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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2010

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

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

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

Name of foundation: **POWELL-WISE T/CHAR** A Employer identification number: **52-1057233**

Number and street (or P O box number if mail is not delivered to street address): **ONE M & T PLAZA, 8TH FLOOR** Room/suite: **(716) 842-5506**
City or town, state, and ZIP code: **BUFFALO, NY 14203**

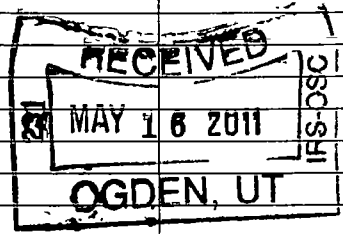
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **858,696.** J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	15,846.	15,687.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	17,042.			
b Gross sales price for all assets on line 6a 77,042.				
7 Capital gain net income (from Part IV, line 2)		17,042.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and 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	32,888.	32,729.		
13 Compensation of officers, directors, trustees, etc	1,858.	1,858.		
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
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 2	379.	379.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	2,237.	2,237.	NONE	
25 Contributions, gifts, grants paid	31,975.			31,975.
26 Total expenses and disbursements Add lines 24 and 25	34,212.	2,237.	NONE	31,975.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-1,324.			
b Net investment income (if negative, enter -0-)		30,492.		
c Adjusted net income (if negative, enter -0-)				



POSTMARK DATE
ENVELOPE
MAY 18 2011

SCANNED MAY 18 2011
Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	61,735.	37,711.	37,711.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations(attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 3	650,039.	673,033.	820,985.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	711,774.	710,744.	858,696.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	711,774.	710,744.	
	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)	711,774.	710,744.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	711,774.	710,744.		

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	711,774.
2	Enter amount from Part I, line 27a	2	-1,324.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	294.
4	Add lines 1, 2, and 3	4	710,744.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	710,744.

Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns (a) through (k) for capital gains and losses. Includes rows for 'SEE PART IV DETAIL' and summary rows for capital gain net income and net short-term capital gain.

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 [X] No

Table for Part V qualification. Includes a table for base period years (2005-2009) and summary rows for total distribution ratio, net value of assets, and final qualification calculation.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Total credits and payments'. Values include 305., NONE, and 191.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, tax on political expenditures, and substantial contributors. Includes checkboxes for 'Yes' and 'No'.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of M AND T BANK Telephone no (716) 842-5506
Located at ONE M AND T PLAZA 8TH FLOOR, BUFFALO, NY ZIP + 4 14203
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		1,858.	-0-	-0-

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	746,102.
b	Average of monthly cash balances	1b	55,317.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	801,419.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	801,419.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	12,021.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	789,398.
6	Minimum investment return. Enter 5% of line 5	6	39,470.

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	39,470.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	305.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	305.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	39,165.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	39,165.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	39,165.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	31,975.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	31,975.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	305.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	31,670.

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				39,165.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			30,400.	
b Total for prior years 20 08 , 20 _____, 20 _____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ _____ 31,975.				
a Applied to 2009, but not more than line 2a			30,400.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				1,575.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				37,590.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	NONE			
e Excess from 2010	NONE			

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

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

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

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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)(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 page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here 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:
SEE STATEMENT 9

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 12				
Total ▶ 3a				31,975.
b <i>Approved for future payment</i>				
Total ▶ 3b				

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 transactions:
(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 solicitations
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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge. Signature of officer or trustee M & T TRUST COMPANY Date 04/27/2011 Title Asst. V.P.

Paid Preparer Use Only Print/Type preparer's name ROBERT E PERRIN JR Preparer's signature Robert E Perrin Date 04/27/2011 Check if self-employed Firm's name THOMSON REUTERS (TAX & ACCOUNTING) Firm's address 9711 FARRAR COURT, SUITE 110 RICHMOND, VA 23236 Firm's EIN Phone no 804-727-3150

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					1,268.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,651.	
131.00		12. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES 147.00					01/29/2010 -16.00	02/19/2010
929.00		78. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES 774.00					03/13/2009 155.00	04/08/2010
815.00		70. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES 830.00					11/10/2009 -15.00	04/20/2010
1,304.00		112. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES 1,112.00					03/13/2009 192.00	04/20/2010
355.00		6. ALLERGAN INCORPORATED PROPERTY TYPE: SECURITIES 348.00					09/17/2009 7.00	02/19/2010
1,067.00		8. AMAZON.COM INCORPORATED PROPERTY TYPE: SECURITIES 736.00					09/24/2009 331.00	01/06/2010
404.00		2. APPLE COMPUTER INCORPORATED PROPERTY TYPE: SECURITIES 194.00					03/13/2009 210.00	02/19/2010
1,147.00		4. APPLE COMPUTER INCORPORATED PROPERTY TYPE: SECURITIES 388.00					03/13/2009 759.00	09/30/2010
149.00		16. ARM HOLDINGS PLC PROPERTY TYPE: SECURITIES 149.00					01/29/2010	02/19/2010
597.00		32. ARM HOLDINGS PLC PROPERTY TYPE: SECURITIES 299.00					01/29/2010 298.00	09/30/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
522.00		28. ARM HOLDINGS PLC PROPERTY TYPE: SECURITIES 261.00					01/29/2010	10/15/2010 261.00
399.00		12. ATHENAHEALTH INC PROPERTY TYPE: SECURITIES 518.00					02/19/2010	09/30/2010 -119.00
1,263.00		38. ATHENAHEALTH INC PROPERTY TYPE: SECURITIES 1,049.00					03/13/2009	09/30/2010 214.00
239.00		4. CELGENE CORPORATION PROPERTY TYPE: SECURITIES 190.00					03/13/2009	02/19/2010 49.00
231.00		4. CELGENE CORPORATION PROPERTY TYPE: SECURITIES 190.00					03/13/2009	09/30/2010 41.00
992.00		22. COGNIZANT TECH SOL CORP PROPERTY TYPE: SECURITIES 638.00					09/24/2009	01/29/2010 354.00
472.00		10. COGNIZANT TECH SOL CORP PROPERTY TYPE: SECURITIES 208.00					03/13/2009	02/19/2010 264.00
1,112.00		22. COGNIZANT TECH SOL CORP PROPERTY TYPE: SECURITIES 458.00					03/13/2009	03/10/2010 654.00
563.00		8. CREE INCORPORATED PROPERTY TYPE: SECURITIES 454.00					12/31/2009	05/10/2010 109.00
139.00		4. EXPEDITORS INTERNATIONAL WASHINGTON PROPERTY TYPE: SECURITIES 144.00					09/24/2009	01/29/2010 -5.00
203.00		6. EXPEDITORS INTERNATIONAL WASHINGTON PROPERTY TYPE: SECURITIES 216.00					09/24/2009	02/19/2010 -13.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
219.00		4. F5 NETWORKS INCORPORATED PROPERTY TYPE: SECURITIES 173.00				10/19/2009	02/19/2010	46.00
664.00		10. F5 NETWORKS INCORPORATED PROPERTY TYPE: SECURITIES 433.00				10/19/2009	05/10/2010	231.00
1,614.00		12. F5 NETWORKS INCORPORATED PROPERTY TYPE: SECURITIES 519.00				10/19/2009	12/17/2010	1,095.00
460.00		6. FREEPORT-MCMORAN COPPER & GOLD CL B PROPERTY TYPE: SECURITIES 428.00				02/09/2010	02/19/2010	32.00
1,566.00		22. FREEPORT-MCMORAN COPPER & GOLD CL B PROPERTY TYPE: SECURITIES 1,548.00				01/06/2010	05/10/2010	18.00
1,247.00		26. GILEAD SCIENCES INCORPORATED PROPERTY TYPE: SECURITIES 1,182.00				09/24/2009	01/29/2010	65.00
392.00		8. GILEAD SCIENCES INCORPORATED PROPERTY TYPE: SECURITIES 357.00				03/13/2009	02/19/2010	35.00
272.00		6. GILEAD SCIENCES INCORPORATED PROPERTY TYPE: SECURITIES 268.00				03/13/2009	04/08/2010	4.00
1,940.00		58. GILEAD SCIENCES INCORPORATED PROPERTY TYPE: SECURITIES 2,587.00				03/13/2009	07/30/2010	-647.00
2,100.00		13. GOLDMAN SACHS GROUP INCORPORATED PROPERTY TYPE: SECURITIES 1,281.00				03/13/2009	04/20/2010	819.00
7,598.00		1101.228 GOLDMAN SACHS HIGH YIELD FD-I#5 PROPERTY TYPE: SECURITIES 6,190.00				10/16/2008	02/19/2010	1,408.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,082.00		2. GOOGLE INC CL A PROPERTY TYPE: SECURITIES 648.00					03/13/2009	02/19/2010
						434.00		
1,052.00		2. GOOGLE INC CL A PROPERTY TYPE: SECURITIES 648.00					03/13/2009	09/30/2010
						404.00		
475.00		14.414 GUINNESS ATKINSON - CHINA & HK FD PROPERTY TYPE: SECURITIES 315.00					10/13/2008	02/19/2010
						160.00		
15,845.00		321. ISHARES RUSSELL 1000 GROWTH INDEX F PROPERTY TYPE: SECURITIES 11,278.00					09/24/2009	02/19/2010
						4,567.00		
581.00		22. JUNIPER NETWORKS INCORPORATED PROPERTY TYPE: SECURITIES 592.00					09/24/2009	02/19/2010
						-11.00		
122.00		4. JUNIPER NETWORKS INCORPORATED PROPERTY TYPE: SECURITIES 59.00					03/13/2009	09/30/2010
						63.00		
322.00		14. LOWES COMPANIES INCORPORATED PROPERTY TYPE: SECURITIES 331.00					12/31/2009	02/19/2010
						-9.00		
845.00		38. LOWES COMPANIES INCORPORATED PROPERTY TYPE: SECURITIES 724.00					04/03/2009	09/30/2010
						121.00		
64.00		4.873 MTB SM CAP GRWTH-INST I-FD #555 PROPERTY TYPE: SECURITIES 97.00					08/27/2007	02/19/2010
						-33.00		
1,312.00		115.638 MTB MID CAP GRWTH-INST I-FD #401 PROPERTY TYPE: SECURITIES 1,476.00					02/12/2008	02/19/2010
						-164.00		
6,110.00		802.85 MTB LGE CAP GRWTH-INST I #299 PROPERTY TYPE: SECURITIES 7,523.00					08/27/2007	02/19/2010
						-1,413.00		

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
448.00		2. MASTERCARD INC CL A PROPERTY TYPE: SECURITIES 317.00				03/13/2009	09/30/2010	131.00
57.00		2. MICROSOFT CORPORATION PROPERTY TYPE: SECURITIES 58.00				11/10/2009	02/19/2010	-1.00
492.00		20. MICROSOFT CORPORATION PROPERTY TYPE: SECURITIES 475.00				07/29/2009	09/30/2010	17.00
155.00		2. MONSANTO COMPANY NEW PROPERTY TYPE: SECURITIES 171.00				01/06/2010	02/19/2010	-16.00
268.00		4. MONSANTO COMPANY NEW PROPERTY TYPE: SECURITIES 342.00				01/06/2010	04/14/2010	-74.00
1,137.00		17. MONSANTO COMPANY NEW PROPERTY TYPE: SECURITIES 1,350.00				04/03/2009	04/14/2010	-213.00
665.00		4. NETFLIX.COM INC PROPERTY TYPE: SECURITIES 323.00				04/08/2010	09/30/2010	342.00
230.00		2. POTASH CORPORATION SASK INCORPORATED PROPERTY TYPE: SECURITIES 186.00				09/24/2009	02/19/2010	44.00
2,882.00		20. POTASH CORPORATION SASK INCORPORATED PROPERTY TYPE: SECURITIES 1,694.00				09/24/2009	09/30/2010	1,188.00
650.00		16. QUALCOMM INCORPORATED PROPERTY TYPE: SECURITIES 582.00				03/13/2009	01/29/2010	68.00
237.00		6. QUALCOMM INCORPORATED PROPERTY TYPE: SECURITIES 218.00				03/13/2009	02/19/2010	19.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
509.00		8. SCHLUMBERGER LIMITED PROPERTY TYPE: SECURITIES 483.00					09/24/2009	02/19/2010 26.00
184.00		10. SCHWAB CHARLES CORPORATION PROPERTY TYPE: SECURITIES 188.00					09/24/2009	02/19/2010 -4.00
728.00		38. SCHWAB CHARLES CORPORATION PROPERTY TYPE: SECURITIES 526.00					03/13/2009	04/20/2010 202.00
489.00		8. STARWOOD HOTELS & RESORTS WORLDWIDE PROPERTY TYPE: SECURITIES 390.00					07/30/2010	12/10/2010 99.00
404.00		8. TARGET CORPORATION PROPERTY TYPE: SECURITIES 384.00					11/20/2009	02/19/2010 20.00
340.00		6. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES 305.00					09/24/2009	01/29/2010 35.00
116.00		2. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES 102.00					09/24/2009	02/19/2010 14.00
1,641.00		34. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES 1,532.00					03/13/2009	07/30/2010 109.00
104.00		2. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES 106.00					09/30/2010	12/17/2010 -2.00
2,076.00		40. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES 1,942.00					09/24/2009	12/17/2010 134.00
396.00		6. UNION PACIFIC CORPORATION PROPERTY TYPE: SECURITIES 366.00					09/24/2009	02/19/2010 30.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- 17,042. =====	

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MUTUAL FUNDS	15,846.	15,687.
TOTAL	15,846.	15,687.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	5.	5.
FOREIGN TAXES ON QUALIFIED FOR	361.	361.
FOREIGN TAXES ON NONQUALIFIED	13.	13.
TOTALS	379.	379.

POWELL-WISE T/CHAR

52-1057233

FORM 990PF, PART II - CORPORATE STOCK

ENDING

FMV

ENDING

BOOK VALUE

MTB SHORT TERM CORPORATE BOND	42,111.	43,411.
DOLLAR TREE	2,158.	2,468.
EXPRESS SCRIPTS	3,019.	3,567.
HARBOR INTERNATIONAL FUND #11	27,092.	47,364.
MTB MID CAP GRWTH FUND #401	23,375.	35,972.
OCCIDENTAL PETE	1,703.	1,962.
PERRIGO	2,236.	2,533.
CAMERON INTL	2,301.	2,739.
ARTIO GLOBAL	7,700.	7,722.
ARMS HOLDINGS	1,139.	2,532.
CITRIX SYSTEMS	3,243.	3,694.
MTB LARGE CAP GROWTH	37,542.	49,637.
MTB LARGE CAP VALUE	59,268.	61,416.
MTB SMALL CAP GROWTH	17,595.	25,633.
NETFLIX	1,454.	3,163.
ALPINE INTL REAL ESTATE	16,166.	31,572.
LAZARD EMERGING MARKETS	14,946.	22,431.
MASTERS SELECT INTL	18,321.	24,495.
MTB INTL EQUITY	74,318.	69,676.
GOLDMAN SACHS HIGH YIELD		
CREE RESEARCH	2,339.	2,767.
RIDGEWORTH SEIX FLOATING	31,502.	31,054.
GUINNESS ATKINSON	8,663.	14,858.
DREYFUS INTL	23,755.	23,921.
MFS EMERGING MARKETS DEBT	15,315.	15,914.
MTB INCOME INST	124,951.	133,389.
FREEMPORT-MCMORAN COPPER		
AMAZON		
MONSANTO	1,896.	4,140.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
POTASH	1,947.	2,168.
EXPEDITORS INTL	2,261.	3,986.
UNION PACIFIC	2,160.	4,077.
LOWES	1,823.	2,157.
TARGET	3,363.	4,630.
SCHLUMBERGER	1,626.	3,340.
GOLDMAN SACHS GROUP		
SCHWAB CHARLES	2,470.	2,584.
ALLERGAN	2,468.	3,571.
ATHENAHEALTH		
CELGENE	2,561.	3,194.
GILEAD SCIENCES		
INTUITIVE SURGICAL	1,025.	2,578.
TEVA PHARMACEUTICAL		
ACTIVISION		
APPLE	1,841.	6,129.
COGNIZANT TECH	1,396.	4,910.
F5 NETWORKS	952.	2,864.
GOOGLE	1,296.	2,376.
JUNIPER NETWORKS	1,756.	3,581.
MASTERCARD	1,901.	2,689.
MICROSOFT	2,810.	3,126.
QUALCOMM	2,910.	3,712.
LSV VALUE	34,651.	39,805.
ISHARES MSCI	9,234.	14,963.
ISHARES RUSSELL 1000 GROWTH		
ISHARES RUSSELL 1000 VALUE	6,973.	11,028.
ALEXION PHARMACEUTICALS	1,943.	1,733.
PRICELINE	2,109.	2,397.

POWELL-WISE T/CHAR

52-1057233

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ROCKWELL COLLINS	2,056.	2,097.
RS GLOBAL NAT RES	13,700.	17,193.
STARWOOD HOTELS	1,693.	2,067.
TOTALS	673,033.	820,985.

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

=====

DESCRIPTION

AMOUNT

PENDING SALES 12/31/09

294.

TOTAL

294.

=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED

=====

MD

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

OFFICER NAME:

M AND T TRUST COMPANY

ADDRESS:

ONE M AND T PLAZA 8TH FLOOR
BUFFALO, NY 14203

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 1,858.

TOTAL COMPENSATION: 1,858.

=====

POWELL-WISE T/CHAR
FORM 990PF, PART XV - LINES 2a - 2d
=====

52-1057233

RECIPIENT NAME:

M AND T C/O DIANE RIMER

ADDRESS:

ONE M AND T PLAZA 8TH FLOOR
BUFFALO, NY 14203

RECIPIENT'S PHONE NUMBER: 716-842-5506

FORM, INFORMATION AND MATERIALS:

LETTER

SUBMISSION DEADLINES:

NO DEADLINE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NO RESTRICTIONS

RECIPIENT NAME:

ALLEGANY COLLEGE OF MARYLAND

ADDRESS:

12401 WILLOWBROOK ROAD SE
CUMBERLAND, MD 21502

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

SCHOLARSHIP

AMOUNT OF GRANT PAID 5,225.

RECIPIENT NAME:

FROSTBURG STATE UNIVERSITY

ADDRESS:

101 BRADDOCK ROAD
FROSTBURG, MD 21532

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

SCHOLARSHIP

AMOUNT OF GRANT PAID 9,995.

RECIPIENT NAME:

UNIVERSITY OF MARYLAND

OFFICE OF THE BURSAR

ADDRESS:

LEE BUILDING
CUMBERLAND, MD 21502-5151

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

SCHOLARSHIP

AMOUNT OF GRANT PAID 6,645.

=====

RECIPIENT NAME:
PA COLLEGE OF TECH
ADDRESS:
ONE COLLEGE AVE
WILLIAMSPORT, PA 17701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
SCHOLARSHIP
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
WEST VA UNIVERSITY
ENROLLMENT SERVICES
ADDRESS:
1 GRAND CENTRAL PARK
MORGANTOWN, WV 26506
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
SCHOLARSHIP
AMOUNT OF GRANT PAID 2,805.

RECIPIENT NAME:
VALLEY FORGE CHRISTIAN COLLEGE
ADDRESS:
1401 CHARLESTOWN ROAD
PHOENIXVILLE, PA 19460
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
SCHOLARSHIP
AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:
HOOD COLLEGE
ADDRESS:
401 ROSEMONT AVE
FREDERICK, MD 21701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
SCHOLARSHIP
AMOUNT OF GRANT PAID 1,215.

RECIPIENT NAME:
CALIFORNIA UNIVERSITY OF PA
ADDRESS:
250 UNIVERSITY AVE
CALIFORNIA, PA 15419-1394
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
SCHOLARSHIP
AMOUNT OF GRANT PAID 1,590.

TOTAL GRANTS PAID: 31,975.
=====

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

2010

Department of the Treasury
Internal Revenue Service

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

Name of estate or trust

POWELL-WISE T/CHAR

Employer identification number

52-1057233

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			1,268.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	8,377.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	9,645.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			2,651.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	4,746.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	7,397.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II Caution: Read the instructions before completing this part.		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		9,645.
14	Net long-term gain or (loss):			
a	Total for year	14a		7,397.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		17,042.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

Part IV Capital Loss Limitation		
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16 ()
a	The loss on line 15, column (3) or b \$3,000	

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: **POWELL-WISE T/CHAR** Employer identification number: **52-1057233**

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 12. ACTIVISION BLIZZARD INC	01/29/2010	02/19/2010	131.00	147.00	-16.00
70. ACTIVISION BLIZZARD INC	11/10/2009	04/20/2010	815.00	830.00	-15.00
6. ALLERGAN INCORPORATED	09/17/2009	02/19/2010	355.00	348.00	7.00
8. AMAZON.COM INCORPORATED	09/24/2009	01/06/2010	1,067.00	736.00	331.00
2. APPLE COMPUTER INCORPORATED	03/13/2009	02/19/2010	404.00	194.00	210.00
16. ARM HOLDINGS PLC	01/29/2010	02/19/2010	149.00	149.00	
32. ARM HOLDINGS PLC	01/29/2010	09/30/2010	597.00	299.00	298.00
28. ARM HOLDINGS PLC	01/29/2010	10/15/2010	522.00	261.00	261.00
12. ATHENAHEALTH INC	02/19/2010	09/30/2010	399.00	518.00	-119.00
4. CELGENE CORPORATION	03/13/2009	02/19/2010	239.00	190.00	49.00
22. COGNIZANT TECH SOL CORP	09/24/2009	01/29/2010	992.00	638.00	354.00
10. COGNIZANT TECH SOL CORP	03/13/2009	02/19/2010	472.00	208.00	264.00
22. COGNIZANT TECH SOL CORP	03/13/2009	03/10/2010	1,112.00	458.00	654.00
8. CREE INCORPORATED	12/31/2009	05/10/2010	563.00	454.00	109.00
4. EXPEDITORS INTERNATIONAL WASHINGTON	09/24/2009	01/29/2010	139.00	144.00	-5.00
6. EXPEDITORS INTERNATIONAL WASHINGTON	09/24/2009	02/19/2010	203.00	216.00	-13.00
4. F5 NETWORKS INCORPORATED	10/19/2009	02/19/2010	219.00	173.00	46.00
10. F5 NETWORKS INCORPORATED	10/19/2009	05/10/2010	664.00	433.00	231.00
6. FREEPORT-MCMORAN COPPER & GOLD CL B	02/09/2010	02/19/2010	460.00	428.00	32.00
22. FREEPORT-MCMORAN COPPER & GOLD CL B	01/06/2010	05/10/2010	1,566.00	1,548.00	18.00
26. GILEAD SCIENCES INCORPORATED	09/24/2009	01/29/2010	1,247.00	1,182.00	65.00
8. GILEAD SCIENCES INCORPORATED	03/13/2009	02/19/2010	392.00	357.00	35.00
2. GOOGLE INC CL A	03/13/2009	02/19/2010	1,082.00	648.00	434.00
321. ISHARES RUSSELL 1000 GROWTH INDEX FD	09/24/2009	02/19/2010	15,845.00	11,278.00	4,567.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

POWELL-WISE T/CHAR

52-1057233

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 78. ACTIVISION BLIZZARD INC	03/13/2009	04/08/2010	929.00	774.00	155.00
112. ACTIVISION BLIZZARD INC	03/13/2009	04/20/2010	1,304.00	1,112.00	192.00
4. APPLE COMPUTER INCORPORATED	03/13/2009	09/30/2010	1,147.00	388.00	759.00
38. ATHENAHEALTH INC	03/13/2009	09/30/2010	1,263.00	1,049.00	214.00
4. CELGENE CORPORATION	03/13/2009	09/30/2010	231.00	190.00	41.00
12. F5 NETWORKS INCORPORATED	10/19/2009	12/17/2010	1,614.00	519.00	1,095.00
6. GILEAD SCIENCES INCORPORATED	03/13/2009	04/08/2010	272.00	268.00	4.00
58. GILEAD SCIENCES INCORPORATED	03/13/2009	07/30/2010	1,940.00	2,587.00	-647.00
13. GOLDMAN SACHS GROUP INCORPORATED	03/13/2009	04/20/2010	2,100.00	1,281.00	819.00
1101.228 GOLDMAN SACHS HIGH YIELD FD-I#527	10/16/2008	02/19/2010	7,598.00	6,190.00	1,408.00
2. GOOGLE INC CL A	03/13/2009	09/30/2010	1,052.00	648.00	404.00
14.414 GUINNESS ATKINSON - CHINA & HK FD	10/13/2008	02/19/2010	475.00	315.00	160.00
4. JUNIPER NETWORKS INCORPORATED	03/13/2009	09/30/2010	122.00	59.00	63.00
38. LOWES COMPANIES INCORPORATED	04/03/2009	09/30/2010	845.00	724.00	121.00
4.873 MTB SM CAP GRWTH-INST I-FD #555	08/27/2007	02/19/2010	64.00	97.00	-33.00
115.638 MTB MID CAP GRWTH-INST I-FD #401	02/12/2008	02/19/2010	1,312.00	1,476.00	-164.00
802.85 MTB LGE CAP GRWTH-INST I #299	08/27/2007	02/19/2010	6,110.00	7,523.00	-1,413.00
2. MASTERCARD INC CL A	03/13/2009	09/30/2010	448.00	317.00	131.00
20. MICROSOFT CORPORATION	07/29/2009	09/30/2010	492.00	475.00	17.00
17. MONSANTO COMPANY NEW	04/03/2009	04/14/2010	1,137.00	1,350.00	-213.00
20. POTASH CORPORATION SASK INCORPORATED	09/24/2009	09/30/2010	2,882.00	1,694.00	1,188.00
38. SCHWAB CHARLES CORPORATION	03/13/2009	04/20/2010	728.00	526.00	202.00
34. TEVA PHARMACEUTICAL INDS LTD ADR	03/13/2009	07/30/2010	1,641.00	1,532.00	109.00
40. TEVA PHARMACEUTICAL INDS LTD ADR	09/24/2009	12/17/2010	2,076.00	1,942.00	134.00
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					4,746.00

Schedule D-1 (Form 1041) 2010

FEDERAL CAPITAL GAIN DIVIDENDS
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SHORT-TERM CAPITAL GAIN DIVIDENDS

ARTIO GLOBAL HIGH INC FD - I	
ARTIO GLOBAL HIGH INC FD - I	122.00
DREYFUS INTL BOND FD -I	571.00
MFS EMERGING MARKETS DEBT FD-CL I	300.00
MTB INCOME FUND-INST I-FD #143	275.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS	-----	1,268.00
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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

ARTIO GLOBAL HIGH INC FD - I	83.00
DREYFUS INTL BOND FD -I	244.00
GUINNESS ATKINSON - CHINA & HK FD	512.00
MFS EMERGING MARKETS DEBT FD-CL I	36.00
MTB SH TERM CORP BD-INST I-#518	62.00
MTB INCOME FUND-INST I-FD #143	1,714.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	-----	2,651.00
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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

2,651.00

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