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

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

OMB No 1545-0052

2010

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

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

Name of foundation
JOHN M RIVERS, JR. FOUNDATION

A Employer identification number
57-0907666

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

Room/suite
500

B Telephone number
(843)723-9900

City or town, state, and ZIP code
CHARLESTON, SC 29403

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 2128303.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	915.			
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	1097.	1097.		STATEMENT 1
	4	Dividends and interest from securities	59982.	59982.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	117051.			
	b	Gross sales price for all assets on line 6a 2278031.				
	7	Capital gain net income (from Part IV, line 2)		117051.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	149.	149.	0.	STATEMENT 3
	12	**Total** Add lines 1 through 11	179194.	178279.	0.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	9875.	9575.	0.	300.
	c	Other professional fees STMT 5	17934.	16140.	0.	1794.
	17	Interest				
	18	Taxes STMT 6	184.	0.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 7	7293.	203.	0.	23.
	24	**Total operating and administrative expenses** Add lines 13 through 23	35286.	25918.	0.	2117.
	25	Contributions, gifts, grants paid	110000.			110000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	145286.	25918.	0.	112117.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	33908.			
	b	**Net investment income** (if negative, enter -0-)		152361.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	556401.	310312.	310312.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	2694.	2510.	
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 8	1328443.	1608624.	1817991.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** *(to be completed by all filers)*	1887538.	1921446.	2128303.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	2433492.	2433492.	
	29	Retained earnings, accumulated income, endowment, or other funds	-545954.	-512046.	
	30	**Total net assets or fund balances**	1887538.	1921446.	
	31	**Total liabilities and net assets/fund balances**	1887538.	1921446.	

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	1887538.
2	Enter amount from Part I, line 27a	2	33908.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1921446.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1921446.

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	SEE ATTACHED STATEMENTS			
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	2278031.		2160980.	117051.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				117051.

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 117051.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	110350.	1839580.	.059987
2008	96157.	2443315.	.039355
2007	175269.	3199156.	.054786
2006	168838.	3071397.	.054971
2005	162768.	2877818.	.056560

2 **Total** of line 1, column (d)	2	.265659
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	.053132
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2050269.
5 Multiply line 4 by line 3	5	108935.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1524.
7 Add lines 5 and 6	7	110459.
8 Enter qualifying distributions from Part XII, line 4	8	112117.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	1524.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	1524.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1524.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2510.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	2510.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	986.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	986.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NONE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RIVERS ENTERPRISES, INC. Telephone no. ▶ 843-723-9900

Located at ▶ 400 CALHOUN ST. SUITE 500, CHARLESTON, SC ZIP+4 ▶ 29403

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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		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.

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ 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			
	(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			
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)?	N/A	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 ☒ No			
	If "Yes," list the years ▶ _____, _____, _____, _____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	N/A	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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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? N/A **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.

(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 9		0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	1648134.
b	Average of monthly cash balances			1b	433357.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	2081491.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	2081491.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	31222.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	2050269.
6	**Minimum investment return** Enter 5% of line 5			6	102513.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	102513.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1524.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1524.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	100989.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	100989.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	100989.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	112117.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	112117.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1524.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	110593.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				100989.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			48361.	
b Total for prior years: _____ , _____ , _____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 112117.				
a Applied to 2009, but not more than line 2a			48361.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				63756.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				37233.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

JOHN M. RIVERS, JR. P.O. BOX 21050, CHARLESTON, SC 29413

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

WRITTEN REQUEST

c Any submission deadlines:

NONE

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

CHARLESTON, SC AREA AND CASHIERS, NC AREA

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 *Paid during the year*				
SEE STATEMENT 10				
Total			▶ 3a	110000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1097.	
4 Dividends and interest from securities			14	59982.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	149.	
8 Gain or (loss) from sales of assets other than inventory			18	117051.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		178279.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 178279.

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

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

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

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12-07-10

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

			Yes	No
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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee

5-11-11
Date

Treasurer
Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no.

CONTINUATION FOR 990-PF, PART IV
JOHN M RIVERS, JR. FOUNDATION 57-0907666 PAGE 1 OF 23

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	1000 SH LUMINEX CORP	P	05/10/01	12/23/10
b	25 SH ACE LIMITED	P	03/13/09	01/14/10
c	45 SH ACE LIMITED	P	04/16/09	01/14/10
d	250 SH AETNA INC	P	09/25/09	01/14/10
e	50 SH AETNA INC	P	10/06/09	01/14/10
f	1400 AGA MED HLDGS INC	P	03/18/10	04/23/10
g	50 SH AIR PRODUCTS & CHEM INC	P	11/01/07	01/14/10
h	20 SH AIR PRODUCTS & CHEM INC	P	10/26/09	01/14/10
i	80 SH AIR PRODUCTS & CHEM INC	P	11/16/09	01/14/10
j	25 SH AIR PRODUCTS & CHEM INC	P	11/25/09	01/14/10
k	225 SH AK STEEL HOLDING CORP	P	08/26/09	01/14/10
l	30 SH ALCON INC	P	06/06/06	01/14/10
m	15 SH ALCON INC	P	07/21/09	01/14/10
n	65 SH ALCON INC	P	08/03/09	01/14/10
o	15 SH ALCON INC	P	08/12/09	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	18890.		15053.	3837.
b	1215.		895.	320.
c	2187.		2066.	121.
d	7820.		7256.	564.
e	1564.		1321.	243.
f	22971.		19823.	3148.
g	4106.		4829.	-723.
h	1642.		1618.	24.
i	6569.		6800.	-231.
j	2053.		2075.	-22.
k	5603.		4621.	982.
l	4636.		3186.	1450.
m	2318.		1844.	474.
n	10045.		8371.	1674.
o	2318.		1949.	369.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				3837.
b				320.
c				121.
d				564.
e				243.
f				3148.
g				-723.
h				24.
i				-231.
j				-22.
k				982.
l				1450.
m				474.
n				1674.
o				369.

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). If (loss), enter "-0-" in Part I, line 8	3	

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	15 SH ALCON INC	P	09/12/09	01/14/10
b	15 SH ALCON INC	P	09/29/09	01/14/10
c	10 SH ALCON INC	P	10/14/09	01/14/10
d	20 SH ALCON INC	P	11/02/09	01/14/10
e	10 SH ALCON INC	P	12/21/09	01/14/10
f	65 SH ANHEUSER-BUSCH INBEV SA	P	11/13/09	01/14/10
g	75 SH ALTRIA GROUP INC	P	07/10/09	01/14/10
h	175 SH ALTRIA GROUP INC	P	07/13/09	01/14/10
i	100 SH ALTRIA GROUP INC	P	08/04/09	01/14/10
j	14 SH AMERICAN INTERNAT GROUP	D	12/09/94	01/14/10
k	47 SH AMERICAN INTERNAT GROUP	D	12/18/95	01/14/10
l	14 SH AMERICAN INTERNAT GROUP	D	12/09/94	01/14/10
m	185 SH AMERIPRISE FINL INC	P	11/03/09	01/14/10
n	2 SH AOL INC	P	03/22/04	01/14/10
o	15 SH AOL INC	P	06/29/04	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2318.		2098.	220.
b	2318.		2105.	213.
c	1545.		1469.	76.
d	3091.		2849.	242.
e	1545.		1602.	-57.
f	3368.		3254.	114.
g	1531.		1233.	298.
h	3572.		2910.	662.
i	2041.		1750.	291.
j	401.		4125.	-3724.
k	1345.		14036.	-12691.
l	401.		4066.	-3665.
m	7783.		6493.	1290.
n	51.		64.	-13.
o	385.		446.	-61.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				220.
b				213.
c				76.
d				242.
e				-57.
f				114.
g				298.
h				662.
i				291.
j				-3724.
k				-12691.
l				-3665.
m				1290.
n				-13.
o				-61.

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). If (loss), enter "-0-" in Part I, line 8	3	

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CONTINUATION FOR 990-PF, PART IV

JOHN M RIVERS, JR. FOUNDATION 57-0907666 PAGE 3 OF 23

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	7 SH AOL INC	P	08/11/08	01/14/10
b	9 SH AOL INC	P	11/18/08	01/14/10
c	9 SH AOL INC	P	12/01/08	01/14/10
d	6 SH AOL INC	P	02/11/09	01/14/10
e	11 SH AOL INC	P	04/20/09	01/14/10
f	155 SH ARCELORMITTAL SA LUXEMBOURG	P	08/14/09	01/14/10
g	15 SH ARCHER-DANIELS-MIDLAND CO	P	01/06/09	06/30/10
h	100 SH ARCHER-DANIELS-MIDLAND CO	P	01/14/09	06/30/10
i	100 SH ARCHER-DANIELS-MIDLAND CO	P	01/20/09	06/30/10
j	75 SH ARCHER-DANIELS-MIDLAND CO	P	02/20/09	06/30/10
k	60 SH ARCHER-DANIELS-MIDLAND CO	P	08/24/09	06/30/10
l	200 SH AT&T INC	P	09/14/07	04/14/10
m	175 SH AT&T INC	P	09/21/07	04/14/10
n	125 SH AT&T INC	P	10/19/07	04/14/10
o	100 SH AT&T INC	P	11/06/07	04/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	180.		180.	0.
b	231.		131.	100.
c	231.		133.	98.
d	154.		89.	65.
e	283.		179.	104.
f	7397.		5612.	1785.
g	389.		431.	-42.
h	2596.		2428.	168.
i	2596.		2563.	33.
j	1947.		2014.	-67.
k	1558.		1735.	-177.
l	5222.		8079.	-2857.
m	4569.		7441.	-2872.
n	3264.		5207.	-1943.
o	2611.		3978.	-1367.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				0.
b				100.
c				98.
d				65.
e				104.
f				1785.
g				-42.
h				168.
i				33.
j				-67.
k				-177.
l				-2857.
m				-2872.
n				-1943.
o				-1367.

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). If (loss), enter "-0-" in Part I, line 8		3	

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05-01-10

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	200 SH AT&T INC	P	06/15/09	04/14/10
b	75 SH AT&T INC	P	06/25/09	04/14/10
c	125 SH AT&T INC	P	07/01/09	04/14/10
d	100 SH AT&T INC	P	08/14/09	04/14/10
e	80 SH BANK NEW YORK MELLON CORP	P	04/17/09	01/14/10
f	250 SH BB&T CORP	P	09/15/09	01/14/10
g	55 SH BAXTER INTERNAT INC	P	12/17/09	01/14/10
h	27777.778 SH BLACKROCK HI YLD BD	P	01/15/10	01/12/10
i	125 SH BROADCOM CORP	P	11/11/09	03/18/10
j	85 SH BUNGE LTD	P	02/04/09	01/14/10
k	70 SH BUNGE LTD	P	12/18/09	01/14/10
l	60 SH CAMERON INTERNAT CORP	P	04/18/08	01/14/10
m	60 SH CAMERON INTERNAT CORP	P	01/20/09	01/14/10
n	45 SH CAMERON INTERNAT CORP	P	09/10/09	01/14/10
o	50 SH CBS CORP	P	05/04/06	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5222.		4909.	313.
b	1958.		1873.	85.
c	3264.		3142.	122.
d	2611.		2525.	86.
e	2343.		2446.	-103.
f	7148.		6959.	189.
g	3397.		3197.	200.
h	213056.		200000.	13056.
i	4230.		3578.	652.
j	5796.		3614.	2182.
k	4773.		4356.	417.
l	2563.		2946.	-383.
m	2563.		1328.	1235.
n	1922.		1662.	260.
o	694.		1289.	-595.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				313.
b				85.
c				122.
d				86.
e				-103.
f				189.
g				200.
h				13056.
i				652.
j				2182.
k				417.
l				-383.
m				1235.
n				260.
o				-595.

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). If (loss), enter "-0-" in Part I, line 8	3	

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	150 SH CBS CORP	P	06/28/06	01/14/10
b	100 SH CBS CORP	P	09/19/06	01/14/10
c	225 SH CBS CORP	P	02/04/09	01/14/10
d	30 SH CELGENE CORP	P	08/23/07	03/18/10
e	100 SH CELGENE CORP	P	03/14/08	03/18/10
f	90 SH CIMAREX ENERGY CO	P	08/06/09	01/14/10
g	45 SH CIMAREX ENERGY CO	P	09/04/09	01/14/10
h	5 SH CME GROUP INC	P	02/25/08	01/14/10
i	10 SH CME GROUP INC	P	04/24/08	01/14/10
j	15 SH CME GROUP INC	P	06/09/08	01/14/10
k	185 SH COMCAST CORP	P	12/18/09	03/18/10
l	20 SH CONOCOPHILLIPS	P	08/27/07	01/14/10
m	50 SH CONOCOPHILLIPS	P	01/02/47	01/14/10
n	75 SH CONOCOPHILLIPS	P	11/02/07	01/14/10
o	100 SH CONOPHILLIPS	P	01/28/08	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2082.		3976.	-1894.
b	1388.		2872.	-1484.
c	3123.		1317.	1806.
d	1946.		1800.	146.
e	6489.		5599.	890.
f	5068.		3341.	1727.
g	2534.		1674.	860.
h	1709.		2627.	-918.
i	3418.		4841.	-1423.
j	5127.		5902.	-775.
k	3268.		3155.	113.
l	1060.		1616.	-556.
m	2650.		4076.	-1426.
n	3975.		6281.	-2306.
o	5300.		7508.	-2208.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-1894.
b				-1484.
c				1806.
d				146.
e				890.
f				1727.
g				860.
h				-918.
i				-1423.
j				-775.
k				113.
l				-556.
m				-1426.
n				-2306.
o				-2208.

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). If (loss), enter "-0-" in Part I, line 8	3	

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	130 SH CONOCOPHILLIPS	P	10/01/09	01/14/10
b	50 SH CONOCOPHILLIPS	P	10/05/09	01/14/10
c	100 SH CONOCOPHILLIPS	P	11/05/09	01/14/10
d	50 SH CONOCOPHILLIPS	P	11/17/09	01/14/10
e	225 SH CONSTELLATION BRANDS INC	P	09/04/09	01/14/10
f	175 SH CONSTELLATION BRANDS INC	P	12/16/09	01/14/10
g	125 SH COOPER INDUSTRIES LTD	P	10/12/09	01/14/10
h	5 SH COSTCO WHOLESALE CORP	P	01/14/08	06/30/10
i	35 SH COSTCO WHOLESALE CORP	P	04/01/08	06/30/10
j	95 SH COSTCO WHOLESALE CORP	P	05/06/08	06/30/10
k	115 SH COSTCO WHOLESALE CORP	P	02/11/09	06/30/10
l	140 SH CREDIT SUISSE GROUP	P	05/06/09	01/14/10
m	60 SH CREDIT SUISSE GROUP	P	09/04/09	01/14/10
n	325 SH D R HORTON INC	P	06/10/09	01/14/10
o	55 SH DANAHER CORP	P	03/16/09	04/22/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6890.		5876.	1014.
b	2650.		2385.	265.
c	5300.		5192.	108.
d	2650.		2674.	-24.
e	3672.		3381.	291.
f	2856.		2669.	187.
g	5390.		4938.	452.
h	276.		324.	-48.
i	1933.		2291.	-358.
j	5246.		6865.	-1619.
k	6351.		5048.	1303.
l	7470.		5404.	2066.
m	3201.		2957.	244.
n	3992.		3100.	892.
o	4652.		2974.	1678.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1014.
b				265.
c				108.
d				-24.
e				291.
f				187.
g				452.
h				-48.
i				-358.
j				-1619.
k				1303.
l				2066.
m				244.
n				892.
o				1678.

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). If (loss), enter "-0-" in Part I, line 8		3	

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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	85 SH DANAHER CORP	P	06/16/09	04/22/10
b	35 SH DANAHER CORP	P	08/31/09	04/22/10
c	20 SH DANAHER CORP	P	11/09/09	04/22/10
d	175 SH DEAN FOODS CO	P	10/06/09	01/14/10
e	10548.523 SH DELAWARE DIVERSIFIED	P	03/18/10	11/12/10
f	10570.825 SH DELAWARE DIVERSIFIED	P	06/30/10	11/12/10
g	450 SH DELL INC	P	07/15/09	02/19/10
h	250 SH DELL INC	P	08/12/09	02/19/10
i	125 SH DELL INC	P	11/12/09	02/19/10
j	100 SH DELL INC	P	11/24/09	02/19/10
k	5 SH DEUTSCHE BANK AG	P	01/28/08	01/14/10
l	45 SH DEUTSCHE BANK AG	P	02/12/08	01/14/10
m	50 SH DEUTSCHE BANK AG	P	01/20/09	01/14/10
n	45 SH DEUTSCHE BANK AG	P	05/06/09	01/14/10
o	25 SH DEUTSCHE BANK AG	P	05/11/09	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	7189.		5227.	1962.
b	2960.		2112.	848.
c	1691.		1444.	247.
d	3213.		3292.	-79.
e	102743.		100000.	2743.
f	102960.		100000.	2960.
g	6044.		5528.	516.
h	3358.		3465.	-107.
i	1679.		1837.	-158.
j	1343.		1444.	-101.
k	367.		563.	-196.
l	3299.		5023.	-1724.
m	3665.		1115.	2550.
n	3299.		2520.	779.
o	1833.		1420.	413.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1962.
b				848.
c				247.
d				-79.
e				2743.
f				2960.
g				516.
h				-107.
i				-158.
j				-101.
k				-196.
l				-1724.
m				2550.
n				779.
o				413.

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). If (loss), enter "-0-" in Part I, line 8	3	

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	60 SH DEVON ENERGY CORP	P	08/11/08	01/14/10
b	20 SH DEVON ENERGY CORP	P	09/25/08	01/14/10
c	40 SH DEVON ENERGY CORP	P	01/30/09	01/14/10
d	25 SH DEVON ENERGY CORP	P	02/09/09	01/14/10
e	25 SH DEVON ENERGY CORP	P	03/12/09	01/14/10
f	25 SH DEVON ENERGY CORP	P	04/06/09	01/14/10
g	30 SH DEVON ENERGY CORP	P	07/14/09	01/14/10
h	25 SH DEVON ENERGY CORP	P	08/10/09	01/14/10
i	50 SH DEVON ENERGY CORP	P	11/18/09	01/14/10
j	90 SH DISNEY, WALT CO HOLDING	P	03/20/09	01/14/10
k	10449.321 SH DWS SHORT DURATION PLUS	P	06/30/10	09/16/10
l	5230.126 SH DWS SHORT DURATION PLUS	P	06/30/10	09/24/10
m	2612.330 SH DWS SHORT DURATION PLUS	P	06/30/10	09/30/10
n	5197.505 SH DWS SHORT DURATION PLUS	P	06/30/10	10/13/10
o	19267.823 SH EATON VANCE GLBL MACRO	P	01/15/10	12/23/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4436.		5325.	-889.
b	1479.		2037.	-558.
c	2958.		2471.	487.
d	1848.		1483.	365.
e	1848.		1079.	769.
f	1848.		1195.	653.
g	2218.		1576.	642.
h	1848.		1597.	251.
i	3697.		3544.	153.
j	2792.		1591.	1201.
k	100000.		99269.	731.
l	50000.		49686.	314.
m	25000.		24817.	183.
n	50000.		49376.	624.
o	197688.		200000.	-2312.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-889.
b				-558.
c				487.
d				365.
e				769.
f				653.
g				642.
h				251.
i				153.
j				1201.
k				731.
l				314.
m				183.
n				624.
o				-2312.

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). If (loss), enter "-0-" in Part I, line 8	3	

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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	95 SH E I DU PONT DE NEMOURS & CO	P	04/09/09	01/14/10
b	55 SH EI DU PONT DE NEMOURS & CO	P	05/22/09	01/14/10
c	100 SH E I DU PONT DE NEMOURS & CO	P	05/27/09	01/14/10
d	150 SH E I DU PONT DE NEMOURS & CO	P	06/22/09	01/14/10
e	100 SH E I DU PONT DE NEMOURS & CO	P	06/25/09	01/14/10
f	125 SH EMC CORP-MASS	P	08/04/09	01/14/10
g	125 SH EMC CORP-MASS	P	08/06/09	01/14/10
h	125 SH EMC CORP-MASS	P	09/22/09	01/14/10
i	175 SH EMC CORP-MASS	P	09/23/09	01/14/10
j	75 SH ENSCO INTL LTD	P	05/29/09	01/14/10
k	40 SH FEDEX CORP	P	08/10/09	01/14/10
l	475 SH FORD MOTOR CO	P	11/06/09	01/14/10
m	350 SH FORD MOTOR CO	P	11/17/09	01/14/10
n	30 SH FRANKLIN RESOURCES INC	P	06/06/06	01/14/10
o	20 SH FRANKLIN RESOUCES INC	P	08/23/07	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3233.		2494.	739.
b	1872.		1541.	331.
c	3403.		2778.	625.
d	5105.		3647.	1458.
e	3403.		2513.	890.
f	2271.		1894.	377.
g	2271.		1892.	379.
h	2271.		2144.	127.
i	3180.		3022.	158.
j	3373.		2903.	470.
k	3453.		2692.	761.
l	5581.		3617.	1964.
m	4113.		3120.	993.
n	3332.		2630.	702.
o	2221.		2661.	-440.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				739.
b				331.
c				625.
d				1458.
e				890.
f				377.
g				379.
h				127.
i				158.
j				470.
k				761.
l				1964.
m				993.
n				702.
o				-440.

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). If (loss), enter "-0-" in Part I, line 8	3	

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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	25 SH FRANKLIN RESOURCES INC	P	11/09/09	01/14/10
b	15 SH FRANKLIN RESOUCES INC	P	11/25/09	01/14/10
c	15 SH FREEPORT MCMORAN COPPER & GOLD	P	05/06/09	01/14/10
d	55 SH FREEPORT MCMORAN COPPER & GOLD	P	07/06/09	01/14/10
e	40 SH FREEPORT MCMORAN COPPER & GOLD	P	08/06/09	01/14/10
f	50 SH FREEPORT MCMORAN COPPER & GOLD	P	10/09/09	01/14/10
g	115 SH GARMIN LTD	P	11/17/09	01/14/10
h	55 SH GRAMIN LTD	P	12/18/09	01/14/10
i	700 SH GENERAL ELECTRIC CO	P	10/16/09	01/14/10
j	150 SH GENERAL ELECTRIC CO	P	12/17/09	01/14/10
k	50 SH GENERAL MILLS INC	P	11/03/08	01/14/10
l	95 SH GILEAD SCIENCES INC	P	02/13/06	03/18/10
m	150 SH GILEAD SCIENCES INC	P	02/27/06	03/18/10
n	150 SH GILEAD SCIENCES INC	P	09/19/06	03/18/10
o	100 SH GILEAD SCIENCES INC	P	03/15/07	03/18/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2776.		2828.	-52.
b	1666.		1683.	-17.
c	1275.		784.	491.
d	4675.		2524.	2151.
e	3400.		2567.	833.
f	4250.		3682.	568.
g	4051.		3691.	360.
h	1938.		1730.	208.
i	11697.		11309.	388.
j	2506.		2374.	132.
k	3584.		3388.	196.
l	4509.		2868.	1641.
m	7119.		4571.	2548.
n	7119.		4848.	2271.
o	4746.		3495.	1251.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-52.
b				-17.
c				491.
d				2151.
e				833.
f				568.
g				360.
h				208.
i				388.
j				132.
k				196.
l				1641.
m				2548.
n				2271.
o				1251.

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). If (loss), enter "-0-" in Part I, line 8	3	

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	45 SH GILEAD SCIENCES INC	P	04/20/09	03/18/10
b	8 SH GOLDMAN SACHS GROUP INC	P	06/06/06	03/18/10
c	20 SH GOLDMAN SACHS GROUP INC	P	09/05/07	03/18/10
d	15 SH GOLDMAN SACHS GROUP INC	P	09/09/08	03/18/10
e	30 SH GOLDMAN SACHS GROUP INC	P	09/12/08	03/18/10
f	2 SH GOLDMAN SACHS GROUP INC	P	11/03/08	03/18/10
g	31 SH GOLDMAN SACHS GROUP INC	P	11/03/08	04/14/10
h	50 SH GOLDMAN SACHS GROUP INC	P	12/02/08	04/14/10
i	15 SH GOLDMAN SACHS GROUP INC	P	02/11/09	04/14/10
j	44 SH GOLDMAN SACHS GROUP INC	P	08/31/09	04/14/10
k	10 SH GOLDMAN SACHS GROUP INC	P	10/16/09	04/14/10
l	95 SH GOLDMAN SACHS GROUP INC	P	05/11/09	04/14/10
m	16 SH GOLDMAN SACHS GROUP INC	P	05/29/09	04/14/10
n	19 SH GOLDMAN SACHS GROUP INC	P	10/20/09	04/14/10
o	75 SH HEWLETT-PACKARD CO	P	03/15/07	12/23/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2136.		1976.	160.
b	1415.		1196.	219.
c	3537.		3568.	-31.
d	2653.		2435.	218.
e	5306.		4721.	585.
f	354.		186.	168.
g	4970.		2881.	2089.
h	8015.		3204.	4811.
i	2405.		1389.	1016.
j	7054.		7187.	-133.
k	1603.		1854.	-251.
l	15229.		13070.	2159.
m	2565.		2288.	277.
n	3046.		3514.	-468.
o	3142.		2972.	170.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				160.
b				219.
c				-31.
d				218.
e				585.
f				168.
g				2089.
h				4811.
i				1016.
j				-133.
k				-251.
l				2159.
m				277.
n				-468.
o				170.

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). If (loss), enter "-0-" in Part I, line 8	3	

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	100 SH HEWLETT-PACKARD CO	P	04/24/08	12/23/10
b	300 SH HEWLETT-PACKARD CO	P	07/10/08	12/23/10
c	525 SH HEWLETT-PACKARD CO	P	08/12/10	12/23/10
d	90 SH HOME DEPOT INC	P	02/10/09	06/30/10
e	125 SH HOME DEPOT INC	P	02/25/09	06/30/10
f	310 SH HOME DEPOT INC	P	03/18/10	06/30/10
g	325 SH HUNTSMAN CORP	P	12/16/09	01/14/10
h	1400 SH IAMGOLD CORP	P	03/18/10	05/12/10
i	85 SH ILLINOIS TOOL WORKS INC	P	05/29/09	01/14/10
j	115 SH ILLINOIS TOOL WORKS INC	P	06/29/09	01/14/10
k	50 SH ILLINOIS TOOL WORKS INC	P	08/14/09	01/14/10
l	50 SH ILLINOIS TOOL WORKS INC	P	09/18/09	01/14/10
m	50 SH ILLINOIS TOOL WORKS INC	P	10/23/09	01/14/10
n	50 SH ILLINOIS TOOL WORKS INC	P	10/26/09	01/14/10
o	100 SH INGERSOLL RAND CO LTD	P	10/21/09	01/14/10

	(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
a	4189.		4844.	-655.
b	12567.		12561.	6.
c	21992.		21009.	983.
d	2573.		2022.	551.
e	3574.		2544.	1030.
f	8863.		10037.	-1174.
g	4027.		3524.	503.
h	27203.		20467.	6736.
i	4121.		2739.	1382.
j	5575.		4366.	1209.
k	2424.		2082.	342.
l	2424.		2229.	195.
m	2424.		2395.	29.
n	2424.		2364.	60.
o	3697.		3498.	199.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col. (i) over col. (j), if any	
a				-655.
b				6.
c				983.
d				551.
e				1030.
f				-1174.
g				503.
h				6736.
i				1382.
j				1209.
k				342.
l				195.
m				29.
n				60.
o				199.

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). If (loss), enter "-0-" in Part I, line 8	3	

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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	180 SH INGERSOLL RAND CO LTD	P	06/03/09	01/14/10
b	70 SH INGERSOLL RAND CO LTD	P	06/09/09	01/14/10
c	125 SH INGERSOLL RAND CO LTD	P	07/21/09	01/14/10
d	225 SH INTEL CORP	P	09/26/08	04/14/10
e	375 SH INTEL CORP	P	04/30/09	04/14/10
f	150 SH J C PENNEY CO INC	P	11/19/08	01/14/10
g	100 SH J C PENNEY CO INC	P	12/18/09	01/14/10
h	140 SH JOHNSON CONTROLS INC	P	08/10/09	01/14/10
i	135 SH JOHNSON CONTROLS INC	P	09/17/09	01/14/10
j	121 SH JPMORGAN CHASE & CO	P	01/15/08	03/18/10
k	109 SH JPMORGAN CHASE & CO	P	09/26/08	03/18/10
l	175 SH JPMORGAN CHASE & CO	P	11/04/08	03/18/10
m	170 SH JPMORGAN CHASE & CO	P	04/30/09	03/18/10
n	95 SH KLA-TENCOR CORP	P	09/17/09	01/14/10
o	85 SH KLA-TENCOR CORP	P	10/01/09	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6655.		3796.	2859.
b	2588.		1589.	999.
c	4621.		2887.	1734.
d	5277.		4124.	1153.
e	8794.		5921.	2873.
f	3884.		2332.	1552.
g	2589.		2703.	-114.
h	4178.		3655.	523.
i	4029.		3705.	324.
j	5252.		4760.	492.
k	4731.		4415.	316.
l	7596.		7252.	344.
m	7379.		4747.	2632.
n	3326.		3323.	3.
o	2976.		2921.	55.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				2859.
b				999.
c				1734.
d				1153.
e				2873.
f				1552.
g				-114.
h				523.
i				324.
j				492.
k				316.
l				344.
m				2632.
n				3.
o				55.

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). If (loss), enter "-0-" in Part I, line 8	3	

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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	50 SH KOHLS CORP	P	05/02/08	01/14/10
b	70 SH KOHLS CORP	P	08/22/08	01/14/10
c	100 SH KOHLS CORP	P	03/20/09	01/14/10
d	50 SH KOHLS CORP	P	05/04/09	01/14/10
e	50 SH KOHLS CORP	P	05/29/09	01/14/10
f	190 SH LIMITED BRANDS INC	P	04/13/09	01/14/10
g	20 SH LOWES COMPANIES INC	P	10/27/08	01/14/10
h	50 SH LOWES COMPANIES INC	P	02/25/09	01/14/10
i	26 SH LOWES COMPANIES INC	P	02/25/09	01/14/10
j	55 SH LOWES COMPANIES INC	P	05/13/09	01/14/10
k	35 SH LOWES COMPANIES INC	P	06/19/09	01/14/10
l	134 SH LOWES COMPANIES INC	P	07/09/09	01/14/10
m	125 SH LOWES COMPANIES INC	P	09/04/09	01/14/10
n	20 SH MACYS INC	P	03/09/07	01/14/10
o	75 SH MACYS INC	P	05/07/09	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2582.		2499.	83.
b	3615.		3424.	191.
c	5165.		4086.	1079.
d	2582.		2202.	380.
e	2582.		2099.	483.
f	3779.		1907.	1872.
g	465.		346.	119.
h	1163.		768.	395.
i	605.		400.	205.
j	1279.		1044.	235.
k	814.		680.	134.
l	3116.		2530.	586.
m	2906.		2689.	217.
n	330.		889.	-559.
o	1238.		3292.	-2054.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				83.
b				191.
c				1079.
d				380.
e				483.
f				1872.
g				119.
h				395.
i				205.
j				235.
k				134.
l				586.
m				217.
n				-559.
o				-2054.

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). If (loss), enter "-0-" in Part I, line 8 } 3

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	75 SH MACYS INC	P	05/14/07	01/14/10
b	200 SH MACYS INC	P	06/04/07	01/14/10
c	275 SH MASCO CORP	P	05/29/09	01/14/10
d	70 SH MEDCO HEALTH SOLUTIONS INC	P	04/24/08	01/14/10
e	275 SH MERCK & CO INC	P	06/25/08	06/30/10
f	100 SH MERCK & CO INC	P	07/08/08	06/30/10
g	100 SH MERCK & CO INC	P	09/05/08	06/30/10
h	14 SH MERCK & CO INC	P	04/29/08	06/30/10
i	86 SH MERCK & CO INC	P	07/09/08	06/30/10
j	130 SH MERCK & CO INC	P	05/04/09	06/30/10
k	80 SH METLIFE INC	P	10/08/08	01/14/10
l	65 SH METLIFE INC	P	11/18/08	01/14/10
m	50 SH METLIFE INC	P	12/05/08	01/14/10
n	110 SH MORGAN STANLEY	P	12/21/07	01/14/10
o	75 SH MORGAN STANLEY	P	07/31/08	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1238.		3091.	-1853.
b	3300.		8066.	-4766.
c	4125.		2810.	1315.
d	4661.		3519.	1142.
e	9672.		10109.	-437.
f	3517.		3714.	-197.
g	3517.		3392.	125.
h	492.		264.	228.
i	3025.		1872.	1153.
j	4572.		2981.	1591.
k	3055.		2120.	935.
l	2482.		1314.	1168.
m	1910.		1323.	587.
n	3432.		5929.	-2497.
o	2340.		2966.	-626.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-1853.
b				-4766.
c				1315.
d				1142.
e				-437.
f				-197.
g				125.
h				228.
i				1153.
j				1591.
k				935.
l				1168.
m				587.
n				-2497.
o				-626.

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). If (loss), enter "-0-" in Part I, line 8	3	

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	165 SH MORGAN STANLEY	P	09/17/09	01/14/10
b	1050 SH MOTOROLA INC	P	09/25/08	03/18/10
c	300 SH MOTOROLA INC	P	03/16/09	03/18/10
d	10 SH NATIONAL-OILWELL VARCO INC	P	05/29/09	01/14/10
e	50 SH NATIONAL-OILWELL VARCO INC	P	07/02/09	01/14/10
f	985.028 SH NATIXIS GATEWAY FUND	P	01/15/10	09/30/10
g	480 SH NEWS CORPORATION	P	12/05/08	01/14/10
h	800 SH NEWS CORPORATION	P	02/04/09	01/14/10
i	200 SH NEWS CORPORATION	P	04/20/09	01/14/10
j	200 SH NEWS CORPORATION	P	06/29/09	01/14/10
k	225 SH NEXEN INC	P	05/29/09	01/14/10
l	75 SH NEXEN INC	P	07/20/09	01/14/10
m	130 SH NOKIA CORP	P	10/07/08	06/30/10
n	125 SH NOKIA CORP	P	12/02/08	06/30/10
o	100 SH NOKIA CORP	P	01/30/09	06/30/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5148.		5044.	104.
b	7709.		8250.	-541.
c	2203.		1145.	1058.
d	470.		384.	86.
e	2352.		1549.	803.
f	25000.		25049.	-49.
g	6437.		3698.	2739.
h	10728.		5314.	5414.
i	2682.		1562.	1120.
j	2682.		1855.	827.
k	5263.		5581.	-318.
l	1754.		1512.	242.
m	1069.		2219.	-1150.
n	1028.		1670.	-642.
o	822.		1239.	-417.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				104.
b				-541.
c				1058.
d				86.
e				803.
f				-49.
g				2739.
h				5414.
i				1120.
j				827.
k				-318.
l				242.
m				-1150.
n				-642.
o				-417.

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).
If (loss), enter "-0-" in Part I, line 8 } 3

CONTINUATION FOR 990-PF, PART IV

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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	200 SH NOKIA CORP	P	02/05/09	06/30/10
b	100 SH NOKIA CORP	P	02/06/09	06/30/10
c	100 SH NOKIA CORP	P	02/17/09	06/30/10
d	85 SH NORTHROP GRUMMAN CORP	P	03/26/09	01/14/10
e	30 SH NORTHROP GRUMMAN CORP	P	04/17/09	01/14/10
f	85 SH NORTHROP GRUMMAN CORP	P	08/19/09	01/14/10
g	6 SH NVR INC	P	06/15/09	01/14/10
h	3 SH NVR INC	P	07/08/09	01/14/10
i	26 SH OCCIDENTAL PETE CORP	P	01/30/09	01/14/10
j	13 SH OCCIDENTAL PETE CORP	P	06/17/09	01/14/10
k	30 SH OCCIDENTAL PETE CORP	P	06/22/09	01/14/10
l	80 SH OCCIDENTAL PETE CORP	P	06/29/09	01/14/10
m	41 SH OCCIDENTAL PETE CORP	P	07/27/09	01/14/10
n	4 SH OCCIDENTAL PETE CORP	P	07/27/09	01/14/10
o	36 SH OCCIDENTAL PETE CORP	P	09/04/09	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1644.		2600.	-956.
b	822.		1338.	-516.
c	822.		1124.	-302.
d	5036.		3786.	1250.
e	1777.		1439.	338.
f	5036.		4053.	983.
g	4321.		3007.	1314.
h	2161.		1444.	717.
i	2087.		1418.	669.
j	1044.		828.	216.
k	2408.		1846.	562.
l	6422.		5293.	1129.
m	3291.		2979.	312.
n	321.		291.	30.
o	2890.		2597.	293.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-956.
b				-516.
c				-302.
d				1250.
e				338.
f				983.
g				1314.
h				717.
i				669.
j				216.
k				562.
l				1129.
m				312.
n				30.
o				293.

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).
If (loss), enter "-0-" in Part I, line 8 } 3

CONTINUATION FOR 990-PF, PART IV

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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	525 SH OFFICE DEPOT INC	P	10/01/09	01/14/10
b	65 SH PEPSICO INC	P	11/19/07	12/23/10
c	75 SH PEPSICO INC	P	11/18/08	12/23/10
d	50 SH PEPSICO INC	P	03/13/09	12/23/10
e	340 SH PFIZER INC	P	06/16/06	12/23/10
f	125 SH PFIZER INC	P	06/11/07	12/23/10
g	300 SH PFIZER INC	P	06/21/07	12/23/10
h	300 SH PFIZER INC	P	07/03/07	12/23/10
i	200 SH PFIZER INC	P	08/09/07	12/23/10
j	120 SH PRINCIPAL FINANCIAL GROUP INC	P	10/14/09	01/14/10
k	250 SH PULTE HOMES INC	P	09/02/09	01/14/10
l	140 SH QUANTA SERVICES INC	P	08/31/09	01/14/10
m	135 SH QUANTA SERVICES INC	P	09/17/09	01/14/10
n	1000 SH RACKSPACE HOSTING INC	P	03/18/10	10/06/10
o	800 SH REHABCARE GROUP INC	P	03/18/10	05/05/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3503.		3281.	222.
b	4279.		4850.	-571.
c	4938.		3927.	1011.
d	3292.		2416.	876.
e	5982.		7957.	-1975.
f	2199.		3303.	-1104.
g	5278.		7755.	-2477.
h	5277.		7762.	-2485.
i	3518.		4881.	-1363.
j	3089.		3512.	-423.
k	2807.		2991.	-184.
l	2720.		3093.	-373.
m	2623.		3242.	-619.
n	22434.		19709.	2725.
o	24737.		21124.	3613.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				222.
b				-571.
c				1011.
d				876.
e				-1975.
f				-1104.
g				-2477.
h				-2485.
i				-1363.
j				-423.
k				-184.
l				-373.
m				-619.
n				2725.
o				3613.

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). If (loss), enter "-0-" in Part I, line 8	3	

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	75 SH RRI ENERGY INC	P	07/06/09	01/14/10
b	500 SH RRI ENERGY INC	P	07/06/09	01/14/10
c	125 SH SCHLUMBERGER LTD	P	05/01/07	01/14/10
d	75 SH SCHLUMBERGER LTD	P	06/18/07	01/14/10
e	50 SH SCHLUMBERGER LTD	P	08/31/07	01/14/10
f	50 SH SCHLUMBERGER LTD	P	10/30/07	01/14/10
g	100 SH SCHLUMBERGER LTD	P	11/18/08	01/14/10
h	25 SH SCHLUMBERGER LTD	P	09/21/09	01/14/10
i	225 SH SMITHFIELD FOODS INC	P	06/19/09	01/14/10
j	700 SH SPRINT NEXTEL CORP	P	07/31/09	01/14/10
k	800 SH SPRINT NEXTEL CORP	P	07/31/09	01/14/10
l	400 SH SPRINT NEXTEL CORP	P	08/11/09	01/14/10
m	1200 SH SPRINT NEXTEL CORP	P	11/06/09	01/14/10
n	60 SH SPX CORP	P	06/25/09	01/14/10
o	60 SH SPX CORP	P	12/18/09	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	419.		362.	57.
b	2795.		2416.	379.
c	8939.		9232.	-293.
d	5363.		6365.	-1002.
e	3575.		4851.	-1276.
f	3575.		4862.	-1287.
g	7151.		4842.	2309.
h	1788.		1515.	273.
i	3735.		2880.	855.
j	2674.		2818.	-144.
k	3056.		3220.	-164.
l	1528.		1432.	96.
m	4585.		3417.	1168.
n	3673.		2802.	871.
o	3673.		3306.	367.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				57.
b				379.
c				-293.
d				-1002.
e				-1276.
f				-1287.
g				2309.
h				273.
i				855.
j				-144.
k				-164.
l				96.
m				1168.
n				871.
o				367.

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).
If (loss), enter "-0-" in Part I, line 8 3

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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	225 SH STEEL DYNAMICS INC	P	11/17/09	01/14/10
b	90 SH SUNCOR ENERGY INC	P	10/14/09	01/14/10
c	40 SH SUNCOR ENERGY INC	P	11/27/09	01/14/10
d	300 SH SUPERVALU INC	P	10/13/09	01/14/10
e	200 SH SUPERVALU INC	P	01/21/49	01/14/10
f	225 SH SYMANTEC CORPORATION	P	02/24/09	01/14/10
g	175 SH SYMANTEC CORPORATION	P	03/13/09	01/14/10
h	100 SH SYMANTEC CORPORATION	P	10/30/09	01/14/10
i	55 SH TARGET CORP	P	04/20/09	01/14/10
j	120 SH TARGET CORP	P	04/30/09	01/14/10
k	50 SH TARGET CORP	P	10/19/09	01/14/10
l	75 SH TARGET CORP	P	01/13/09	01/14/10
m	12150.668 SH TWC EMERGING	P	03/18/10	11/12/10
n	20 SH TEVA PHARMACEUTICAL INDUSTRIES	P	02/07/08	12/23/10
o	100 SH TEVA PHARMACEUTICAL INDUTRIES	P	03/13/08	12/23/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4143.		3571.	572.
b	3304.		3509.	-205.
c	1468.		1436.	32.
d	4284.		4634.	-350.
e	2856.		2657.	199.
f	4230.		3180.	1050.
g	3290.		2392.	898.
h	1880.		1760.	120.
i	2762.		2180.	582.
j	6027.		4918.	1109.
k	2511.		2513.	-2.
l	3767.		3674.	93.
m	107533.		100000.	7533.
n	1034.		925.	109.
o	5170.		4637.	533.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				572.
b				-205.
c				32.
d				-350.
e				199.
f				1050.
g				898.
h				120.
i				582.
j				1109.
k				-2.
l				93.
m				7533.
n				109.
o				533.

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). If (loss), enter "-0-" in Part I, line 8		3	

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CONTINUATION FOR 990-PF, PART IV
JOHN M RIVERS, JR. FOUNDATION 57-0907666 PAGE 21 OF 23

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	75 SH TEVA PHARMACEUTICAL INDUSTRIES	P	06/09/08	12/23/10
b	100 SH TEVA PHARMACEUTICAL INDUTRIES	P	07/31/08	12/23/10
c	305 SH TEVA PHARMACEUTICAL INDUSTIES	P	10/13/10	12/23/10
d	165 SH TEXTRON INC	P	07/17/09	01/14/10
e	10 SH THE TRAVELERS COMPANIES INC	P	05/23/07	01/14/10
f	125 SH THE TRAVELERS COMPANIES INC	P	06/26/07	01/14/10
g	127 SH TIME WARNER INC	P	06/29/04	01/14/10
h	75 SH TIME WARNER INC	P	08/11/08	01/14/10
i	100 SH TIME WARNER INC	P	11/18/08	01/14/10
j	100 SH TIME WARNER INC	P	12/01/08	01/14/10
k	66 SH TIME WARNER INC	P	02/11/09	01/14/10
l	117 SH TIME WARNER INC	P	04/20/09	01/14/10
m	250 SH TRANSOCEAN LTD	P	03/18/10	04/21/10
n	275 SH TYCO ELECTRONICS LTD	P	04/24/09	06/30/10
o	125 SH TYCO ELECTRONICS LTD	P	06/10/09	06/30/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3878.		3360.	518.
b	5170.		4427.	743.
c	15769.		16382.	-613.
d	3771.		1677.	2094.
e	493.		558.	-65.
f	6161.		6616.	-455.
g	3657.		4640.	-983.
h	2159.		2459.	-300.
i	2879.		1789.	1090.
j	2879.		1822.	1057.
k	1900.		1223.	677.
l	3369.		2442.	927.
m	22463.		20894.	1569.
n	7052.		4545.	2507.
o	3206.		2397.	809.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				518.
b				743.
c				-613.
d				2094.
e				-65.
f				-455.
g				-983.
h				-300.
i				1090.
j				1057.
k				677.
l				927.
m				1569.
n				2507.
o				809.

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).
If (loss), enter "-0-" in Part I, line 8 } 3

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	175 SH TYCO ELECTRONICS LTD	P	08/14/09	06/30/10
b	150 SH TYCO ELECTRONICS LTD	P	11/17/09	06/30/10
c	40 SH UNITED PARCEL SVC INC	P	09/14/09	01/14/10
d	160 SH UNUM GROUP	P	05/01/09	01/14/10
e	30 SH US BANCORP DEL	P	05/11/09	01/14/10
f	120 SH US BANCORP DEL	P	05/15/09	01/14/10
g	150 SH US BANCORP DEL	P	05/21/09	01/14/10
h	125 SH US BANCORP DEL	P	08/31/09	01/14/10
i	120 SH VALE S A	P	11/25/09	01/14/10
j	250 SH VALERO ENERGY CORP	P	07/27/09	01/14/10
k	75 SH VALEO ENERGY CORP	P	08/03/09	01/14/10
l	200 SH VALERO ENERGY CORP	P	08/03/09	01/14/10
m	200 SH VALERO ENERGY CORP	P	08/19/09	01/14/10
n	75 SH VERTEX PHARMACEUTICAL INC	P	11/13/09	01/14/10
o	65 SH VISA INC	P	05/06/09	01/14/10

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4488.		3953.	535.
b	3847.		3630.	217.
c	2484.		2360.	124.
d	3438.		2664.	774.
e	761.		540.	221.
f	3046.		2119.	927.
g	3807.		2699.	1108.
h	3173.		2819.	354.
i	3700.		3545.	155.
j	4570.		4675.	-105.
k	1371.		1385.	-14.
l	3656.		3693.	-37.
m	3656.		3532.	124.
n	3099.		3051.	48.
o	5687.		4349.	1338.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				535.
b				217.
c				124.
d				774.
e				221.
f				927.
g				1108.
h				354.
i				155.
j				-105.
k				-14.
l				-37.
m				124.
n				48.
o				1338.

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). If (loss), enter "-0-" in Part I, line 8	3	

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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	275 SH VODAFONE GROUP PLC	P	06/02/09	06/30/10
b	85 SH WAL-MART STORES INC	P	10/13/08	03/18/10
c	217 SH WELLS FARGO & CO	P	12/02/95	01/14/10
d	225 SH WELLS FARGO & CO	P	11/19/09	01/14/10
e	150 SH WELLS FARGO & CO	P	12/14/09	01/14/10
f	125 SH WELLS FARGO & CO	P	12/17/09	01/14/10
g	150 SH WELLS FARGO & CO	P	12/17/09	01/14/10
h	170 SH WESTERN DIGITAL CORP	P	09/05/08	01/14/10
i	125 SH XL CAPITAL LTD-CL A	P	04/26/04	01/14/10
j	125 SH XL CAPITAL LTD-CL A	P	08/28/08	01/14/10
k	175 SH XL CAPITAL LTD-CL A	P	05/27/09	01/14/10
l	BANK OF SC CASH-IN-LIEU	P	05/19/95	09/24/10
m				
n				
o				

	(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	5716.		5410.	306.
b	4749.		4444.	305.
c	6302.		10527.	-4225.
d	6534.		6379.	155.
e	4356.		3840.	516.
f	3630.		3248.	382.
g	4356.		3898.	458.
h	7776.		4367.	3409.
i	2184.		9762.	-7578.
j	2184.		2507.	-323.
k	3058.		1733.	1325.
l	1.			1.
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				306.
b				305.
c				-4225.
d				155.
e				516.
f				382.
g				458.
h				3409.
i				-7578.
j				-323.
k				1325.
l				1.
m				
n				
o				

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	117051.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
MERRILL LYNCH #2GP-03224	6.
MERRILL LYNCH #2GP-03225	1080.
SANFORD C BERNSTEIN #888-07565	11.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1097.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH #2GP-03224	4929.	0.	4929.
MERRILL LYNCH #2GP-03225	53685.	0.	53685.
SANFORD C BERNSTEIN #888-07565	1368.	0.	1368.
TOTAL TO FM 990-PF, PART I, LN 4	59982.	0.	59982.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
SEC LITIGATION SETTLEMENT	149.	149.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	149.	149.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9875.	9575.	0.	300.
TO FORM 990-PF, PG 1, LN 16B	9875.	9575.	0.	300.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGT FEES	17934.	16140.	0.	1794.
TO FORM 990-PF, PG 1, LN 16C	17934.	16140.	0.	1794.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	184.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	184.	0.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	226.	203.	0.	23.
LIFE INSURANCE PREMIUM	7067.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	7293.	203.	0.	23.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ACE LIMITED	0.	0.
AETNA INC	0.	0.
AIR PRODUCTS & CHEMICALS INC	0.	0.
AK STEEL HOLDING CORP	0.	0.
ALCON INC	0.	0.
ALTRIA GROUP INC	0.	0.
AMER INTL GROUP	0.	0.

AMERIPRISE FINL INC	0.	0.
ANHEUSER-BUSCH INBEV	0.	0.
AOL INC	0.	0.
APPLE COMPUTER INC	29293.	75479.
ARCELORMITTAL SA LUXEMBURG	0.	0.
ARCHER-DANIELS-MIDLAND CO	0.	0.
AT&T INC	0.	0.
BANK NEW YORK MELLON	0.	0.
BANK OF AMERICA CORP	25847.	24679.
BANK OF SC	28407.	122628.
BAXTER INTERNATIONAL INC	0.	0.
BB&T CORP	0.	0.
BROADCOM CORP	0.	0.
BUNGE LTD	0.	0.
CAMERON INTERNATIONAL CORP	0.	0.
CBS CORP	0.	0.
CELGENE CORP	0.	0.
CHEVRON CORP	21828.	26463.
CIMAREX ENERGY CO	0.	0.
CISCO SYSTEMS INC	66621.	58262.
CME GROUP	0.	0.
COMCAST CORP	0.	0.
CONOCOPHILLIPS	0.	0.
CONSTELLATION BRANDS INC	0.	0.
COOPER INDUSTRIES LTD	0.	0.
CORNING INC	38041.	40572.
COSTCO WHOLESALE CORP	0.	0.
COVIDIEN PLC	42926.	45660.
CREDIT SUISSE GROUP	0.	0.
D R HORTON INC	0.	0.
DANAHER CORP	0.	0.
DEANS FOODS CO	0.	0.
DELL INC	0.	0.
DEUTSCHE BANK AG	0.	0.
DEVON ENERGY CORP NEW	0.	0.
DISNEY, WALT CO HOLDING CO	0.	0.
E I DUPONT DE NEMOURS & CO	0.	0.
EMC CORP-MASS	0.	0.
ENSCO INTL LTD	0.	0.
FEDEX CORP	0.	0.
FORD MOTOR CO	0.	0.
FRANKLIN RESOURCES INC	0.	0.
FREEPORT MCMORAN COPPER & GOLD	0.	0.
GARMIN LTD	0.	0.
GENERAL ELECTRIC CO	0.	0.
GENERAL MILLS INC	0.	0.
GILEAD SCIENCES INC	0.	0.
GOLDMAN SACHS GROUP INC	0.	0.
GOOGLE INC	47729.	59397.
HEWLETT-PACKARD CO	0.	0.
HOME DEPOT INC	0.	0.
HUNTSMAN CORP	0.	0.
ILLINOIS TOOL WORKS INC	0.	0.
INGERSOLL RAND CO LTD	0.	0.

INTEL CORP	0.	0.
J C PENNEY CO INC	0.	0.
JOHNSON CONTROLS INC	0.	0.
JPMORGAN CHASE & CO	24573.	29906.
KLA-TENCOR CORP	0.	0.
KOHLS CORP	0.	0.
LIMITED BRANDS INC	0.	0.
LOWES COMPANIES INC	0.	0.
LUMINEX CORP	51211.	45700.
MACYS INC	0.	0.
MASCO CORP	0.	0.
MEDCO HEALTH SOLUTIONS	0.	0.
MERCK & CO INC	0.	0.
METLIFE INC	0.	0.
MICROSOFT CORP	21651.	20933.
MORGAN STANLEY	0.	0.
MOTOROLA INC	0.	0.
NATIONAL-OILWELL VARCO INC	0.	0.
NEWS CORPORATION	0.	0.
NEXEN INC	0.	0.
NOKIA CORP	0.	0.
NORTHROP GRUMMAN CORP	0.	0.
NVR INC	0.	0.
OCCIENTAL PETE CORP	0.	0.
OFFICE DEPOT	0.	0.
PEPSICO INC	0.	0.
PFIZER INC	0.	0.
PRINCIPAL FINANCIAL GROUP INC	0.	0.
PUNTE HOMES INC	0.	0.
QUALCOMM INC	25865.	27962.
QUANTA SERVICES INC	0.	0.
RRI ENERGY INC	0.	0.
SCHLUMBERGER LTD	0.	0.
SMITHFIELD FOODS INC	0.	0.
SPRINT NEXTEL CORP	0.	0.
SPX CORP	0.	0.
STEEL DYNAMICS INC	0.	0.
SUNCOR ENERGY INC	0.	0.
SUPERVALU INC	0.	0.
SYMANTEC CORPORATION	0.	0.
TARGET CORP	0.	0.
TEVA PHARMACEUTICAL INDUSTRIES	0.	0.
TEXTRON INC	0.	0.
THE TRAVELERS COMPANIES	0.	0.
TIME WARNER CABLE INC	23298.	36647.
TIME WARNER INC	0.	0.
TYCO ELECTRONICS LTD	0.	0.
UNITED PARCEL SVC INC	0.	0.
UNUM GROUP	0.	0.
US BANCORP	0.	0.
VALE SA	0.	0.
VALERO ENERGY CORP	0.	0.
VERTEX PHARMACEUTICALS INC	0.	0.
VISA INC	0.	0.

VODAFONE GROUP PLC	52736.	52880.
WAL-MART STORES INC	0.	0.
WELLS FARGO & CO	0.	0.
WELLS FARGO & CO	0.	0.
WESTERN DIGITAL CORP	0.	0.
XL CAPITAL LTD-CL A	0.	0.
ADOBE SYS DEL	26818.	30780.
APOLLO GROUP INC	50057.	51337.
ARROW ELECTRONICS	59879.	75350.
BOEING COMPANY	57046.	57755.
CVS CAREMARK CORP	20147.	19993.
INTEL CORP	14815.	16824.
MEDTRONIC INC	54082.	55635.
TWO HARBORS INVT CORP	85768.	91047.
WALGREEN CO	34618.	38960.
DWS SHORT DURATION PLUS	232729.	232947.
EATON VANCE RCHRD BRSTN	197688.	198433.
NATIXIS GATEWAY FUND CL	274951.	281762.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1608624.	1817991.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN M. RIVERS, JR. 40 CALHOUN STREET, SUITE 500 CHARLESTON, SC 29413	PRESIDENT/DIRECTOR 0.00	0.	0.	0.
J. RUTLEDGE YOUNG, JR. 28 BROAD STREET CHARLESTON, SC 29401	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
A. BARON HOLMES, IV 216 TURKEY POINTE CIRCLE COLUMBIA, SC 29223	SECRETARY/DIRECTOR 0.00	0.	0.	0.
T. HEYWARD CARTER, JR PO BOX 369 CHARLESTON, SC 29402	ASSISTANT SECRETARY 0.00	0.	0.	0.
EDWARD H. DANIELL 631 ST ANDREWS BLVD CHARLESTON, SC 29407	TREASURER/DIRECTOR 0.00	0.	0.	0.

THOMAS WARING 40 CALHOUN STREET, SUITE 300 CHARLESTON, SC 29401	DIRECTOR 0.00	0.	0.	0.
ANNE POPE 68 MONTAGU STREET CHARLESTON, SC 29401	DIRECTOR 0.00	0.	0.	0.
DAVID H. MAYBANK 40 CALHOUN STREET, SUITE 300 CHARLESTON, SC 29401	DIRECTOR 0.00	0.	0.	0.
KAREN PHILLIPS 40 CALHOUN STREET, SUITE 300 CHARLESTON, SC 29401	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ASHLEY HALL SCHOOL 172 RUTLEDGE AVENUE CHARLESTON, SC 29403	LIBRARY ENDOWMENT		27000.
CASHIERS HISTORICAL SOCIETY PO BOX 104 CASHIERS, NC 28717	ORAL HISTORY PROJECT-PINNACLE SOCIETY		1000.
CHOATE ROSEMARY HALL SCHOOL 333 CHRISTIAN STREET WALLINGFORD, CT 06492	RIVERS ENDOWED SCHOLARSHIP		25000.
CHURCH OF GOOD SHEPHERD PO BOX 32 CASHIERS, NC 28717	HONOR OF MARTHA, CAROLINE & MINOTT RIVERS		5000.
COASTAL CONSERVATION LEAGUE 90 ALEXANDER STREET CHARLESTON, SC 29403	GENERAL FUND		3000.
COLLEGE OF CHARLESTON FOUNDATION 66 GEORGE STREET CHARLESTON, SC 29401	FRIENDS OF THE LIBRARY-PURCHASE RARE BOOKS		1000.
COLLEGE OF CHARLESTON WOMEN'S GOLF 103 CALHOUN STREET CHARLESTON, SC 29401	GENERAL FUND		1000.
GIBBS MUSEUM OF ART 135 MEETING STREET CHARLESTON, SC 29401	SUPPORT OF DECORATIVE ARTS		5000.

HISTORIC CHARLESTON FOUNDATION 40 EAST BAY STREET CHARLESTON, SC 29401	WINTER ANTIQUE SHOW IN NYC	5000.
LOWCOUNTRY OPEN LAND TRUST 485 EAST BAY STREET CHARLESTON, SC 29401	HONOR OF J RUTLEDGE YOUNG, JR.	5000.
MUSC KITTY HOLT FOUNDATION 18 BEE ST, MSC 450 CHARLESTON, SC 294254500	KITTY HOLT FOUNDATION	5000.
SC AQUARIUM 100 AQUARIUM WHARF CHARLESTON, SC 29401	HONOR OF DR TED STERN/HILTON SMITH	1000.
AFRICAN AMERICAN FAMILY CENTER FOR BIBLICAL DIALOGUE PO BOX 21832 CHARLESTON, SC 29413	COMMERICAL REFRIGERTOR IN HONOR OF H FIELDING FAMILY	3000.
ASSOCIATION FOR THE BLIND 1071 MORRISON DR, SUITE A CHARLESTON, SC 29403		1000.
SPOLETO FESTIVAL USA 14 GEORGE STREET CHARLESTON, SC 29401	OPERATING BUDGET	10000.
ST PHILIPS CHURCH 142 CHURCH STREET CHARLESTON, SC 29401	RECTORS DISCRETIONARY FUND	1000.
TRIDENT UNITED WAY 6296 RIVERS AVENUE NORTH CHARLESTON, SC 29406	ANNUAL COMMUNITY CAMPAIGN	10000.
COLLEGE OF CHARLESTON SCHOOL OF THE ARTS 66 GEORGE STREET CHARLESTON, SC 29424-0001	GENERAL FUND	1000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A		110000.