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

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
 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: **B M STANTON FOUNDATION 56-7027707**
 A Employer identification number: **54-6191995**
 Number and street (or P O box number if mail is not delivered to street address): **P.O. BOX 1908**
 Room/suite:
 B Telephone number (see page 10 of the instructions): **(757) 624-5524**
 City or town, state, and ZIP code: **ORLANDO, FL 32802-1908**
 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
 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) **\$ 1,451,801.**
 J Accounting method: Cash Accrual
 Other (specify) _____
 F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	120,026.			
	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	167.	195.		STMT 1
	5a Gross rents	126,493.	126,493.		
	b Net rental income or (loss) 126,399				
	6a Net gain or (loss) from sale of assets not on line 10	NONE			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		NONE		
	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	246,686.	126,688.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	7,865.	3,932.		3,933.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	2,500.	NONE	NONE	2,500.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 3	1,772.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	94.	94.		
	24 Total operating and administrative expenses. Add lines 13 through 23	12,231.	4,026.	NONE	6,433.
	25 Contributions, gifts, grants paid	64,900.			64,900.
26 Total expenses and disbursements. Add lines 24 and 25	77,131.	4,026.	NONE	71,333.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	169,555.				
b Net investment income (if negative, enter -0-)		122,662.			
c Adjusted net income (if negative, enter -0-)					

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	111,621.	241,801.	241,801.
	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			
	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)			
		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) STMT 5	39,375.	78,750.	1,210,000.	
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)	150,996.	320,551.	1,451,801.	
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	150,996.	320,551.	
	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)	150,996.	320,551.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	150,996.	320,551.		

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	150,996.
2	Enter amount from Part I, line 27a	2	169,555.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	320,551.
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	320,551.

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						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))			
(i) 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						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2			
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			

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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	50,246.	689,153.	0.07290978926
2008	50,063.	676,317.	0.07402298035
2007	44,896.	657,416.	0.06829161444
2006	37,781.	641,118.	0.05892986938
2005	34,619.	636,396.	0.05439851916
2 Total of line 1, column (d)			2 0.32855277259
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.06571055452
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,268,880.
5 Multiply line 4 by line 3			5 83,379.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,227.
7 Add lines 5 and 6			7 84,606.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 71,333.

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 fields for exempt foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, and tax due. Total tax due is 1,268.

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Includes questions about political campaign participation, political expenditures, and foundation status. Includes handwritten 'N/A' and 'Pd. by EFTPS'.

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 SUNTRUST BANK Telephone no (888) 942-3272
Located at P.O BOX 1908, ORLANDO, FL ZIP + 4 32802-1908
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 No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No X
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 X
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 No X
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 No X
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))? 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)? Yes No
 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
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

5b	N/A	
6b		X
7b	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
SEE STATEMENT 7		7,865.	-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	1,103,333.
b	Average of monthly cash balances	1b	184,870.
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	1,288,203.
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	1,288,203.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	19,323.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,268,880.
6	Minimum investment return. Enter 5% of line 5	6	63,444.

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	63,444.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,453.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,453.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	60,991.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	60,991.
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	60,991.

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	71,333.
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	71,333.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	71,333.

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				60,991.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			NONE	
b Total for prior years 20 <u>08</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	6,112.			
c From 2007	13,257.			
d From 2008	17,671.			
e From 2009	17,140.			
f Total of lines 3a through e	54,180.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ <u>71,333.</u>				
a Applied to 2009, but not more than line 2a			NONE	
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				60,991.
e Remaining amount distributed out of corpus	10,342.			
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	64,522.			
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			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				NONE
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	64,522.			
10 Analysis of line 9				
a Excess from 2006	6,112.			
b Excess from 2007	13,257.			
c Excess from 2008	17,671.			
d Excess from 2009	17,140.			
e Excess from 2010	10,342.			

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

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

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

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see 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 8

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
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 9</p>				
Total				64,900.
<p>b <i>Approved for future payment</i></p>				
Total				3b

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization

Employer identification number

B M STANTON FOUNDATION 56-7027707

54-6191995

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization **B M STANTON FOUNDATION 56-7027707** Employer identification number **54-6191995**

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	B M STANTON - UNI TR EIN:54-619199 P.O BOX 1908 ORLANDO, FL 32802-1908	\$ 39,375.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	B M STANTON - UNI TR EIN:54-619199 P.O BOX 1908 ORLANDO, FL 32802-1908	\$ 80,651.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

B M STANTON FOUNDATION 56-7027707

54-6191995

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	50% INTEREST IN LOTS 1,2,3, AND 4 RICHMOND, _____ _____	\$ 1,210,000.	03/16/2010
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	167.	195.
TOTAL	167.	195.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEE	2,500.			2,500.
TOTALS	2,500.	NONE	NONE	2,500.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
PRIOR YEAR BALANCE DUE	587.
ESTIMATED TAX PAYMENTS	1,185.

TOTALS	1,772.
	=====

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RENT AND ROYALTY EXPENSES	94.	
RENTAL INSURANCE		94.
TOTALS	94.	94.

B M STANTON FOUNDATION 56-7027707

54-6191995

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV		ENDING FMV
	C	F	
SEE ATTACHED STATEMENT	39,375.	78,750.	1,210,000.
TOTALS	39,375.	78,750.	1,210,000.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

VA

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

=====

OFFICER NAME:

SUNTRUST BANK - TRUST ADMIN

ADDRESS:

500 MAIN STREET
NORFOLK, VA 23510

TITLE:

TRUSTEE, AS REQ'D

COMPENSATION 7,865.

OFFICER NAME:

DIANE S. MONROE

ADDRESS:

1317 KINGFISHER COURT
VIRGINIA BEACH, VA 23451

TITLE:

CHAIRMAN

OFFICER NAME:

DOROTHY MANNIX

ADDRESS:

405 55TH STREET
VIRGINIA BEACH, VA 23451

TITLE:

BOARD MEMBER

OFFICER NAME:

ROBERT STANTON

ADDRESS:

1016 CHUMLEY ROAD
VIRGINIA BEACH, VA 23451

TITLE:

BOARD MEMBER, AS REQ'D

TOTAL COMPENSATION: 7,865.

=====

RECIPIENT NAME:

DIANE MONROE

ADDRESS:

1317 KINGFISHER COURT
VIRGINIA BEACH, VA 23451

FORM, INFORMATION AND MATERIALS:

LETTER STATING THE PURPOSE OF THE FUND DRIVE AND SUPPLY PROOF OF
RECIPIENT'S TAX EXEMPTION UNDER 501 (C) (3)

SUBMISSION DEADLINES:

PRIOR TO OCTOBER 31ST OF EACH YEAR

RESTRICTIONS OR LIMITATIONS ON AWARDS:

CONTRIBUTIONS ARE MADE TO 501(C) (3) ORGANIZATION LOCATED IN VIRGINIA
BEACH, VIRGINIA

=====

RECIPIENT NAME:

SEE ATTACHED LIST

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 64,900.

TOTAL GRANTS PAID: 64,900.

=====

RENT AND ROYALTY SUMMARY

=====

PROPERTY -----	TOTAL INCOME -----	DEPLETION/ DEPRECIATION -----	OTHER EXPENSES -----	ALLOWABLE NET INCOME -----
50% INT. LOTS 1,2,3,	126,493.		94.	126,399.
	-----	-----	-----	-----
TOTALS	126,493.		94.	126,399.
	=====	=====	=====	=====

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.

311 CASH CONTRIBUTIONS
 SEE ATTACHED LIST - SEE ATTACHED

01/04/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO LESS CANCER TR TRAN#-DC000015000007 TR CD=105 REG=0 PORT=INC	-500 00	-500.00	**CHANGED** 06/24/10 JLM	1001000004
02/03/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO SETON YOUTH SHELTERS TR TRAN#-DC000062000005 TR CD=105 REG=0 PORT=INC	-850 00	-850 00	**CHANGED** 06/24/10 JLM	1002000006
02/03/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO AMERICAN DIABETES ASSOCIATION TR TRAN#-DC000062000006 TR CD=105 REG=0 PORT=INC	-1750.00	-1750.00	**CHANGED** 06/24/10 JLM	1002000007
03/29/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO: SAMARITAN HOUSE - WHW TR TRAN#-DC000489000018 TR CD=105 REG=0 PORT=INC	-2500 00	-2500 00	**CHANGED** 06/24/10 JLM	1003000014
04/13/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR- SEE ATTACHED PAID TO ST JUDE CHILDRENS RESEARCH HOSPITAL TR TRAN#-DC000195000025 TR CD=105 REG=0 PORT=INC	-2500 00	-2500 00	**CHANGED** 06/24/10 JLM	1004000006
04/13/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO VIRGINIA OPERA TR TRAN#-DC000195000021 TR CD=105 REG=0 PORT=INC	-3500 00	-3500 00	**CHANGED** 06/24/10 JLM	1004000005
04/13/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO SETON YOUTH SHELTERS	-1000 00	-1000 00	**CHANGED** 06/24/10 JLM	1004000008

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED LIST - SEE ATTACHED (CONTINUED)				
	TR TRAN#=DC000195000029 TR CD=105 REG=0 PORT=INC				
04/13/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO. F A. C. T TR TRAN#=DC000195000032 TR CD=105 REG=0 PORT=INC	-500 00	-500 00	**CHANGED** 06/24/10 JLM	100400009
04/13/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO SETON YOUTH SHELTERS TR TRAN#=DC000195000027 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED** 06/24/10 JLM	100400007
04/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO CAPE HENRY COLLEGIATE TR TRAN#=DC000449000013 TR CD=105 REG=0 PORT=INC	-2000.00	-2000 00	**CHANGED** 06/24/10 JLM	100400012
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO. MT TRASHMORE YMCA TR TRAN#=DC000357000001 TR CD=105 REG=0 PORT=INC	-2000 00	-2000 00	**CHANGED** 07/09/10 JLM	100600016
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO COURT APPOINTED SPECIAL ADVOCATES TR TRAN#=DC000357000002 TR CD=105 REG=0 PORT=INC	-3000 00	-3000 00	**CHANGED** 07/09/10 JLM	100600017
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO THE NOBLEMEN TR TRAN#=DC000357000005 TR CD=105 REG=0 PORT=INC	-1500 00	-1500 00	**CHANGED** 07/09/10 JLM	100600018
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO. RELAY FOR LIFE TR TRAN#=DC000357000007 TR CD=105 REG=0 PORT=INC	-500 00	-500 00	**CHANGED** 07/09/10 JLM	100600019
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT FOR SEE ATTACHED PAID TO ST MARY'S HOME FOR DISABLED CHILDREN TR TRAN#=DC000356000008 TR CD=105 REG=0 PORT=INC	-1000 00	-1000 00	**CHANGED** 07/09/10 JLM	100600015
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO ANIMAL RESCUE OF TIDEWATER TR TRAN#=DC000357000009 TR CD=105 REG=0 PORT=INC	-500 00	-500 00	**CHANGED** 07/09/10 JLM	100600021
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO THE UP CENTER-CHILD AND FAMILY SVCS TR TRAN#=DC000357000012 TR CD=105 REG=0 PORT=INC	-1000 00	-1000 00	**CHANGED** 07/09/10 JLM	100600022
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO CAPE HENRY SCHOOL TR TRAN#=DC000357000014 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED** 07/09/10 JLM	100600023

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED LIST - SEE ATTACHED (CONTINUED)				
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO CHESAPEAKE BAY WINE CLASSIC FOUNDATI TR TRAN#=DC000357000015 TR CD=105 REG=0 PORT=INC	-2000 00	-2000 00	**CHANGED**	1006000024 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO NORFOLK ACADEMY TR TRAN#=DC000357000008 TR CD=105 REG=0 PORT=INC	-2000 00	-2000 00	**CHANGED**	1006000020 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO PEMBROKE KIWANIS TR TRAN#=DC000357000017 TR CD=105 REG=0 PORT=INC	-600.00	-600 00	**CHANGED**	1006000026 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO YWCA OF SOUTHERN HAMPTON ROADS TR TRAN#=DC000357000018 TR CD=105 REG=0 PORT=INC	-600 00	-600 00	**CHANGED**	1006000027 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO YWCA OF SOUTHERN HAMPTON ROADS TR TRAN#=DC000357000019 TR CD=105 REG=0 PORT=INC	-1000.00	-1000 00	**CHANGED**	1006000028 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO VIRGINIA BEACH PUBLIC SCHOOLS EDUCATION FOUNDATION TR TRAN#=DC000357000020 TR CD=105 REG=0 PORT=INC	-1000 00	-1000 00	**CHANGED**	1006000029 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO CHESAPEAKE BAY WINE CLASSIC FOUNDATI TR TRAN#=DC000357000016 TR CD=105 REG=0 PORT=INC	-1500 00	-1500 00	**CHANGED**	1006000025 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO ST JUDE CHILDRENS RESEARCH HOSPITAL TR TRAN#=DC000357000023 TR CD=105 REG=0 PORT=INC	-2500.00	-2500 00	**CHANGED**	1006000031 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR. SEE ATTACHED PAID TO SETON YOUTH SHELTERS TR TRAN#=DC000357000026 TR CD=105 REG=0 PORT=INC	-9000.00	-9000 00	**CHANGED**	1006000032 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO BOYS & GIRLS CLUB OF SOUTHEAST VA TR TRAN#=DC000357000027 TR CD=105 REG=0 PORT=INC	-1500 00	-1500 00	**CHANGED**	1006000033 07/09/10 JLM
06/22/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO CHKD	-500 00	-500 00	**CHANGED**	1006000030 07/09/10 JLM

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311 CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED LIST - SEE ATTACHED (CONTINUED)				
TR TRAN#=DC000357000021 TR CD=105 REG=0 PORT=INC				
08/02/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO VIRGINIA BEACH ROTARY CLUB TR TRAN#=DC000008000002 TR CD=105 REG=0 PORT=INC	-1000 00	-1000.00		1008000004 **CHANGED** 08/31/10 JLM
08/02/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO: DANNY AND RON'S RESCUE TR TRAN#=DC000008000003 TR CD=105 REG=0 PORT=INC	-500 00	-500.00		1008000005 **CHANGED** 08/31/10 JLM
08/27/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO INAL (I NEED A LIGHTHOUSE INC) TR TRAN#=DC000447000028 TR CD=105 REG=0 PORT=INC	-500 00	-500 00		1008000009 **CHANGED** 10/07/10 JLM
08/27/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR- SEE ATTACHED PAID TO SETON YOUTH SHELTERS TR TRAN#=DC000447000029 TR CD=105 REG=0 PORT=INC	-100.00	-100 00		1008000010 **CHANGED** 10/07/10 JLM
10/18/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR. SEE ATTACHED PAID TO SETON YOUTH SHELTERS TR TRAN#=DC000234000009 TR CD=105 REG=0 PORT=INC	-1000.00	-1000 00		1010000014 **CHANGED** 11/02/10 JLM
TOTAL CODE 311 - CASH CONTRIBUTIONS	-64900 00	-64900 00	0 00	



STANTON FDN - IRR TR
 COUNT NO. 7027707

PORTFOLIO SUMMARY
 AS OF 12/31/10

OR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FEED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>NCIPAL PORTFOLIO</u>						
F & MONEY MARKET FUNDS	38,188.00	2.63 %	38,188.00	0.00	66	0.17 %
IL ESTATE	1,210,000.00	83.34 %	78,750.00	1,131,250.00	0	0.00 %
RINCIPAL PORTFOLIO TOTAL	1,248,188.00	85.98 %	116,938.00	1,131,250.00	66	0.01 %
<u>OME PORTFOLIO</u>						
F & MONEY MARKET FUNDS	203,612.62	14.02 %	203,612.62	0.00	354	0.17 %
NCOME PORTFOLIO TOTAL	203,612.62	14.02 %	203,612.62	0.00	354	0.17 %
AL ASSETS	1,451,800.62	100.00 %	320,550.62	1,131,250.00	420	0.03 %