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

2010

Department of the Treasury
Internal Revenue Service

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

For 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 SCHELL FAMILY FOUNDATION		A Employer identification number 51-0414669
Number and street (or P O box number if mail is not delivered to street address) 1604 Bay Ave.	Room/suite	B Telephone number 302-227-0763
City or town, state, and ZIP code Lewes, DE 19958		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,181,582. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	3,810.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	59,207.	59,207.		Statement 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	68,651.			
b Gross sales price for all assets on line 6a 276,533.				
7 Capital gain net income (from Part IV, line 2)		68,651.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	215.	215.		Statement 2
12 Total. Add lines 1 through 11	131,883.	128,073.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees Stmt 3	2,900.	0.		2,900.
c Other professional fees Stmt 4	29,122.	14,561.		14,561.
17 Interest				
18 Taxes RECEIVED Stmt 5	1,610.	1,440.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses GGDEN, UT Stmt 6	50.	0.		50.
24 Total operating and administrative expenses Add lines 13 through 23	33,682.	16,001.		17,511.
25 Contributions, gifts, grants paid	117,500.			117,500.
26 Total expenses and disbursements. Add lines 24 and 25	151,182.	16,001.		135,011.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<19,299.>			
b Net investment income (if negative, enter -0-)		112,072.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED JUN 01 2011 Revenue

Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		20,658.	24,360.	24,360.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock Stmt 7		2,328,872.	2,305,871.	3,157,222.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		2,349,530.	2,330,231.	3,181,582.	
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				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		2,349,530.	2,330,231.		
30	Total net assets or fund balances		2,349,530.	2,330,231.		
31	Total liabilities and net assets/fund balances		2,349,530.	2,330,231.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,349,530.
2	Enter amount from Part I, line 27a	2	<19,299.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,330,231.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,330,231.

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 GLENMEDE TRUST COMPANY - SEE ATTACHED DETAIL	P	Various	Various
b GLENMEDE TRUST COMPANY - SEE ATTACHED DETAIL	P	Various	Various
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 119,125.		130,599.	<11,474.>
b 157,408.		77,283.	80,125.
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) 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			<11,474.>
b			80,125.
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	68,651.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 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	183,124.	2,518,344.	.072716
2008	179,227.	3,400,732.	.052702
2007	174,553.	3,784,227.	.046126
2006	166,600.	3,533,309.	.047151
2005	161,766.	3,311,272.	.048853

2 Total of line 1, column (d)	2	.267548
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	.053510
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,907,052.
5 Multiply line 4 by line 3	5	155,556.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,121.
7 Add lines 5 and 6	7	156,677.
8 Enter qualifying distributions from Part XII, line 4	8	135,011.

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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,241.
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	2,241.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	2,241.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	403.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	4,090.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		4,493.
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		2,252.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 2,252. Refunded <input type="checkbox"/>	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
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
4a 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?		N/A
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?	6	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>	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 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? Website address ▶ <u>N/A</u>		X	
14	The books are in care of ▶ <u>GLENMEDE TRUST COMPANY</u> Telephone no. ▶ <u>302-661-2900</u> Located at ▶ <u>1201 N. MARKET STREET, SUITE 1501, WILMINGTON, DE</u> ZIP+4 ▶ <u>19801-1163</u>			
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? 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 ▶		Yes	No
		16		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? <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 type="checkbox"/> Yes <input checked="" 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 ▶ _____, _____, _____, _____		
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 instructions.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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)? 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 instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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) N/A

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

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.

(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
DEBORAH HARRIS SCHELL 1604 BAY AVENUE LEWES, DE 19958	PRESIDENT 10.00	0.	0.	0.
JOSEPH M. SCHELL 1604 BAY AVENUE LEWES, DE 19958	SECRETARY/TREASURER 10.00	0.	0.	0.

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	2,921,695.
b	Average of monthly cash balances	1b	29,627.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,951,322.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,951,322.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	44,270.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,907,052.
6	Minimum investment return. Enter 5% of line 5	6	145,353.

Part XI Distributable Amount (see 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	145,353.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,241.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,241.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	143,112.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	143,112.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	143,112.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	135,011.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	135,011.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	135,011.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				143,112.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			106,770.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 135,011.				
a Applied to 2009, but not more than line 2a			106,770.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				28,241.
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				114,871.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	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				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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)				
<i>a Paid during the year</i> SEE ATTACHED SCHEDULE	N/A	PUBLIC CHARITY	GENERAL	117,500.
Total			▶ 3a	117,500.
<i>b Approved for future payment</i> None				
Total			▶ 3b	0.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

SCHELL FAMILY FOUNDATION

51-0414669

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule** For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.**Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

SCHELL FAMILY FOUNDATION

51-0414669

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOSEPH M. SCHELL 1604 BAY AVENUE LEWES, DE 19958	\$ 3,810.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization SCHELL FAMILY FOUNDATION	Employer identification number 51-0414669
---	---

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization SCHELL FAMILY FOUNDATION	Employer identification number 51-0414669
--	--

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

Form 990-PF	Dividends and Interest from Securities	Statement	1
Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
GLENMEDE TRUST	59,207.	0.	59,207.
Total to Fm 990-PF, Part I, ln 4	59,207.	0.	59,207.

Form 990-PF	Other Income	Statement	2
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
MISCELLANEOUS INCOME	215.	215.	
Total to Form 990-PF, Part I, line 11	215.	215.	

Form 990-PF	Accounting Fees	Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
ACCOUNTING FEES	2,900.	0.	2,900.
To Form 990-PF, Pg 1, ln 16b	2,900.	0.	2,900.

Form 990-PF	Other Professional Fees	Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
INFOSYS TECHNOLOGIES-SP ADR	76.	38.	38.
NOVARTIS FEES	5.	2.	3.
GLENMEDE CUSTODIAN FEES	29,021.	14,511.	14,510.
SAP DEM PAR PEF \$0.508 PFD	20.	10.	10.
To Form 990-PF, Pg 1, ln 16c	29,122.	14,561.	14,561.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FOREIGN TAXES	1,440.	1,440.			0.
EXCISE TAX	170.	0.			0.
To Form 990-PF, Pg 1, ln 18	1,610.	1,440.			0.

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
LICENSE FEE	50.	0.			50.
To Form 990-PF, Pg 1, ln 23	50.	0.			50.

Form 990-PF	Corporate Stock		Statement	7
Description	Book Value	Fair Market Value		
SEE ATTACHED SCHEDULE	2,305,871.	3,157,222.		
Total to Form 990-PF, Part II, line 10b	2,305,871.	3,157,222.		

Form 990-PF Part XV - Line 1a List of Foundation Managers Statement 8

Name of Manager
 DEBORAH HARRIS SCHELL
 JOSEPH M. SCHELL

2010 Tax Information Statement

Account Number:
 Recipient's Name and Address:
 SCHELL FAMILY FOUNDATION

Recipient's Tax ID Number:
 Payer's Federal ID Number
 Questions? Corrected

Payer's Name and Address
 THE GLENMEDE TRUST COMPANY, N.A.
 1650 MARKET STREET, SUITE 1200
 PHILADELPHIA, PA 19103-7391

2010 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS are Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks, Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
Short Term Sales Reported on 1099-B								
500 0000	38141G104	GOLDMAN SACHS GROUP INC	10/22/2009	10/01/2010	73,815 75	91,629 25	-17,813 50	0 00
1000 0000	464287234	ISHARES MSCI EMERGING MKT IN	10/28/2009	10/01/2010	45,309 23	38,970 00	6,339 23	0 00
Total Short Term Sales Reported on 1099-B					119,124 98	130,599 25	-11,474 27	0 00
Long Term 15% Sales Reported on 1099-B								
300 0000	037833100	APPLE COMPUTER INC	01/16/2009	10/01/2010	85,098 57	25,290 00	59,808 57	0 00
600 0000	22160K105	COSTCO WHOESALE CORP	03/25/2002	10/01/2010	39,009 36	24,000 00	15,009 36	0 00
1000 0000	406216101	HALLIBURTON CO	VARIOUS	10/01/2010	33,300 43	27,993 18	5,307 25	0 00
Total Long Term 15% Sales Reported on 1099-B					157,408 36	77,283 18	80,125 18	0 00

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

STATEMENT OF ASSETS
SCHELL FAMILY FOUNDATION INV ADV INC
12/31/10

GLENMEDE
INVESTMENT AUTHORITY
Shared

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves								
2531	GLENMEDE FUND INC-GOVT CASH PORTFOLIO		1 00	1 00	2,531		3	0 12
400+	Cash		1 00	1 00	400		0	0.00
	Cash & Reserves Total				2,931		3	0.10
Grand Total								
					2,931		3	0.10

+ FRACTIONAL SHARE EXISTS

STATEMENT OF ASSETS
SCHELL FAMILY FOUNDATION INV ADV PRI
12/31/10

GLENN M. J. J.
INVESTMENT AUTHORITY
Shared

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
21428	GLENMEDE FUND INC-GOVT CASH PORTFOLIO		1 00	21,428	1.00	21,428		26	0.12
1+	Cash		1.00	1	1.00	1		0	0 00
Cash & Reserves Total									
				21,429		21,429		26	0.12
Equities									
Basic Industries									
600	BOEING CO		76 14	45,684	65 26	39,156	6,528-	1,008	2.57
900	CATERPILLAR INC		56 68	51,016	93 66	84,294	33,278	1,584	1.88
1200	EMERSON ELECTRIC CO		40 06	48,072	57 17	68,604	20,532	1,656	2.41
1200	HONEYWELL INTERNATIONAL INC		38.76	46,512	53 16	63,792	17,280	1,452	2.28
600	MONSANTO CO		142.52	85,513	69 64	41,784	43,729-	672	1.61
1600	RIO TINTO PLC - SPON ADR		27.22	43,552	71.66	114,656	71,104	1,414	1.23
1000	UNITED PARCEL SERVICE - CL B		60.06	60,060	72 58	72,580	12,520	1,880	2.59
800	UNITED TECHNOLOGIES CORP.		65.93	52,744	78.72	62,976	10,232	1,360	2.16
Consumer Discretionary									
Total									
				433,153		547,842	114,689	11,026	2.01
Consumer Staples									
Total									
				53,127		76,878	23,751	1,116	1.45
Consumer Staples									
2000	ALTRIA GROUP INC		9 06	18,112	24.62	49,240	31,128	3,040	6.17
1400	COSTCO WHOLESALE CORP		36 14	50,596	72 21	101,094	50,498	1,148	1.14 #
1800	H J HEINZ CO		50 00	90,000	49 46	89,028	9,972-	3,240	3.64
1300	PEPSICO INC		65 21	84,778	65 33	84,929	151	2,496	2.94

STATEMENT OF ASSETS
SCHELL FAMILY FOUNDATION INV ADV PRI
12/31/10

CAUTION
INVESTMENT AUTHORITY
Shared

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
2000	PHILIP MORRIS INTERNATIONAL		20 80	41,609	58.53	117,060	75,451	5,120	4.37
	Total			285,095		441,351	156,256	15,044	3.41
	Energy								
1000	ANADARKO PETROLEUM CORP		22 28	22,284	76.16	76,160	53,876	360	0.47
700	CHEVRON CORP		82.23	57,561	91.25	63,875	6,314	2,016	3.16
3800	HALLIBURTON CO.		24.84	94,401	40.83	155,154	60,753	1,368	0.88 #
3000	PETROLEO BRASILEIRO S A -ADR		13.23	39,701	37.84	113,520	73,819	450	0.40
	Total			213,947		408,709	194,762	4,194	1.03
	Financials								
1600	AFLAC CORP		44 73	71,560	56.43	90,288	18,728	1,920	2.13
1500	JPMORGAN CHASE & CO		47.06	70,590	42.42	63,630	6,960-	300	0.47
	Total			142,150		153,918	11,768	2,220	1.44
	Health Care								
1600	AMGEN		60 60	96,960	54.90	87,840	9,120-	0	0.00
1000	JOHNSON & JOHNSON		57 51	57,510	61.85	61,850	4,340	2,160	3.49
3000	MERCK & CO INC		32 73	98,190	36.04	108,120	9,930	4,560	4.22
1500	NOVARTIS AG ADR		49.80	74,700	58.95	88,425	13,725	2,480	2.80
1477	PFIZER INC		17.77	26,246	17.51	25,862	384-	1,182	4.57
1400	ZIMMER HOLDINGS INC		68.67	96,131	53.68	75,152	20,979-	0	0.00
	Total			449,737		447,249	2,488-	10,382	2.32
	Technology								
400	APPLE INC		84 30	33,720	322 56	129,024	95,304	0	0.00
3000	CISCO SYSTEMS		18.54	55,620	20.23	60,690	5,070	0	0.00
3700	CORNING INC		7 10	26,270	19.32	71,484	45,214	740	1.04

STATEMENT OF ASSETS
SCHELL FAMILY FOUNDATION INV ADV PRI
12/31/10

CLM
INVESTMENT AUTHORITY
Shared

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
1000	HEWLETT PACKARD CORP		48 45	48,453	42 10	42,100	6,353-	320	0 76
1900	INFOSYS TECHNOLOGIES-SP ADR		45 83	87,072	76 08	144,552	57,480	963	0 67
4000	INTEL CORP		19 33	77,320	21 03	84,120	6,800	2,520	3 00
700	INTERNATIONAL BUSINESS MACHINES CORP		85 14	59,598	146 76	102,732	43,134	1,820	1 77
2000	ORACLE CORP		22 14	44,280	31 30	62,600	18,320	400	0 64
1000	SAP AG - SPONSORED ADR ONE ADR REPRESENTS 1/12TH OF A PREFERRED SHARE		22 71	22,708	50 61	50,610	27,902	420	0 83
Total				455,041		747,912	292,871	7,183	0 96
Other Assets									
600	BHP LIMITED - SPONS ADR		73 60	44,160	92 92	55,752	11,592	1,044	1 87
1600	RENAISSANCE RE HOLDINGS LTD		44 41	71,056	63 69	101,904	30,848	1,600	1 57 #
Total				115,216		157,656	42,440	2,644	1 68
International Mutual Funds									
700	ISHARES MSCI BRAZIL		71 36	49,950	77 40	54,180	4,230	1,965	3 63
1500	ISHARES MSCI EMERGING MKT IN		38 97	58,455	47 64	71,463	13,008	969	1 36
2136+	MATTHEWS PACIFIC TIGER FD - IS		23 41	50,000	23 44	50,064	64	184	0 37
Total				158,405		175,707	17,302	3,118	1 77
Equities Total				2,305,871		3,157,222	851,351	56,927	1 80
Grand Total				2,327,300		3,178,651	851,351	56,953	1 79

Schell Family Foundation

EIN: 51-0414669

December 31, 2010

<u>Date</u>	<u>Organization</u>	<u>Amount</u>
11/9/2010	Nature Conservancy DE Chapter Community Service Bldg, Suite 1107 100 West 10th St. Wilmington, DE 19801	15,000
11/9/2010	City Church 3720 Spruce St, Box 449 Philadelphia, PA 19104	42,500
11/9/2010	CHILDREN'S BEACH HOUSE 100 W. 10TH STREET SUITE 411 WILMINGTON, DE 19801-1674	10,000
11/9/2010	Delmarva Christian High School 21150 Airport Rd. Georgetown, DE 19947	25,000
11/9/2010	Rehoboth Elementary School PTO 500 Stockley St Rehoboth, DE 19971	5,000
11/19/2010	Nature Conservancy DE Chapter Community Service Bldg, Suite 1107 100 West 10th St. Wilmington, DE 19801	5,000
12/1/2010	Friends of MIT Track and Cross Country MIT Dept. of Athletics 120 Vassar St. Cambridge, MA 02139	5,000
12/17/2010	City Church 3720 Spruce St, Box 449 Philadelphia, PA 19104	4,700
12/17/2010	Village Church of East Atlanta 457 Flat Shoals Ave., Suite 1B Atlanta, GA 30316	300
12/22/2010	Nature Conservancy DE Chapter Community Service Bldg, Suite 1107 100 West 10th St. Wilmington, DE 19801	5,000
		<u>117,500</u>

Application for Extension of Time To File an Exempt Organization Return

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

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

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

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

Part I only

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

Type or print	Name of exempt organization SCHELL FAMILY FOUNDATION	Employer identification number 51-0414669
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 1604 Bay Ave.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Lewes, DE 19958	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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

GLENMEDE TRUST COMPANY - 1201 N. MARKET STREET, SUITE

• The books are in the care of ▶ **1501 - WILMINGTON, DE 19801-1163**
 Telephone No. ▶ **302-661-2900** 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 **August 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	\$	4,493.
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	\$	403.
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	\$	4,090.

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.