00
05/19/10		0 Units UNIVERSITY OF ST THOMAS 2009 GRANT AWARD CH CHECK NUMBER 9006129	Reg Code 000 0 00	-5,000 00
05/20/10		0 Units CORNERSTONE 2009 GRANT AWARD CH CHECK NUMBER 0145027	Reg Code 000 0 00	-4,000 00
05/25/10		0 Units CENTRAL COLLEGE 2010 GRANT AWARD CH CHECK NUMBER 9006142	Reg Code 000 0 00	-3,000 00
05/26/10		0 Units GUSTAVUS ADOLPHUS COLLEGE 2009 GRANT AWARD CH CHECK NUMBER 9006144	Reg Code 000 0 00	-50,000 00
06/17/10		0 Units MINNESOTA FCCLA 2010 GRANT AWARD CH CHECK NUMBER 0146065	Reg Code 000 0 00	-8,000 00
07/19/10		0 Units UNIVERSITY OF MARYLAND 2009 GRANT AWARD CH CHECK NUMBER 0147233	Reg Code 000 0 00	-5,000 00
09/23/10		0 Units GLOBUS RELIEF 2010 GRANT AWARD TO SUPPORT THE WIDOWS MITE GOLF TOURNAMENT IN PROMOTORY, UTAH CH CHECK NUMBER 0149414	Reg Code 000 0 00	-1,500 00

Morgan Stanley
Tax Transaction Detail Beneficiary Distributions

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C CHARLES JACKSON FOUNDATION

Account Id: 456064013

Trust Year Ending 12/31/2010

Tax Code/Desc	Paid For	Transactions	Income	Principal
149	BENEFICIARY DISTRIBUTIONS			
	000000000	No Beny Linked		
12/28/10		0 Units	0 00	-6,000 00
		Reg Code 000		
		YOUTH DETERMINED TO SUCCEED		
		2010 GRANT AWARD		
		CH		
		CHECK NUMBER 0152717		
		Total For:		
		No Beny	0 00	-295,000 00
		Total for Taxcode: 149	0 00	-295,000 00
		Total for Distributions:	0 00	-295,000 00
		Total for all Tax Codes:	341,592 57	69,686 06

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	C CHARLES JACKSON FOUNDATION	41-1996905
	Number, street, and room or suite no. If a P.O. box, see instructions	
	Morgan Stanley Trust, N.A. - 201 Plaza Two, 7th Floor	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Jersey City	NJ 07311-3977

Enter the Return code for the return that this application is for (file a separate application for each return)

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

- The books are in the care of ► Morgan Stanley Trust, N.A.

Telephone No. ► (201) 830-4456 FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 2010 or
- ☐ tax year beginning _____, and ending _____

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	4,169
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	169
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	4,000

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

For Paperwork Reduction Act Notice, see Instructions.