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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

OMB No 1545-0052

**2010**

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

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

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

A Employer identification number

CLARK AND RUBY BAKER FOUNDATION

58-1429097

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite B Telephone number (see page 10 of the instructions)

P.O. BOX 40200, FL9-100-10-19

(877) 446-1410

City or town, state, and ZIP code

JACKSONVILLE, FL 32203-0200

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

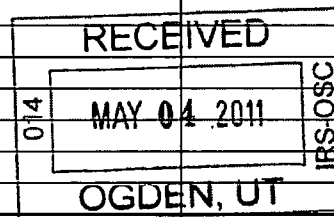
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ Accounting method: ☒ Cash ☐ Accrual

16) \$ 3,278,375. (Part I, column (d) must be on cash basis.)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
--	------------------------------------	---------------------------	-------------------------	---

Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	68,585.	68,356.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-169,826.			
	b Gross sales price for all assets on line 6a	2,851,289.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	-101,241.	68,356.		
	13 Compensation of officers, directors, trustees, etc.	6,693.	4,016.		2,677.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 3	1,032.	1,032.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	8,525.	5,048.	NONE	3,477.
	25 Contributions, gifts, grants paid	115,750.			115,750.
	26 Total expenses and disbursements. Add lines 24 and 25	124,275.	5,048.	NONE	119,227.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-225,516.			
	b Net investment income (if negative, enter -0-)		63,308.		
	c Adjusted net income (if negative, enter -0-)				



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

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing . . . . .	NONE	NONE	
	2 Savings and temporary cash investments . . . . .	96,371.	75,191.	75,191.
	3 Accounts receivable ▶ . . . . .			
	Less: allowance for doubtful accounts ▶ . . . . .			
	4 Pledges receivable ▶ . . . . .			
	Less: allowance for doubtful accounts ▶ . . . . .			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ *		* NONE	
	Less: allowance for doubtful accounts ▶ . . . . .	NONE	NONE	NONE
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule) . . . . .	NONE	NONE	NONE
	b Investments - corporate stock (attach schedule) . STMT 4 . . . . .	2,878,726.	2,660,588.	3,203,184.
	c Investments - corporate bonds (attach schedule) . . . . .	NONE	NONE	NONE
	Liabilities	11 Investments - land, buildings, and equipment basis . . . . .	NONE	
Less: accumulated depreciation (attach schedule) ▶ . . . . .		NONE	NONE	
12 Investments - mortgage loans . . . . .		NONE	NONE	
13 Investments - other (attach schedule) . . . . .		NONE	NONE	NONE
14 Land, buildings, and equipment basis . . . . .				
Less: accumulated depreciation (attach schedule) ▶ . . . . .				
15 Other assets (describe ▶ . . . . .)		NONE	NONE	NONE
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .		2,975,097.	2,735,779.	3,278,375.
17 Accounts payable and accrued expenses . . . . .				
18 Grants payable . . . . .				
19 Deferred revenue . . . . .				
20 Loans from officers, directors, trustees, and other disqualified persons . . . . .				
21 Mortgages and other notes payable (attach schedule) . . . . .				
22 Other liabilities (describe ▶ . . . . .)				
23 Total liabilities (add lines 17 through 22) . . . . .				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .	2,975,097.	2,735,779.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .	NONE	NONE	
30 Total net assets or fund balances (see page 17 of the instructions) . . . . .	2,975,097.	2,735,779.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	2,975,097.	2,735,779.		

**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	2,975,097.
2 Enter amount from Part I, line 27a . . . . .	2	-225,516.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5 . . . . .	3	3,704.
4 Add lines 1, 2, and 3 . . . . .	4	2,753,285.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6 . . . . .	5	17,506.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	2,735,779.

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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.)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	<b>-169,826.</b>	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)					
If (loss), enter -0- in Part I, line 8.					

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	107,453.	2,545,941.	0.04220561278
2008	107,271.	3,051,098.	0.03515816273
2007	107,820.	3,545,008.	0.03041459991
2006	107,444.	3,247,940.	0.03308066036
2005	107,155.	3,046,254.	0.03517598992
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.17603502570
<b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years</b>			<b>3</b> 0.03520700514
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>			<b>4</b> 2,944,994.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 103,684.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 633.
<b>7 Add lines 5 and 6</b>			<b>7</b> 104,317.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 119,227.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)		1	633.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	633.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	633.
6 Credits/Payments.			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	556.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	556.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	77.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11	Refunded	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation: \$ _____ (2) On foundation managers: \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers: \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <b>STMT 7</b>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>BANK OF AMERICA, NA</u> Telephone no <u>(404) 264-1377</u> Located at <u>3414 PEACHTREE STREET, N.E., ATLANTA, GA</u> ZIP + 4 <u>30326-1113</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . .	15		
and enter the amount of tax-exempt interest received or accrued during the year . . . . .				
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
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 <u></u>				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . .	1b	X
Organizations relying on a current notice regarding disaster assistance check here . . . . .		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? . . . . .	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) . . . . .	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) . . . . .	3b	
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)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No  
Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No  
If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		6,693.	-0-	-0-

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

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

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

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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** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services . . . . .		NONE

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

1 NONE	
2	
All other program-related investments See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	2,921,990.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	67,852.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions) . . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	2,989,842.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . . <b>1e</b>		
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	2,989,842.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) . . . . .	<b>4</b>	44,848.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	2,944,994.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	147,250.

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

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	147,250.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5 . . . . . <b>2a</b>		633.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.) . . . . . <b>2b</b>		
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	633.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	146,617.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	146,617.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions) . . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	146,617.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	119,227.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	119,227.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions) . . . . .	<b>5</b>	633.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	118,594.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				146,617.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only . . . . .			114,129.	
<b>b</b> Total for prior years 20 <u>08</u> , 20 <u>    </u> , 20 <u>    </u>		NONE		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005 . . . . .	NONE			
<b>b</b> From 2006 . . . . .	NONE			
<b>c</b> From 2007 . . . . .	NONE			
<b>d</b> From 2008 . . . . .	NONE			
<b>e</b> From 2009 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$ <u>119,227.</u>				
<b>a</b> Applied to 2009, but not more than line 2a . . . . .			114,129.	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
<b>d</b> Applied to 2010 distributable amount . . . . .				5,098.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2010 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .				
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 . . . . .				141,519.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006 . . . . .	NONE			
<b>b</b> Excess from 2007 . . . . .	NONE			
<b>c</b> Excess from 2008 . . . . .	NONE			
<b>d</b> Excess from 2009 . . . . .	NONE			
<b>e</b> Excess from 2010 . . . . .	NONE			

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

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 9

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

N/A

**c** Any submission deadlines:

N/A

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

N/A

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>  SEE STATEMENT 14				
<b>Total</b> . . . . .			<b>3a</b>	115,750.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

Form **990-PF** (2010)



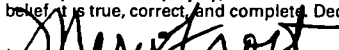
**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

<p><b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash . . . . .</p> <p>(2) Other assets . . . . .</p> <p><b>b</b> Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization . . . . .</p> <p>(2) Purchases of assets from a noncharitable exempt organization . . . . .</p> <p>(3) Rental of facilities, equipment, or other assets . . . . .</p> <p>(4) Reimbursement arrangements . . . . .</p> <p>(5) Loans or loan guarantees . . . . .</p> <p>(6) Performance of services or membership or fundraising solicitations . . . . .</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p>		<p><b>Yes</b></p>	<p><b>No</b></p>
	<b>1a(1)</b>		X
	<b>1a(2)</b>		X
	<b>1b(1)</b>		X
	<b>1b(2)</b>		X
	<b>1b(3)</b>		X
	<b>1b(4)</b>		X
	<b>1b(5)</b>		X
	<b>1b(6)</b>		X
	<b>1c</b>		X

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

<b>Sign Here</b>	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 <b>BANK OF AMERICA, N.A.</b> BY: Date		04/26/2011 Title		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name		Preparer's signature		Date
					Check <input type="checkbox"/> if self-employed
	Firm's name ▶ Firm's address ▶				Firm's EIN ▶ Phone no.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					11,929.	
3,393.00		124.659 COLUMBIA ACORN FUND CLASS Z SHAR PROPERTY TYPE: SECURITIES 2,964.00					07/01/2010 429.00	10/07/2010
4,185.00		108.195 COLUMBIA ACORN INTERNATIONAL FUN PROPERTY TYPE: SECURITIES 3,494.00					07/01/2010 691.00	10/07/2010
83,397.00		8929. COLUMBIA LARGE CAP VALUE FUND CLAS PROPERTY TYPE: SECURITIES 80,004.00					04/21/2003 3,393.00	07/01/2010
66,444.00		4168.383 COLUMBIA MARSICO GROWTH FUND CL PROPERTY TYPE: SECURITIES 73,432.00					03/31/1981 -6,988.00	07/01/2010
188,696.00		11837.904 COLUMBIA MARSICO GROWTH FUND C PROPERTY TYPE: SECURITIES 206,019.00					07/31/1984 -17,323.00	07/01/2010
60,671.00		3806.193 COLUMBIA MARSICO GROWTH FUND CL PROPERTY TYPE: SECURITIES 65,122.00					09/30/1981 -4,451.00	07/01/2010
379,578.00		23812.897 COLUMBIA MARSICO GROWTH FUND C PROPERTY TYPE: SECURITIES 405,651.00					10/31/1979 -26,073.00	07/01/2010
293,327.00		18401.974 COLUMBIA MARSICO GROWTH FUND C PROPERTY TYPE: SECURITIES 312,578.00					05/31/1982 -19,251.00	07/01/2010
67,003.00		6297.229 COLUMBIA LARGE CAP CORE FUND CL PROPERTY TYPE: SECURITIES 100,000.00					03/13/2000 -32,997.00	07/01/2010
76,437.00		7183.908 COLUMBIA LARGE CAP CORE FUND CL PROPERTY TYPE: SECURITIES 100,000.00					01/05/2001 -23,563.00	07/01/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
90,323.00		8488.964 COLUMBIA LARGE CAP CORE FUND CL PROPERTY TYPE: SECURITIES 100,000.00					12/03/1998 -9,677.00	07/01/2010
150,527.00		15128.333 COLUMBIA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES 150,359.00					12/27/2001 168.00	07/01/2010
50,765.00		5102.041 COLUMBIA SHORT TERM BOND FUND C PROPERTY TYPE: SECURITIES 50,000.00					12/28/2006 765.00	07/01/2010
199,568.00		20097.494 COLUMBIA TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES 199,769.00					04/28/1998 -201.00	07/01/2010
34,938.00		3518.407 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 34,665.00					04/30/1995 273.00	07/01/2010
25,109.00		2528.643 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 24,817.00					04/30/1991 292.00	07/01/2010
25,435.00		2561.475 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 25,000.00					01/05/2001 435.00	07/01/2010
25,435.00		2561.475 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 25,000.00					01/05/2001 435.00	07/01/2010
60,922.00		6135.18 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 59,156.00					01/31/1995 1,766.00	07/01/2010
51,990.00		5235.602 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 50,000.00					06/29/2007 1,990.00	07/01/2010
80,340.00		8090.615 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 75,000.00					02/07/2000 5,340.00	07/01/2010



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
12,319.00		1240.594 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 11,229.00					04/30/1979 1,090.00	07/01/2010
28,408.00		2860.824 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 25,708.00					10/31/1978 2,700.00	07/01/2010
29,440.00		2964.772 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 26,415.00					08/31/1982 3,025.00	07/01/2010
60,474.00		6089.986 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 52,010.00					05/31/1982 8,464.00	07/01/2010
117,114.00		9506. COLUMBIA INTERNATIONAL VALUE FUND PROPERTY TYPE: SECURITIES 150,005.00					12/27/2001 -32,891.00	07/01/2010
9,777.00		852.424 COLUMBIA MARSICO INT'L OPPORTUNI PROPERTY TYPE: SECURITIES 8,081.00					07/01/2010 1,696.00	10/07/2010
115,618.00		11655. COLUMBIA MULTI-ADVISOR INT'L EQUI PROPERTY TYPE: SECURITIES 99,650.00					04/21/2003 15,968.00	07/01/2010
200,866.00		22195.124 COLUMBIA MID CAP INDEX FUND CL PROPERTY TYPE: SECURITIES 195,095.00					12/27/2001 5,771.00	07/01/2010
46,742.00		5097.315 COLUMBIA SMALL CAP GROWTH FUND PROPERTY TYPE: SECURITIES 107,044.00					02/22/2000 -60,302.00	07/01/2010
43,119.00		4702.194 COLUMBIA SMALL CAP GROWTH FUND PROPERTY TYPE: SECURITIES 75,000.00					01/05/2001 -31,881.00	07/01/2010
1,663.00		93.628 COLUMBIA SELECT SMALL CAP FUND CL PROPERTY TYPE: SECURITIES 1,219.00					07/01/2010 444.00	12/31/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
60,074.00		5368.578 COLUMBIA SELECT LARGE CAP GROWT PROPERTY TYPE: SECURITIES 50,787.00					07/01/2010 9,287.00	10/07/2010
47,322.00		3752.717 COLUMBIA SELECT LARGE CAP GROWT PROPERTY TYPE: SECURITIES 35,501.00					07/01/2010 11,821.00	12/31/2010
4,075.00		240.567 EATON VANCE LARGE-CAP VALUE FUND PROPERTY TYPE: SECURITIES 3,671.00					07/01/2010 404.00	10/07/2010
7,803.00		134.694 HARBOR INTERNATIONAL FUND INSTL PROPERTY TYPE: SECURITIES 6,577.00					07/01/2010 1,226.00	10/07/2010
23,921.00		1115.204 LAZARD FUNDS INC EMERGING MKTS PROPERTY TYPE: SECURITIES 19,438.00					07/01/2010 4,483.00	10/07/2010
3,959.00		261. NATIXIS FDS TR IV AEW REAL ESTATE F PROPERTY TYPE: SECURITIES 3,451.00					07/01/2010 508.00	10/07/2010
1,782.00		220. OLD MUTUAL TS&W MID CAP VALUE FUND PROPERTY TYPE: SECURITIES 1,588.00					07/01/2010 194.00	10/07/2010
6,401.00		769.327 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES 5,616.00					07/01/2010 785.00	10/07/2010
TOTAL GAIN(LOSS) .....		.....					----- -169,826. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ARTIO GLOBAL HIGH INCOME FUND CL I	3,601.	3,601.
COLUMBIA ACORN FUND CLASS Z SHARES	67.	67.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	486.	486.
COLUMBIA LARGE CAP VALUE FUND CLASS Z SH	364.	364.
COLUMBIA MARSICO GROWTH FUND CLASS Z SHA	37.	37.
COLUMBIA LARGE CAP CORE FUND CLASS Z SHA	398.	398.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	3,151.	3,151.
COLUMBIA TOTAL RETURN BOND FUND CLASS Z	14,005.	14,005.
COLUMBIA INTERNATIONAL VALUE FUND CLASS	1,099.	1,099.
COLUMBIA MARSICO INT'L OPPORTUNITIES FD	1,869.	1,869.
COLUMBIA MID CAP INDEX FUND CLASS Z SHAR	89.	89.
COLUMBIA SMALL CAP VALUE I FUND CLASS Z	669.	669.
EATON VANCE LARGE-CAP VALUE FUND CL I	3,799.	3,799.
HARBOR INTERNATIONAL FUND INSTL CL	1,685.	1,685.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	3,576.	3,576.
NATIXIS FDS TR IV AEW REAL ESTATE FD CL	818.	589.
OLD MUTUAL TS&W MID CAP VALUE FUND CL I	575.	575.
PIMCO TOTAL RETURN FUND INSTL	23,148.	23,148.
PIMCO COMMODITY REALRETURN STRATEGY FUND	7,995.	7,995.
PIMCO DEVELOPING LOCAL MKTS FUND INSTL	305.	305.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	849.	849.
	-----	-----
TOTAL	68,585.	68,356.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	800.			800.
TOTALS	800.	NONE	NONE	800.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES ON QUALIFIED FOR	933.	933.
FOREIGN TAXES ON NONQUALIFIED	99.	99.
	-----	-----
TOTALS	1,032.	1,032.
	=====	=====

CLARK AND RUBY BAKER FOUNDATION  
FORM 990PF, PART II - CORPORATE STOCK  
=====

58-1429097

DESCRIPTION  
-----

COMMON STOCK & MUTUAL FUNDS

TOTALS

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

DESCRIPTION -----	AMOUNT -----
2009 INCOME POSTING IN 2010	2,659.
EXCISE TAX REFUND	1,045.
	-----
TOTAL	3,704.
	=====

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

DESCRIPTION -----	AMOUNT -----
2010 INCOME POSTING IN 2011	5,241.
ADJUST FOR YEAR END SALES (GAINS) 12/31/10	12,265.
	-----
TOTAL	17,506.
	=====



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

GA

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

=====

## OFFICER NAME:

BANK OF AMERICA, NA

## ADDRESS:

3414 PEACHTREE ROAD, N.E.

ATLANTA, GA 30326-1113

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION ..... 6,693.

TOTAL COMPENSATION:

6,693.

=====

CLARK AND RUBY BAKER FOUNDATION  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

58-1429097

RECIPIENT NAME:

CLARK & RUBY BAKER FDN

ADDRESS:

3414 PEACHTREE ROAD, N.E.

ATLANTA, GA 30326-1113

RECIPIENT'S PHONE NUMBER: 404-264-1377

STATEMENT 9

=====

## RECIPIENT NAME:

YOUNG HARRIS COLLEGE

## ADDRESS:

1 COLLEGE STREET

YOUNG HARRIS, GA 30582

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

EDUCATIONAL

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 8,750.

## RECIPIENT NAME:

REINHARDT COLLEGE

## ADDRESS:

7300 REINHARDT COLL CIR

WALESKA, GA 30183

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

EDUCATIONAL

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 8,750.

## RECIPIENT NAME:

CLARK ATLANTA UNIVERSITY

## ADDRESS:

223 JAMES P. BRAWLEY DR., SW

ATLANTA, GA 30314

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

EDUCATIONAL

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 8,750.

RECIPIENT NAME:  
EMORY AT OXFORD  
ADDRESS:  
100 HAMILL STREET  
Oxford, GA 30054  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
EDUCATIONAL  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 8,750.

RECIPIENT NAME:  
LAGRANGE COLLEGE  
ADDRESS:  
601 BROAD STREET  
LAGRANGE, GA 30240  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
EDUCATIONAL  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 8,750.

RECIPIENT NAME:  
ANDREW COLLEGE  
ADDRESS:  
413 COLLEGE STREET  
CUTHBERT, GA 39840  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
EDUCATIONAL  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 8,750.

=====

## RECIPIENT NAME:

PAINE COLLEGE

## ADDRESS:

1235 15TH STREET

AUGUSTA, GA 30901

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

EDUCATIONAL

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 8,750.

## RECIPIENT NAME:

WESLEYAN COLLEGE

## ADDRESS:

4760 FORSYTH RD

MACON, GA 31210

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

EDUCATIONAL

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 8,750.

## RECIPIENT NAME:

EMORY UNIVERSITY

## ADDRESS:

201 DOWMAN DRIVE

ATLANTA, GA 30322

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

CHANDLER SCHOOL OF THEOLOGY

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 8,750.

=====

## RECIPIENT NAME:

WESLEY WOODS

## ADDRESS:

1817 CLIFTON ROAD NE

ATLANTA, GA 30329

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL PURPOSES

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 4,500.

## RECIPIENT NAME:

UNITED METHODIST CHILDREN'S HOME

## ADDRESS:

500 S. COLUMBIA DRIVE

Decatur, GA 30030

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

HEALTH AND WELFARE

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 18,000.

## RECIPIENT NAME:

COLLINS MEMORIAL UNITED

METHODIST CHURCH

## ADDRESS:

2220 BOLTON ROAD NW

ATLANTA, GA 30318

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

FOR CLAIMANTS

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
NORTH GEORGIA CONFERENCE  
ADDRESS:  
4511 JONES BRIDGE CIRCLE NW  
Northcross, GA 30092  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
HIGHER EDUCATION  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:  
WELLSPRING LIVING  
ADDRESS:  
140 HOWELL RD, SUITE C-2  
TYRONE, GA 30290  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
EDUCATIONAL  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 2,500.

TOTAL GRANTS PAID: 115,750.  
=====



**CLARK AND RUBY BAKER FOUNDATION**  
**58-1429097**  
**Balance Sheet**  
**12/31/2010**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
04315J860	ARTIO GLOBAL HIGH INCOME FUND	5557.789	55,300.00	56,633.87
197199409	COLUMBIA ACORN FUND	4816.468	114,535.61	145,409.17
197199813	COLUMBIA ACORN INTERNATIONAL	1260.650	40,706.38	51,585.80
19765H636	COLUMBIA MARSICO INTERNATIONAL	8483.019	80,419.02	101,626.57
19765N567	COLUMBIA SMALL CAP VALUE I FUND	1247.585	47,058.92	58,586.59
19765P596	COLUMBIA SMALL CAP GROWTH I	1593.476	38,100.00	50,353.84
19765Y589	COLUMBIA SELECT SMALL CAP FUND	2926.267	38,100.00	51,970.50
19765Y688	COLUMBIA SELECT LARGE CAP	73563.769	695,913.25	927,639.13
277905642	EATON VANCE LARGE-CAP VALUE	32380.665	494,128.95	591,594.75
411511306	HARBOR INTERNATIONAL FUND	1677.716	81,922.89	101,585.70
52106N889	LAZARD FUNDS INC	9200.344	160,361.99	200,383.49
63872W409	NATIXIS FDS TR IV AEW REAL	6040.275	79,916.43	94,711.51
68002Q248	OLD MUTUAL TS&W MID CAP VALUE	10306.316	74,411.60	89,561.89
693390700	PIMCO TOTAL RETURN FUND	41842.185	471,828.48	453,987.71
722005667	PIMCO COMMODITY REALRETURN	18175.878	132,683.91	168,853.91
72201F409	PIMCO DEVELOPING LOCAL MKTS	2816.327	27,600.00	29,853.07
77956H104	ROWE T PRICE INTL FDS INC	2899.160	27,600.00	28,846.64
	Cash/Cash Equivalent	75191.200	75,191.20	75,191.20
		<b>Totals:</b>	<b>2,735,778.63</b>	<b>3,278,375.33</b>