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# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

OMB No 1545-0052

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  
**THE WINKY FOUNDATION**  
**C/O WILMINGTON TRUST CO 009226-000**

Number and street (or P.O. box number if mail is not delivered to street address)  
**1100 NORTH MARKET STREET**

City or town, state, and ZIP code  
**WILMINGTON, DE 19890-0900**

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

I Fair market value of all assets at end of year  
(from Part II, col. (c), line 16)  
\$ **4,843,956.**

J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify)

A Employer identification number  
**51-6508170**

B Telephone number  
**(302) 651-8571**

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐  
 2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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	310,000.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	820.	820.		STATEMENT 1
4	Dividends and interest from securities	134,658.	79,172.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,400.			
b	Gross sales price for all assets on line 6a	440,000.			
7	Capital gain net income (from Part IV, line 2)		1,400.		
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	7,500.	0.		STATEMENT 3
12	Total. Add lines 1 through 11	454,378.	81,392.		
13	Compensation of officers, directors, trustees, etc.	1,877.	1,877.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees				
c	Other professional fees				
17	Interest				
18	Taxes	933.	483.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	2,544.	2,544.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	5,354.	4,904.		0.
25	Contributions, gifts, grants paid	312,000.			312,000.
26	Total expenses and disbursements. Add lines 24 and 25	317,354.	4,904.		312,000.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	137,024.			
b	Net investment income (if negative, enter -0-)		76,488.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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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	226,456.	343,364.	343,364.
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 STMT 9	1,761,809.	1,782,667.	1,808,013.
b	Investments - corporate stock STMT 10	274,139.	274,139.	233,332.
c	Investments - corporate bonds			
11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other STMT 11	2,444,928.	2,444,494.	2,459,247.
14	Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
15	Other assets (describe ▶)			
16	<b>Total assets (to be completed by all filers)</b>	<b>4,707,332.</b>	<b>4,844,664.</b>	<b>4,843,956.</b>

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	<b>Total liabilities (add lines 17 through 22)</b>	<b>0.</b>	<b>0.</b>	

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	4,707,332.	4,844,664.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30	<b>Total net assets or fund balances</b>	<b>4,707,332.</b>	<b>4,844,664.</b>	
31	<b>Total liabilities and net assets/fund balances</b>	<b>4,707,332.</b>	<b>4,844,664.</b>	

**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	4,707,332.
2	Enter amount from Part I, line 27a	2	137,024.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	406.
4	Add lines 1, 2, and 3	4	4,844,762.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	98.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,844,664.

**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.)
<b>1a 110000 US TREASURY NOTES SER E</b>	P	01/31/05	01/15/10
<b>b 110000 US TREASURY NOTES SER H</b>	P	04/29/05	04/15/10
<b>c 110000 US TREASURY NOTES DTD 7/15/05</b>	P	08/01/05	07/15/10
<b>d 110000 US TREASURY NOTES DTD SER P</b>	P	10/31/05	10/15/10
<b>e SHORT TERM LOSS L. T. I. F. PASS THROUGH</b>	P	VARIOUS	12/31/10

  

(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)
<b>a 110,000.</b>		<b>109,523.</b>	<b>477.</b>
<b>b 110,000.</b>		<b>110,773.</b>	<b>&lt;773.&gt;</b>
<b>c 110,000.</b>		<b>108,702.</b>	<b>1,298.</b>
<b>d 110,000.</b>		<b>109,098.</b>	<b>902.</b>
<b>e</b>		<b>504.</b>	<b>&lt;504.&gt;</b>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			<b>477.</b>
<b>b</b>			<b>&lt;773.&gt;</b>
<b>c</b>			<b>1,298.</b>
<b>d</b>			<b>902.</b>
<b>e</b>			<b>&lt;504.&gt;</b>

  

<b>2 Capital gain net income or (net capital loss)</b>	<div>                     { If gain, also enter in Part I, line 7                      If (loss), enter -0- in Part I, line 7                 </div>	<b>2</b>	<b>1,400.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>	<div>                     { If gain, also enter in Part I, line 8, column (c).                      If (loss), enter -0- in Part I, line 8                 </div>	<b>3</b>	<b>N/A</b>

**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	310,651.	4,370,302.	.071082
2008	306,648.	4,059,017.	.075547
2007	309,481.	4,067,342.	.076089
2006	337,385.	4,138,280.	.081528
2005	315,813.	4,283,233.	.073732

  

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.377978</b>
<b>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</b>	<b>3</b>	<b>.075596</b>
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>	<b>4</b>	<b>4,724,549.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>357,157.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>765.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>357,922.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>312,000.</b>

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	1,530.
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	1,530.
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	1,530.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	899.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	899.	
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	631.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**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)? 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.		X
1c 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. <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? If "Yes," attach a detailed description of the activities.		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? If "Yes," attach a conformed copy of the changes		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? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	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? If "No," attach explanation	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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**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)	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? Website address ► <b>NO SITE</b>	13	X	
14	The books are in care of ► <b>WILMINGTON TRUST COMPANY</b> Telephone no. ► <b>(302) 651-1772</b> Located at ► <b>1100 NORTH MARKET STREET, WILMINGTON, DE</b> ZIP+4 ► <b>19890-0900</b>			
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 ►	16	Yes	No
				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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	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. ►		
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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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**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)? **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? **N/A** ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

**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
<b>WILMINGTON TRUST COMPANY</b>	<b>TRUSTEE</b>			
<b>1100 N. MARKET STREET</b>				
<b>WILMINGTON, DE 19890</b>	<b>1.00</b>	<b>1,877.</b>	<b>0.</b>	<b>0.</b>
<b>GERRISH H MILLIKEN III</b>	<b>ADVISOR</b>			
<b>P.O. BOX 1926</b>				
<b>SPARTANBURG, SC 29304</b>	<b>1.00</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>
<b>STEPHEN G MILLIKEN</b>	<b>ADVISOR</b>			
<b>P.O. BOX 1926</b>				
<b>SPARTANBURG, SC 29304</b>	<b>1.00</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>

**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
<b>NONE</b>				

**Total number of other employees paid over \$50,000** **0**

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**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	4,483,489.
b	Average of monthly cash balances	1b	313,007.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,796,496.
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	4,796,496.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	71,947.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,724,549.
6	Minimum investment return. Enter 5% of line 5	6	236,227.

**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	236,227.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,530.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,530.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	234,697.
4	Recoveries of amounts treated as qualifying distributions	4	7,500.
5	Add lines 3 and 4	5	242,197.
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	242,197.

**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	312,000.
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	312,000.
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	312,000.

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.

Form 990-PF (2010)

**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				242,197.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
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	37,579.			
e From 2009	83,934.			
f Total of lines 3a through e	121,513.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	312,000.			
a Applied to 2009, but not more than line 2a			0.	
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				242,197.
e Remaining amount distributed out of corpus	69,803.			
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	191,316.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	70,061.			
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	121,255.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	51,452.			
e Excess from 2010	69,803.			

**Part XIV Private Operating Foundations** (see 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)

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

**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 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).)

**GERRISH H MILLIKEN III**

- 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 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 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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	820.	
4 Dividends and interest from securities			14	134,658.	
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	1,400.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a RECOVERY OF PRIOR YEAR					
b DISTRIB. (CANCELLATION					
c OF UNCASHED GRANT					
d CHECKS)			01	7,500.	
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		144,378.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	144,378.

(See worksheet in line 13 instructions 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

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
<b>b</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
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
<b>d</b>	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
N/A		

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date:

TRUST OFFICER

Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Form **990-PF** (2010)

**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

THE WINKY FOUNDATION

C/O WILMINGTON TRUST CO 009226-000

Employer identification number

51-6508170

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 foundation

Check 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

THE WINKY FOUNDATION

C/O WILMINGTON TRUST CO 009226-000

## Employer identification number

51-6508170

**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	GERRISH H. MILLIKEN III (009225-001) POST OFFICE BOX 1880 OROVILLE, WA 98844	\$ 310,000.	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.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

Employer identification number

THE WINKY FOUNDATION

C/O WILMINGTON TRUST CO 009226-000

51-6508170

**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

Employer identification number

THE WINKY FOUNDATION

C/O WILMINGTON TRUST CO 009226-000

51-6508170

**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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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**FORM 990-PF    INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS    STATEMENT    1**


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SOURCE	AMOUNT
R.S.T.I.F. CORPORATE INTEREST	99.
R.S.T.I.F. U.S. GOVERNMENT INTEREST	721.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	820.

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**FORM 990-PF                      DIVIDENDS AND INTEREST FROM SECURITIES                      STATEMENT    2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	5,634.	0.	5,634.
L.T.I.F. FUND CORPORATE INTEREST	191.	0.	191.
MUNICIPAL BOND INTEREST L.T.I.F.	54,981.	0.	54,981.
TERRITORIAL INTEREST L. T. I. F.	505.	0.	505.
US TREASURY INTEREST L T I F	7,121.	0.	7,121.
US TREASURY NOTES INTEREST	66,226.	0.	66,226.
TOTAL TO FM 990-PF, PART I, LN 4	134,658.	0.	134,658.

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**FORM 990-PF                                      OTHER INCOME                                      STATEMENT    3**


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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RECOVERY OF PRIOR YEAR DISTRIB. (CANCELLATION OF UNCASHED GRANT CHECKS)	7,500.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,500.	0.	

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FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
2010 ESTIMATED EXCISE TAX PAYMENTS	450.	0.		0.	
FOREIGN TAX WITHHELD	483.	483.		0.	
TO FORM 990-PF, PG 1, LN 18	933.	483.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
L. T. I. F. FEES	2,544.	2,544.		0.	
TO FORM 990-PF, PG 1, LN 23	2,544.	2,544.		0.	

FOOTNOTES				STATEMENT	6
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FORM 990PF PART XIII DISTRIBUTION FROM CORPUS ELECTION  
ELECTION PURSUANT TO INTERNAL REVENUE CODE REGULATION  
53-4942(A)-3(D)(2)

THE WINKY FOUNDATION HEREBY ELECTS TO TREAT THE  
CURRENT YEAR'S QUALIFYING DISTRIBUTIONS IN EXCESS  
OF THE IMMEDIATELY PRECEDING YEAR'S UNDISTRIBUTED  
INCOME AS MADE OUT OF CORPUS TO SATISFY THE REQUIREMENTS  
IMPOSED BY INTERNAL REVENUE CODE SECTION 170(B)(1)(F)  
PURSUANT TO REG. 53.4942(A)-3(C)(2)(IV).

THE FOLLOWING UNUSED PRIOR TAX YEARS' DISTRIBUTIONS  
THAT WERE TREATED AS CORPUS DISTRIBUTIONS IN SUCH  
YEARS ARE IDENTIFIED

YEAR 2008	37,579.
YEAR 2009	32,482.
	<hr/>
TOTAL	70,061.
	<hr/> <hr/>

SIGNED

Peter M. Hyde

DATE

May 12, 2011

TITLE

officer, Wilmington Trust, trustee

PAGE 8 PART XI DISTRIBUTABLE AMOUNT  
LINE 4 RECOVERIES OF AMOUNTS TREATED AS  
QUALIFYING DISTRIBUTIONS

THE FOLLOWING GRANTS PAID WERE REVERSED IN THE CURRENT  
YEAR DUE TO UNCASHED GRANT CHECKS

11/23/2009 ALLIES OF LAKOTA	1,000.
11/23/2009 CENTRAL COMMITTEE CONSC. OBJECTORS	500.
11/23/2009 GREENSBORO JUSTICE FUND	1,000.
11/23/2009 VANGUARD PUBLIC FOUNDATION	1,000.
11/23/2009 TIDES FOUNDATION, DOGWOOD INITIATIVE	2,000.
11/23/2009 STRIVE	2,000.

TOTAL REVERSALS / RECOVERIES OF GRANTS

7,500.

ALL OF THE ABOVE REVERSALS WERE ON 05/13/2010

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FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
EARLY JANUARY 2010 STIF INTEREST TAXED ON 2009 990PF	47.
L. T. I. F. BASIS DIFFERENCE, TX ATTRIB VS CASH RECVD	359.
TOTAL TO FORM 990-PF, PART III, LINE 3	406.

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FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
EARLY JANUARY 2011 STIF INTEREST TAXED ON 2010 990PF	98.
TOTAL TO FORM 990-PF, PART III, LINE 5	98.

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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTES	X		1,782,667.	1,808,013.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,782,667.	1,808,013.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,782,667.	1,808,013.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS, OTHER THAN VANGUARD	274,139.	233,332.
TOTAL TO FORM 990-PF, PART II, LINE 10B	274,139.	233,332.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
RESTRICTED LONG TERM INVESTMENT FUND	COST	2,282,566.	2,270,041.
VANGUARD ETF AND VANGUARD INDEX FUND	COST	161,928.	189,206.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,444,494.	2,459,247.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	12
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
317 MAIN STREET COMMUNITY/MUSIC CENTER, 317 MAIN STREET 317 MAIN STREET YARMOUTH, ME 04096	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
9 TO 5 NATIONAL ASSOCIATION OF WORKING WOMEN MILWAUKEE, WI 53202	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
A J MUSTE MEMORIAL INSTITUTE NEW YORK, NY 10012	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	7,000.
AFRICA ACTION WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
ALLIANCE FOR GLOBAL JUSTICE, C/O CAMPAIGN FOR LABOR RIGHTS WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	4,000.

ALL RECIPIENTS OF GRANTS LISTED  
HEREON ARE INTERNAL REVENUE  
CODE SECTION 509(A)(1) AND  
509(A)(2) CHARITIES



AMAZON WATCH SAN FRANCISCO, CA 94104	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
AMERICAN CIVIL LIBERTIES UNION NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
AMERICAN FRIENDS SERVICE COMMITTEE PHILADELPHIA, PA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
AMERICAN INDIAN COLLEGE FUND DENVER, CO	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
AMERICAN INDIAN COMMUNITY HOUSE NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
AMERICAN NEAR EAST REFUGEE AID WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
AMERICAN RIVERS WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
AMNESTY INTERNATIONAL WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
ANIMAL LEGAL DEFENSE FUND WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
ARTSPACE RICHMOND, VA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.

ALL RECIPIENTS OF GRANTS LISTED  
HEREON ARE INTERNAL REVENUE  
CODE SECTION 509(A)(1) AND  
509(A)(2) CHARITIES

BEYOND PESTICIDES 701 E STREET SE #200 WASHINGTON , DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
BREAD AND ROSES COMMUNITY FUND OLYMPIA, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,500.
BREAD FOR THE WORLD INSTITUTE WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
BREAST CANCER FUND SAN FRANCISCO, CA 94109	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
BROTHER'S BROTHER FOUNDATION PITTSBURGH, PA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
BROTHERHOOD/SISTER SOL PROGRAM MANHATTAN, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
BUDDHIST PEACE FELLOWSHIP BERKLEY, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
CALL ME MISTER CLEMSON, SC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
CARE TO HELP PROJECT SEATTLE, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
CARE 151 ELLIS STREET, NE ATLANTA, GA 30303	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.

ALL RECIPIENTS OF GRANTS LISTED  
HEREON ARE INTERNAL REVENUE  
CODE SECTION 509(A)(1) AND  
509(A)(2) CHARITIES

CASCADIA WILDLANDS PROJECT PO BOX 10455 EUGENE, OR 97440	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
CENTER FOR CONSTITUTIONAL RIGHTS, FUND FOR RACIAL JUSTICE NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
CENTER FOR HEALTH, ENVIRONMENT AND JUSTICE FALLS CHURCH, VA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
CENTER FOR VICTIMS OF TORTURE MINNEAPOLIS, MN	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
CHIAPAS MEDIA PROJECT SANTA CLARA, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
CHICAGO COALITION FOR THE HOMELESS CHICAGO, IL	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
CHILDREN NOW OAKLAND, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
CHILDREN'S DEFENSE FUND WASHINGTON, DC 20001	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
CISPES EDUCATION FUND NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
CITY HARVEST NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.

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COALITION FOR THE HOMELESS NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
COALITION ON HOMELESSNESS 468 TURK STREET SAN FRANCISCO, CA 94102	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
COLLEGE OF THE ATLANTIC BAR HARBOR, ME	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
COMMON GROUND COLLECTIVE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	4,000.
CONSERVATION LAW FOUNDATION PROVIDENCE, RI	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
CONSERVATION N. W. BELLINGHAM, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
CORPORATE ACCOUNTABILITY INTERNATIONAL SEATTLE, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
CULTURAL SURVIVAL CAMBRIDGE, MA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
DAVIS-PUTTER SCHOLARSHIP FUND NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
DINE CARE 63 BOX 263 WINSLOW, AZ 86047	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.

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DIRECT RELIEF INTERNATIONAL SANTA BARBARA, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
DISARM EDUCATION FUND NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
DOCTORS WITHOUT BORDERS NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	9,000.
DOROTHY DAY HOUSE BERKLEY, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
DOWNEAST SALMON FEDERATION COLUMBIA FIS, ME 04623	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
EARTHWORKS WILTON, NH	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
ELLA BAKER CENTER FOR HUMAN RIGHTS OAKLAND, CA 94609	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
EPICA WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
EQUAL JUSTICE INITIATIVE 122 COMMERCE ST. MONTGOMERY, AL 36104	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
EQUALITY NOW NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.

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EUGENE PEACEWORKS 454 WILLAMETTE EUGENE, OR 97401	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
EVICTIION INTERVENTION SERVICES NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
FARM WORKER PESTICIDE PROJECT 7500 GREENWOOD AVENUE N SEATTLE, WA 98103	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
FARMWORKER JUSTICE 1126 16TH STREET., N.W., SUITE 270 WASHINGTON, DC 20036	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
FEDERATION OF SOUTHERN COOPERATIVES EAST POINT , GA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
FEEDING AMERICA 35 EAST WACKER DRIVE, SUITE 2000 CHICAGO, IL 60601	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
FELLOWSHIP OF RECONCILIATION, USA NYACK , NY 10960	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	6,000.
FIRST NATION'S DEVELOPMENT INSTITUTE FREDERICKSBURG, VA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
FISTULA FOUNDATION SAN JOSE, CA 95126	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
FOOD FIRST INSTITUTE FOR FOOD & DEVELOPMENT POLICY OAKLAND, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.

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FOUNDATION FOR NATIONAL PROGRESS 731 MARKET ST 6 FL SAN FRANCISCO, CA 94103	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
FREEDOM FROM HUNGER DAVIS, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
FRIENDS OF THE EARTH WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
FUND FOR SOUTHERN COMMUNITIES DECATUR, GA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
FUNDING EXCHANGE NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	5,000.
GENOCIDE INTERVENTION NETWORK WASHINGTON, DC 20005	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
GIRLS 2000 SAN FRANCISCO, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
GLOBAL EXCHANGE SAN FRANCISCO, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
GLOBAL FUND FOR WOMEN SAN FRANCISCO, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
GLOBAL GIVING FOUNDATION BETHESDA, MD	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.

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GRASS ROOTS INTERNATIONAL/EVENTS BOSTON, MA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	6,000.
GRAY PANTHERS SAN FRANCISCO, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
GREEN AMERICA WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
GREENPEACE FUND WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
GUANACASTE DRY FOREST CONSERVATION FUND NW COSTA RICA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
H. O. M. E., ORLAND, ME	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
HONDURAN MEDICAL INSTITUTE NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
HONOR THE EARTH	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
HUMANE FARMING ASSOCIATION SAN RAFAEL, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
I HAVE A DREAM FOUNDATION NEW YORK, NY 10001	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.

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IFCO PASTORS FOR PEACE PORTLAND, OR	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
INDIAN LAW RESOURCE CENTER HELENA, MT	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
INDIGENOUS EDUCATIONAL NETWORK OF TURTLE ISLAND BEMIDJI, MN	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
INDIGENOUS WOMEN'S NETWORK RAPID CITY, SD	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
INTERNATIONAL CAMPAIGN FOR TIBET WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
INTERNATIONAL MEDIA PROJECT PORTOLA VALLEY, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
INTERNATIONAL RIVERS NETWORK BERKLEY, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
INTERRELIGIOUS FOUNDATION FOR COMMUNITY ORGANIZATION PORTLAND, OR	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
KSPS PUBLIC TELEVISION SPOKANE, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
LAKOTA FUND KYLE, SD	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.

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LEAGUE OF CONSERVATION VOTERS EDUCATION FUND WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
LINK MEDIA, INC 501 YORK ST SAN FRANCISCO, CA 94110	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
LITTLE BIGHORN COLLEGE CROW AGENCY, MT	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
LONG ISLAND BREAST CANCER ACTION COALITION EAST MEADOW, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
LOUISIANA SPCA, MANDEVILLE, LA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
MADRE NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
MAINE INITIATIVES AUGUSTA, ME 04338	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
MAINE RIVERS AUGUSTA, ME	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	4,000.
MAINE WOMEN'S FUND PORTLAND, ME	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
MAINSTREAM MEDIA PROJECT ARCATA, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.

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MAKE THE ROAD WALKING BROOKLYN, NY 11237	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
MARINE ENVIRONMENTAL RESEARCH INSTITUTE M.E.R.I. BLUE HILL, ME	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
MEDIA ISLAND INTERNATIONAL OLYMPIA, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
MEXICO US SOLIDARITY NETWORK WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
MONTANA ENVIRONMENTAL INFORMATION CENTER HELENA, MT	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
MONTANA HUMAN RIGHTS NETWORK HELENA, MT	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
MONTANA WILDERNESS ASSOCIATION HELENA, MT	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
MOUNT DESERT HOSPITAL BAR HARBOR, ME 04609	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	4,000.
MUD MISSOULA URBAN DEMONSTRATION PROJECT MISSOULA, MT	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
MY SISTER'S PLACE WASHINGTON, DC 20017	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.

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N. A. A. C. P. LEGAL DEFENSE & EDUCATION FUND NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
N.A.A.C.P. HURICANE KATRINA RELIEF FUND PEEKSKILL, NY 10566	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
NATIONAL COALITION FOR THE HOMELESS WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
NATIVE AMERICAN RIGHTS FUND BOULDER, CO	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
NAVAJO HEALTH FOUNDATION WINDOW ROCK, AZ	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
NICARAGUA NETWORK WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
NORTHWEST COALITION FOR ALTERNATIVES TO PESTICIDES PO BOX 1393 EUGENE , OR	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
NORTHWEST IMMIGRANT RIGHTS PROJECT SEATTLE, WA 98104	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
NRCM AUGUSTA, ME	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
OGALALA LAKOTA COLLEGE KYLE, SD	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.

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OKANOGAN COMMUNITY ACTION COUNCIL OKANAGAN, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
OKANOGAN HIGHLANDS ALLIANCE TONASKET, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
OREGON TOXICS ALLIANCE 1192 LAWRENCE ST EUGENE , OR	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
OROVILLE COMMUNITY FOOD BANK OROVILLE, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
OUR PLACE WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	4,000.
OXFAM AMERICA BOSTON, MA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
PACIFIC RIVERS COUNCIL EUGENE, OR	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
PEACE & JUSTICE CENTER BURLINGTON, VT 05401	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
PEACE ACTION EDUCATION FUND WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
PEACE BRIGADES WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.

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PEER WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
PEOPLE'S RIGHTS FUND NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
PESTICIDE ACTION NETWORK SAN FRANCISCO, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
PLANNED PARENTHOOD OF CENTRAL WASHINGTON SEATTLE, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
PLOUGHSHARES FUND SAN FRANCISCO, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
PRETTY BIRD WOMEN HOUSE MCLAUGHLIN, SD 57642	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
PROJECT SOUTH:INSTITUTE FOR THE ELIMINATION OF POVERTY AND GENOCIDE ATLANTA, GA 30315	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
PROSMETHEUS RADIO PROJECT P.O. BOX 42158 PHILADELPHIA, PA 19101	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
QUIXOTE CENTER HYATTSVILLE MD HYATTSVILLE, MD	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
RACHEL CORRIE FOUNDATION OLYMPIA, WA 98501	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.

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RAINFOREST ACTION NETWORK SAN FRANCISCO, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
REDWOOD JUSTICE FUND SANTA ROSA, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
REMOTE AREA MEDICAL FOUNDATION KNOXVILLE, TN 37920	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
RESIST SOMVERVILLE, MA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	9,000.
RIGHTS ACTION WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
ROSENBERG FUND FOR CHILDREN EASTHAMPTON, MA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
SAINT MARY OF PROVIDENCE CHICAGO IL CHICAGO, IL	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
SALVATION ARMY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
SAN CARLOS FOUNDATION BERKLEY, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
SAVE AMERICA'S FORESTS WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.

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SAVE OUR WILD SALMON SEATTLE, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
SECOND HARVEST FOODBANK OF THE INLAND EMPIRE SPOKANE, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
SEVA FOUNDATION, BERKELEY, CA BERKLEY, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
SEVENTH GENERATION FUND, ARCATA, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	6,000.
SIGHTLINE INSTITUTE SEATTLE, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
SILENT SPRING INSTITUTE NEWTON, MA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
SOCIAL JUSTICE FUND NORTHWEST SEATTLE, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
SOUTH WEST ORGANIZING PROJECT ALBUQUERQUE, NM	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
SOUTHERN CENTER FOR HUMAN RIGHTS WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
SOUTHERN MUTUAL HELP ASSN-RURAL RECOVERY FUND NEW LIBERIA, LA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	4,000.

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SOUTHERN PARTNERS FUND ATLANTA, GA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	4,000.
SPECIAL OLYMPICS WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
STRIVE 28 FODEN ROAD SOUTH PORTLAND, ME 04106	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
STROUD WATER RESEARCH CENTER, AVONDALE, PA 19311	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
SUPPORT CENTER LAWRENCEVILLE, NJ 08648	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
THIRD WAVE FUND NEW YORK, NY 10010	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
THURGOOD MARSHALL / CESAR CHAVEZ / RUSSELL MEANS SCHOLARSHIP SAVANNAH GA WASHINGTON, DC 20020	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
TIDES FOUNDATION/ GLOBAL SUPPORT SAN FRANCISCO, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
TIDES FOUNDATION/DOGWOOD INITIATIVE, VICTORIA, BC, CANADA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
TONASKET FOODBANK TONASKET, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.

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TROUT UNLIMITED ARLINGTON, VA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
TWENTY-FIRST CENTURY FOUNDATION NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	4,000.
UNION OF CONCERNED SCIENTISTS CAMBRIDGE, MA 02238	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
UNITED FOR A FAIR ECONOMY BOSTON, MA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
UNITED HOUMA NATION HURRICANE RELIEF GOLDEN MEADOW, LA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
URBAN ASSEMBLY 90 BROAD STREET, SUITE 2101 NEW YORK, NY 10004	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
US LEAP CHICAGO, IL	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
USA FOR UNHCR WASHINGTON, DC 20006	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
VETERAN'S FOR PEACE COVINGTON, LA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
VOICES ON THE BORDER WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.

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WADLEIGH SCHOLARS PROGRAM NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
WASHINGTON PEACE CENTER WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	3,000.
WASHINGTON TOXICS COALITION SEATTLE, WA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
WASHINTON OFFICE ON LATIN AMERICA WASHINGTON, DC 20009	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
WBAI PACIFICA RADIO 120 WALL ST NEW YORK, NY 10005	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
WESTERN ENVIRONMENTAL LAW CENTER EUGENE, OR	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
WHITE EARTH LAND RECOVERY PROJECT PONSFORD, NM	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
WILDERNESS WATCH MISSOULA, MT	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
WILDWEST INSTITUTE MISSOULA, MT 59807	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
WILLIAM MOSES KUNSTLER FUND NEW YORK, NY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.

ALL RECIPIENTS OF GRANTS LISTED  
HEREON ARE INTERNAL REVENUE  
CODE SECTION 509(A)(1) AND  
509(A)(2) CHARITIES

WITNESS FOR PEACE WASHINGTON, DC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
WOMEN IN NEED, INC. 115 WEST 31ST STREET NEW YORK, NY 10001	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	2,000.
WOMEN'S CANCER RESOURCE CENTER BERKLEY, CA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
WOMEN'S COMMUNITY CANCER PROJECT CAMBRIDGE, MA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
WOMEN'S ENVIRONMENT & DEVELOPMENT NEW YORK, NY 10017	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.
WOMEN'S HEALTH EDUCATION RESOURCE CENTER TAHLEQUAH, OK 74464	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	500.
WOMEN'S INTERNATIONAL LEAGUE FOR PEACE AND FREEDOM MONTCLAIR, NJ 07042	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSES	PUBLIC CHARITY	1,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

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312,000.

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ALL RECIPIENTS OF GRANTS LISTED  
HEREON ARE INTERNAL REVENUE  
CODE SECTION 509(A)(1) AND  
509(A)(2) CHARITIES

# Supporting Details for Balance Sheet of 990PF

Account: 009226-000 THE WINKY FOUNDATION

As of Date 12/31/2010

	Description	CUSIP	Quantity	Market Value	% MV	Price	Federal Tax Cost	Unrealized Gain/Loss
	IPATH DOW JONES-AIG COMMDTY INDEX TOTAL RETURN ETN	06738C-778	1,397 0000	68,620 64	1 42	48 1200	80,895.20	(12,274.56)
	ISHARES S&P SMALLCAP 600 GROWTH INDEX FUND	464287-887	314 0000	22,793 26	0 47	72 5900	15,339 69	7,453 57
	ISHARES S&P SMALLCAP 600 VALUE INDEX FUND	464287-879	295 0000	21,207 55	0 44	71 8900	15,428 30	5,779 25
	ISHARES TRUST MSCI EAFE INDEX FUND	464287-465	1,261 0000	73,415 42	1 52	58 2200	80,891 87	(7,478 45)
	POWERSHARES WILDERHILL CLEAN ENERGY	73935X-500	4,552 0000	47,295 28	0 98	10 3900	81,583 74	(34,288 46)
	RESTRICTED LONG TERM INVESTMENT FUND	997611-108	215,988 6471	2,270,040 68	46.97	10 5100	2,282,566 19	(12,525.51)
	RESTRICTED SHORT TERM INVESTMENT FUND	821400-000	332,657 6900	332,657 69	6 88	1 0000	332,657.69	0 00
	U S TREASURY NOTE DTD 10/31/2009 2.375% 10/31/2014	912828-LS7	110,000 0000	113,858 80	2 36	103 5080	116,419.90	(2,561 10)
	U S TREASURY NOTE DTD 4/15/2009 1 375% 4/15/2012	912828-KK5	110,000 0000	111,404 70	2 30	101 2770	110,193 73	1,210 97
	U S TREASURY NOTE DTD 7/15/2009 1.5% 7/15/2012	912828-LB4	110,000 0000	111,826 00	2 31	101 6600	110,881 23	944 77
	U S TREASURY NOTES DTD 1/15/2009 1 125% 1/15/2012	912828-KB5	110,000 0000	110,881 10	2 29	100 8010	109,733 96	1,147 14
	U S TREASURY NOTES DTD 5/31/2006 4 875% 5/31/2011	912828-FH8	110,000 0000	112,101 00	2 32	101 9100	111,125 78	975 22
	U S TREASURY NOTES SER L-2011 DTD 7/31/2006 4 875% 7/31/2011	912828-FN5	110,000 0000	112,948 00	2 34	102 6800	109,767.97	3,180 03
	U S TREASURY NOTES SER D DTD 1/15/2006 4 25% 1/15/2011	912828-ES5	110,000 0000	110,137 50	2 28	100 1250	108,994.53	1,142 97
	U S TREASURY NOTES SER E DTD 11/15/02 4% 11/15/2012	912828-AP5	110,000 0000	117,107 10	2 42	106 4610	111,289 06	5,818 04
	U S TREASURY NOTES SER E DTD 2/28/2006 4 5% 2/28/2011	912828-EX4	110,000 0000	110,734 80	2 29	100 6680	109,299 81	1,435 19
	U S TREASURY NOTES SER H DTD 5/1/2006 4 875% 4/30/2011	912828-FD7	110,000 0000	111,663 20	2 31	101 5120	109,690 63	1,972.57
	U S TREASURY NOTES SER M DTD 8/31/2006 4 625% 8/31/2011	912828-FS4	110,000 0000	113,153 70	2 34	102 8670	110,696 09	2,457 61
	U S TREASURY NOTE DTD 1/31/2008 2 875% 1/31/2013	912828-HQ6	108,000 0000	111,035 00	2 30	104 7500	109,925 67	1,109 33
	U S TREASURY NOTE DTD 10/31/2006 4 625% 10/31/2011	912828-FW5	110,000 0000	113,906 10	2 36	103 5510	109,957 03	3,949 07
	U S TREASURY NOTE DTD 10/31/2008 2.75% 10/31/2013	912828-JQ4	110,000 0000	115,628 70	2 39	105 1170	115,912 87	(284 17)
	U S TREASURY NOTE DTD 3/31/2008 2 5% 3/31/2013	912828-HV5	110,000 0000	114,503 40	2 37	104 0940	113,038.26	1,465.14
	U S TREASURY NOTE DTD 6/30/2008 3.375% 6/30/2013	912828-JD3	110,000 0000	117,124 70	2 42	106 4770	115,740.99	1,383 71
	VANGUARD EMERGING MARKETS ETF	922042-858	1,919 0000	92,392 17	1 91	48 1460	80,228.11	12,164 06
	VANGUARD INTERNATIONAL EQUITY INDEX FUND INC EMERGING MARKETS PORTFOLIO	922042-304	3,190 9500	96,813 42	2 00	30 3400	81,700.00	15,113 42
	TOTAL Principal Portfolios - U.S. Dollar		2,317,575.2871	4,833,248.91	100.00		4,833,958.10	(708.19)
	cash RESTRICTED SHORT TERM INVESTMENT FUND	821400-000	10,705 8200	10,705 82	100 00	1 0000	10,705.82	0.00
	TOTAL Income Portfolios - U.S. Dollar		10,705.8200	10,705.82	100.00		10,705.82	0.00
	TOTAL 009226-000		2,328,281.1071	\$4,843,956	100.00		\$4,844,664	(708.19)
	cash recap of cash accounts		\$343,364				\$343,364	