



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



Form 990-PF

**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

Initial return of a former public charity Address change N

Name change

Final return

Name of foundation

VIVIENNE REDLICH CRT U/A

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

City or town, state, and ZIP code

DE 19714

H. Check type of organization **Section 501(c)(3) exempt private foundation**

Check type of organization Section 501(c)(3) exempt private foundation

1 Fair market value of all assets at **J** Accounting method: **Cash** **Accrual**

line 16) ► \$ 811,001 (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
--------	---	------------------------------------	---------------------------	-------------------------	---

Revenue	Revenue		
	Amount	Amount	Amount
1 Contributions, gifts, grants, etc., received (attach schedule)			
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
3 Interest on savings and temporary cash investments	1,859	1,088	
4 Dividends and interest from securities	15,329	14,848	
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10	16,924		
b Gross sales price for all assets on line 6a	207,332		
7 Capital gain net income (from Part IV, line 2)		16,924	
8 Net short-term capital gain			0
9 Income modifications			
10a Gross sales less returns & allowances			
b Less Cost of goods sold			
c Gross profit or (loss) (attach schedule)			
11 Other income (attach schedule)			
12 Total. Add lines 1 through 11	34,112	32,860	0
13 Compensation of officers, directors, trustees, etc.	9,263	8,337	926
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees (attach Schedule)			
b Accounting fees (attach schedule)			
c Other professional fees (attach schedule)			
17 Interest			
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 1	278	182	
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (att. sch.)			
24 Total operating and administrative expenses.			
Add lines 13 through 23	9,541	8,519	0
25 Contributions, gifts, grants paid	42,000		42,000
26 Total expenses and disbursements. Add lines 24 and 25	51,541	8,519	0
27 Subtract line 26 from line 12.	-17,429		
a Excess of revenue over expenses and disbursements			
b Net investment income (if negative, enter -0-)		24,341	
c Adjusted net income (if negative, enter 0)			0

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

Form 990-PF (2010)

100

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		85,486	83,933	83,933
	3 Accounts receivable ►	1,026			
	Less allowance for doubtful accounts ►		891	1,026	1,026
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0			
	7 Other notes and loans receivable (att. schedule) ►				
	Less allowance for doubtful accounts ►	0			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U.S. and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)				
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch.) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule) SEE STATEMENT 2	656,232	640,216	726,042	
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch.) ►				
	15 Other assets (describe ►))			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		742,609	725,175	811,001
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►))			
	23 Total liabilities (add lines 17 through 22)		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		742,609	725,175	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see page 17 of the instructions)		742,609	725,175	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		742,609	725,175	

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	742,609
2 Enter amount from Part I, line 27a	2	-17,429
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 3	3	2
4 Add lines 1, 2, and 3	4	725,182
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 4	5	7
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	725,175

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
1a SEE ATTACHED		P	VARIOUS	VARIOUS	
b SEE ATTACHED		P	VARIOUS	VARIOUS	
c LT CAPITAL GAIN DISTRIBUTIONS					
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 79,966		76,579	3,387		
b 127,086		113,829	13,257		
c 280			280		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			3,387		
b			13,257		
c			280		
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	16,924	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	3,387	

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

 Yes No

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	30,074	751,182	0.040036
2008	4,444	606,566	0.007326
2007	928	87,375	0.010621
2006	274	82,270	0.003330
2005	1,649	79,631	0.020708

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

2	0.082021
3	0.016404
4	791,804
5	12,989
6	243
7	13,232
8	42,926

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	243
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	243
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	243
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	75
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	75
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	168
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 <u>Credited to 2011 estimated tax</u> ►	11	
		Refunded	

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	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 ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		
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		
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► TX		
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 on page 27)? If "Yes," complete Part XIV		
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► JPMORGAN CHASE BANK 420 THROCKMORTON, FL 3	Telephone no ► 817-856-4022	
	Located at ► FORT WORTH	TX	ZIP+4 ► 76102
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	► X 1,252
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 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	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	N/A
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► 20, 20, 20, 20	<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 page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20, 20, 20, 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JPMORGAN CHASE BANK 420 THROCKMORTON FL 3	FORT WORTH TX 76102	TRUSTEE 2.00	9,263	0

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

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

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

▶ 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 N/A

2

3

4

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

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

Amount

1 N/A

2

All other program-related investments. See page 24 of the instructions

3

Total. Add lines 1 through 3


Form 990-PF (2010)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	704,045
b	Average of monthly cash balances	1b	99,817
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	803,862
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	803,862
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	12,058
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	791,804
6	Minimum investment return. Enter 5% of line 5	6	39,590

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6	1	39,590
2a	Tax on investment income for 2010 from Part VI, line 5	2a	243
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	243
3	Distributable amount before adjustments Subtract line 2c from line 1	3	39,347
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	39,347
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	39,347

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	42,926
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	42,926
b	Cash distribution test (attach the required schedule)	5	243
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	42,683
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				39,347
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			37,387	
b Total for prior years 20 ____ , 20 ____ , 20 ____				
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				
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 42,926				
a Applied to 2009, but not more than line 2a			37,387	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions) ...				
d Applied to 2010 distributable amount				5,539
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				33,808
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
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 XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling				►		
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)						
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
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)(ii)						
(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 page 28 of the instructions.)1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FORT WORTH OPERA ASSOC 1300 GENDY STREET FORT WORTH TX 76107	NONE	PUBLIC GENERAL	OPERATING	35,000
ARLINGTON MUSEUM OF ART 201 W. MAIN STREET ARLINGTON TX 76010	NONE	PUBLIC GENERATING	OPERATING	7,000
Total			► 3a	42,000
b Approved for future payment				
N/A				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See page 28 of the instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue.					
a						
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	1,859	
4	Dividends and interest from securities			14	15,329	
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	16,924	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		34,112	0
13	Total. Add line 12, columns (b), (d), and (e)				13	34,112

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
N/A	

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of.

- (1) Cash
- (2) Other assets

b Other transaction

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitation

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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.

► *Jones & B*
Signature of officer or trustee

5/10/01

14

Signature of officer or trustee		Date	Title
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date
	Linda C. Bailey	Linda C. Bailey	5/10/11
	Firm's name ► J. P. MORGAN SERVICES INC.		PTIN 008313823
Firm's address ► P. O. BOX 6089 NEWARK, DE 19714-6089		Firm's EIN ► 22-2189421	
		Phone no 302-634-3858	

51-6540171

Federal Statements

5/10/2011 5:55 PM

Statement 1 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX	\$ 182	\$ 182	\$	\$
FED EXCISE TAX - 2009	21			
FED EXCISE TAX - 2010 ESTIMATES	75			
TOTAL	\$ 278	\$ 182	\$ 0	\$ 0

51-6540171

Federal Statements**Statement 2 - Form 990-PF, Part II, Line 13 - Other Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FIRST BANKERS TRUST & SAVINGS	\$	\$	1 MARKET	\$
LOMAS FINANCIAL CORPORATION			1 MARKET	
MAREIGHT CORP			1 MARKET	
MAREIGHT CORP SER A PFD			1 MARKET	
JPM INTREPID AMERICA FUND	18,739	18,739	MARKET	18,347
JPM TAX AWARE DISCIPLINED EQ FUND	43,321	43,321	MARKET	45,467
JPMORGAN TAX AWARE REAL RETURN FUND	30,700	23,012	MARKET	22,519
FMI FDS INC	24,403	24,403	MARKET	26,199
JPM US LARGE CAP CORE PLUS FUND	20,000	20,000	MARKET	31,059
ISHARES RUSSELL MIDCAP INDEX FUND	17,976	5,602	MARKET	9,056
JPM ASIA EQUITY FUND	24,932	19,103	MARKET	29,299
JPM HIGH YIELD BOND FUND	26,890	26,890	MARKET	31,134
THORNBURG VALUE FUND	17,578	17,578	MARKET	24,838
JPMORGAN MARKET EXPANSION INDEX FND	13,000	13,000	MARKET	20,754
JPMORGAN US REAL ESTATE FUND	6,828	11,495	MARKET	15,182
ARTIO INTN'L EQUITY	23,436	16,724	MARKET	27,564
ISHARES MSCI EAFE INDES FUND	6,491	6,491	MARKET	6,754
MATTHEWS PACIFIC TIGER FUND	13,166	18,133	MARKET	26,325
JPMORGAN INTN'L CURRENCY INCOME FND	14,447	14,447	MARKET	14,884
JPMORGAN STRATEGIC INCOME OPP FUND	12,547	12,547	MARKET	14,116
JPMORGAN SHORT DURATION BOND FUND	220,046	183,973	MARKET	187,913
GATEWAY FUND -Y		7,430	MARKET	7,476
JPMORGAN RESEARCH MKT NEUTRAL		15,059	MARKET	14,868
SPDR S&P 500 ETF		14,221	MARKET	16,976
HARTFORD MID CAP FD		10,463	MARKET	11,867
T ROWE PRICE OVERSEAS STOCK FUND		8,000	MARKET	8,382

Federal Statements**Statement 2 - Form 990-PF, Part II, Line 13 - Other Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
VANGUARD EMERGING MARKET ETF	\$	\$ 21,768	MARKET	\$ 23,977
GOLDMAN SACHS TRUST -HIGH YIELD FUND		29,047	MARKET	29,992
EATON VANCE MUT FDS- FLT RT CL I		14,559	MARKET	14,908
DREYFUS /LAUREL FDS - PRM EMERGN MK		7,537	MARKET	7,675
ARBITRAGE FUNDS - CL I		14,559	MARKET	14,247
EATON VANCE - GLOBAL MACRO		14,611	MARKET	14,461
HIGHBRIDGE DYNAMIC COMMODITIES - STT		7,500	MARKET	9,803
EATON VANCE SPL INV TR	21,447			
JP MORGAN INTREPID INT'L FUND	6,500			
JPM INT'L VALUE FUND	29,263			
HIGHBRIDGE STATISTICAL MKT	25,000			
IVY LARGE CAP GROWTH FUND	19,501			
ASTON FDS TAMRO S CAP	6,500			
I SHARES RUSSELL 2000 INDEX FUND	13,521			
TOTAL	\$ 656,232	\$ 640,216		\$ 726,042

Statement 3 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
ROUNDING	\$ 2
TOTAL	\$ 2

Statement 4 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
NON-TAXABLE DIVIDENDS	\$ 7
TOTAL	\$ 7

51-6540171

Federal Statements**ACCOUNTS RECEIVABLE**

<u>Description</u>	<u>Amount</u>
2011 RECEIPTS TAXED IN 2010	\$ 1,026
TOTAL	\$ <u>1,026</u>

ACCT 5897 P64158002
FROM 01/01/2010
TO 12/31/2010

J P MORGAN CHASE BANK, N A
STATEMENT OF CAPITAL GAINS AND LOSSES
VIVIENNE REDLICH CRT U/A
TRUST YEAR ENDING 12/31/2010

PAGE 50
RUN 04/27/2011
04 35 37 PM

TAX PREPARER. LB4
TRUST ADMINISTRATOR LB3
INVESTMENT OFFICER LW3

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
84 9300 ASTON FDS TAMRO SMALL CAP FD CL I* - 00078H141 - MINOR = 65						
SOLD 03/24/2010			1549.12			
ACQ 84 9300 07/06/2009			1549.12	1130.42	418.70	ST
403.4250 ASTON FDS TAMRO SMALL CAP FD CL I* - 00078H141 - MINOR = 65						
SOLD 09/21/2010			7471.43			
ACQ 403 4250 07/06/2009			7471.43	5369.58	2101.85	LT15
732 8510 ARTIO INTERNATIONAL EQUITY II - I - 04315J837 - MINOR = 65						
SOLD 06/08/2010			7519.05			
ACQ 214.3170 03/06/2009			2198.89	1620.24	578.65	LT15
518 5340 07/06/2009			5320.16	5092.00	228.16	ST
1448 1270 EATON VANCE SPL INVTR - 277905642 - MINOR = 65						
SOLD 09/16/2010			23937.54			
ACQ 1448 1270 10/16/2008			23937.54	21446.76	2490.78	LT15
11 0000 ISHARES RUSSELL MIDCAP INDEX FUND - 464287499 - MINOR = 08020						
SOLD 09/16/2010			971.46			
ACQ 11 0000 09/14/2009			971.46	841.81	129.65	LT15
109 0000 ISHARES RUSSELL MIDCAP INDEX FUND - 464287499 - MINOR = 08020						
SOLD 09/16/2010			9639.95			
ACQ 109 0000 09/14/2009			9639.95	8341.60	1298.35	LT15
44 0000 ISHARES RUSSELL MIDCAP INDEX FUND - 464287499 - MINOR = 08020						
SOLD 09/16/2010			3894.86			
ACQ 13 0000 07/06/2009			1150.75	818.22	332.53	LT15
31 0000 09/14/2009			2744.11	2372.38	371.73	LT15
246 0000 ISHARES RUSSELL 2000 INDEX FUND - 464287655 - MINOR = 08020						
SOLD 03/24/2010			16831.54			
ACQ 46.0000 07/28/2009			3147.36	2524.31	623.05	ST
200.0000 07/28/2009			13684.18	10996.48	2687.70	ST
2002 1560 IVY LARGE CAP GROWTH FUND - 466001203 - MINOR = 65						
SOLD 09/16/2010			23425.23			
ACQ 2002 1560 07/06/2009			23425.23	19501.00	3924.23	LT15
2662 4330 JPMORGAN INTERNATIONAL VALUE FUND - 4812A0565 - MINOR = 08010						
SOLD 06/08/2010			27875.67			
ACQ 1546 3920 10/22/2008			16190.72	15000.00	1190.72	LT15
1116 0410 09/14/2009			11684.95	14263.00	-2578.05	ST
215 4960 JPMORGAN ASIA EQUITY FUND - 4812A0706 - MINOR = 08010						
SOLD 09/16/2010			7279.45			
ACQ 206 8710 06/01/2009			6988.10	5600.00	1388.10	LT15
8 6250 06/04/2009			291.35	229.25	62.10	LT15
498 8490 JPMORGAN INTREPID INTERNATIONAL FUND - 4812A2215 - MINOR = 08010						
SOLD 04/22/2010			7996.55			
ACQ 498 8490 07/06/2009			7996.55	6500.00	1496.55	ST
788 1460 HIGHBRIDGE STATISTICAL MARKET - 4812A2439 - MINOR = 08010						
SOLD 04/01/2010			12500.00			
ACQ 788 1460 09/19/2008			12500.00	12429.06	70.94	LT15
797 1430 HIGHBRIDGE STATISTICAL MARKET - 4812A2439 - MINOR = 08010						
SOLD 12/01/2010			12076.72			
ACQ 797 1430 09/19/2008			12076.72	12570.94	-494.22	LT15
752 2570 JP MORGAN TAX AWARE REAL RETURN FUND - 4812A2546 - MINOR = 08030						
SOLD 05/03/2010			7500.00			
ACQ 752 2570 05/21/2008			7500.00	7688.07	-188.07	LT15
2667 3090 JPMORGAN SHORT DURATION BOND FUND - 4812C1330 - MINOR = 08030						
SOLD 01/13/2010			29046.99			
ACQ 2667 3090 05/12/2009			29046.99	28646.90	400.09	ST
691.4280 JPMORGAN SHORT DURATION BOND FUND - 4812C1330 - MINOR = 08030						
SOLD 04/26/2010			7536.56			
ACQ 691 4280 05/12/2009			7536.56	7425.94	110.62	ST
TOTALS			207052.12	190407.96		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	3386.82	0.00	13257.34	0.00	0.00	0.00*
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	0.00	0.00	280.32			0.00
	3386.82	0.00	13537.66	0.00	0.00	0.00
STATE						
SUBTOTAL FROM ABOVE	3386.82	0.00	13257.34	0.00	0.00	0.00*
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	0.00	0.00	280.32			0.00
	3386.82	0.00	13537.66	0.00	0.00	0.00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE