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

2010

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

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

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

Name of foundation: **GUSTAPHER FOUNDATION**
C/O ATLANTIC TRUST COMPANY, N.A.
 Number and street (or P O box number if mail is not delivered to street address): **100 FEDERAL STREET, 37TH FLOOR**
 Room/suite:
 City or town, state, and ZIP code: **BOSTON, MA 02110**

A Employer identification number
 58-1828387
B Telephone number (see page 10 of the instructions)
 (617) 357-9600
C If exemption application is pending, check here
D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 1,626,214.**
J Accounting method: Cash Accrual
 Other (specify) _____
 (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	22,912.	22,912.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	17,759.			
	b Gross sales price for all assets on line 6a	348,003.			
	7 Capital gain net income (from Part IV, line 2)		17,759.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	560.	267.		STMT 1	
12 Total. Add lines 1 through 11	41,231.	40,938.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	8,115.	6,087.		2,029.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,031.	579.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)		3,232.		
	24 Total operating and administrative expenses				
	Add lines 13 through 23	9,146.	9,898.		2,029.
25 Contributions, gifts, grants paid	93,600.			93,600.	
26 Total expenses and disbursements Add lines 24 and 25	102,746.	9,898.		95,629.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-61,515.				
b Net investment income (if negative, enter -0-)		31,040.			
c Adjusted net income (if negative, enter -0-)					

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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			
	2 Savings and temporary cash investments	36,792.	64,585.	64,585.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 5	652,784.	658,166.	817,011.
	c Investments - corporate bonds (attach schedule) STMT 8	195,798.	86,531.	84,638.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 9	686,891.	701,463.	659,966.
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ STMT 10)	8.	14.	14.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,572,273.	1,510,759.	1,626,214.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,572,273.	1,510,759.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 17 of the instructions)	1,572,273.	1,510,759.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,572,273.	1,510,759.		

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	1,572,273.
2 Enter amount from Part I, line 27a	2	-61,515.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	1.
4 Add lines 1, 2, and 3	4	1,510,759.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,510,759.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	17,759.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8.			}	3

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	91,094.	1,472,193.	0.06187639800
2008	93,188.	1,825,642.	0.05104396152
2007	100,639.	2,089,415.	0.04816611348
2006	79,048.	1,886,656.	0.04189847010
2005	94,702.	1,814,583.	0.05218940109
2 Total of line 1, column (d)			2 0.25517434419
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.05103486884
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,546,483.
5 Multiply line 4 by line 3			5 78,925.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 310.
7 Add lines 5 and 6			7 79,235.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 95,629.

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)		
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	1	310.
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	310.
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	310.
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	192.
b Exempt foreign organizations-tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	530.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	722.
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	412.
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11	312. Refunded
		100.

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)? <i>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</i>		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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 12		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

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

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 1b
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) STMT 14 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? 4b X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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? **7b** Yes No

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 15		- 0 -	- 0 -	- 0 -

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

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,570,033.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,570,033.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,570,033.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	23,550.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,546,483.
6	Minimum investment return. Enter 5% of line 5	6	77,324.

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

1	Minimum investment return from Part X, line 6	1	77,324.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	310.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	310.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	77,014.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	77,014.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	77,014.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	95,629.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	95,629.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	310.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	95,319.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				77,014.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			67,735.	
b Total for prior years: 20 08, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ <u>95,629.</u>				
a Applied to 2009, but not more than line 2a			67,735.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				27,894.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				49,120.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	NONE			
e Excess from 2010	NONE			

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

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

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

Table with 5 columns: (a) 2010, (b) 2009, (c) 2008, (d) 2007, (e) Total. Rows include 2a-2e (Qualifying distributions) and 3a-3d (Alternative tests).

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 [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 18</p>				
Total				93,600.
<p>b <i>Approved for future payment</i></p>				
Total				▶ 3b

**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					311.	
132.00		5. AT&T INC PROPERTY TYPE: SECURITIES 178.00					01/03/2007 -46.00	03/23/2010
3,801.00		145. AT&T INC PROPERTY TYPE: SECURITIES 5,158.00					01/03/2007 -1,357.00	03/24/2010
43,676.00		40000. ABBOTT LABS NTS 5.15% DTD 11/09/2 PROPERTY TYPE: SECURITIES 40,347.00					11/13/2007 3,329.00	06/22/2010
541.00		10. ABBOTT LABS PROPERTY TYPE: SECURITIES 491.00					01/03/2007 50.00	03/23/2010
261.00		5. ABBOTT LABS PROPERTY TYPE: SECURITIES 245.00					01/03/2007 16.00	04/08/2010
219.00		5. ADVANCE AUTO PTS INC COM PROPERTY TYPE: SECURITIES 178.00					12/18/2006 41.00	03/23/2010
211.00		5. ADVANCE AUTO PTS INC COM PROPERTY TYPE: SECURITIES 161.00					01/22/2008 50.00	04/08/2010
4,931.00		100. ADVANCE AUTO PTS INC COM PROPERTY TYPE: SECURITIES 3,196.00					01/18/2008 1,735.00	05/21/2010
2,035.00		40. ADVANCE AUTO PTS INC COM PROPERTY TYPE: SECURITIES 1,569.00					01/19/2010 466.00	07/08/2010
254.00		4. ADVANCE AUTO PTS INC COM PROPERTY TYPE: SECURITIES 155.00					01/20/2010 99.00	10/28/2010

**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)	
4,446.00		70. ADVANCE AUTO PTS INC COM PROPERTY TYPE: SECURITIES 2,731.00					09/14/2009 1,715.00	10/28/2010
2,476.00		80. AETNA INC-NEW PROPERTY TYPE: SECURITIES 3,459.00					12/18/2006 -983.00	01/12/2010
173.00		5. AETNA INC-NEW PROPERTY TYPE: SECURITIES 216.00					12/18/2006 -43.00	03/23/2010
337.00		10. AETNA INC-NEW PROPERTY TYPE: SECURITIES 432.00					12/18/2006 -95.00	04/08/2010
317.00		5. ALLIANCE DATA SYSTEMS CORP COM PROPERTY TYPE: SECURITIES 285.00					02/19/2010 32.00	03/23/2010
351.00		5. ANADARKO PETROLEUM CORP PROPERTY TYPE: SECURITIES 299.00					12/14/2009 52.00	03/23/2010
366.00		5. ANADARKO PETROLEUM CORP PROPERTY TYPE: SECURITIES 299.00					12/14/2009 67.00	04/08/2010
242.00		5. ANADARKO PETROLEUM CORP PROPERTY TYPE: SECURITIES 299.00					12/14/2009 -57.00	07/13/2010
2,425.00		50. ANADARKO PETROLEUM CORP PROPERTY TYPE: SECURITIES 3,201.00					04/30/2010 -776.00	07/13/2010
2,922.00		45. ANADARKO PETROLEUM CORP PROPERTY TYPE: SECURITIES 2,666.00					12/11/2009 256.00	11/11/2010
224.00		5. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES 170.00					11/04/2008 54.00	03/23/2010

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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)	
439.00		10. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES 339.00				11/04/2008	04/08/2010	
						100.00		
511.00		30. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 1,610.00				12/18/2006	03/23/2010	
						-1,099.00		
94.00		5. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 268.00				12/18/2006	04/08/2010	
						-174.00		
463.00		15. BANK NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES 646.00				04/13/2007	03/23/2010	
						-183.00		
477.00		15. BANK NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES 645.00				01/03/2007	04/08/2010	
						-168.00		
2,655.00		85. BANK NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES 3,594.00				12/18/2006	05/03/2010	
						-939.00		
206.00		5. BEST BUY COMPANY INC PROPERTY TYPE: SECURITIES 181.00				02/17/2010	03/23/2010	
						25.00		
2,933.00		65. BEST BUY COMPANY INC PROPERTY TYPE: SECURITIES 2,543.00				06/02/2010	11/05/2010	
						390.00		
4,085.00		12. CME GROUP INC COM PROPERTY TYPE: SECURITIES 2,741.00				08/18/2008	01/06/2010	
						1,344.00		
2,374.00		7. CME GROUP INC COM PROPERTY TYPE: SECURITIES 1,187.00				12/02/2008	01/07/2010	
						1,187.00		
3,209.00		10. CME GROUP INC COM PROPERTY TYPE: SECURITIES 2,701.00				08/09/2010	12/16/2010	
						508.00		

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P r o p e r t y	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)	
357.00		10. CVS CORPORATION PROPERTY TYPE: SECURITIES 396.00				01/02/2008	03/23/2010 -39.00	
183.00		5. CVS CORPORATION PROPERTY TYPE: SECURITIES 198.00				01/02/2008	04/08/2010 -15.00	
2,694.00		85. CVS CORPORATION PROPERTY TYPE: SECURITIES 3,177.00				01/02/2008	06/22/2010 -483.00	
2,532.00		60. CAPITAL ONE FINANCIAL CORP PROPERTY TYPE: SECURITIES 2,750.00				04/15/2010	07/22/2010 -218.00	
397.00		15. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 336.00				09/16/2008	03/23/2010 61.00	
268.00		15. COMCAST CORP CL A PROPERTY TYPE: SECURITIES 303.00				11/29/2007	03/23/2010 -35.00	
184.00		10. COMCAST CORP CL A PROPERTY TYPE: SECURITIES 202.00				11/29/2007	04/08/2010 -18.00	
26,613.00		25000. CONOCO FDG CO NT 6.35% DTD 10/11/ PROPERTY TYPE: SECURITIES 27,469.00				09/08/2005	06/22/2010 -856.00	
771.00		10. DANAHER CORP PROPERTY TYPE: SECURITIES 703.00				03/10/2008	03/23/2010 68.00	
5,842.00		145. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES 3,245.00				01/18/2008	02/16/2010 2,597.00	
10,393.00		10000. JOHN DEERE CAP CO MTN FDIC TLG GT PROPERTY TYPE: SECURITIES 10,376.00				02/16/2010	06/22/2010 17.00	

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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)	
8,332.00		120. DEVON ENERGY CORPORATION NEW PROPERTY TYPE: SECURITIES 7,925.00				12/18/2006	03/08/2010 407.00	
27,638.00		24000. DU PONT E I DE NEMOURS & CO NT 5. PROPERTY TYPE: SECURITIES 26,777.00				02/16/2010	10/21/2010 861.00	
415.00		10. EQT CORP COM PROPERTY TYPE: SECURITIES 435.00				02/27/2007	03/23/2010 -20.00	
217.00		5. EQT CORP COM PROPERTY TYPE: SECURITIES 218.00				02/27/2007	04/08/2010 -1.00	
2,832.00		65. EQT CORP COM PROPERTY TYPE: SECURITIES 2,786.00				12/18/2006	12/16/2010 46.00	
1,971.00		45. EXELON CORPORATION PROPERTY TYPE: SECURITIES 1,862.00				03/11/2009	02/10/2010 109.00	
2,628.00		60. EXELON CORPORATION PROPERTY TYPE: SECURITIES 3,255.00				12/18/2006	02/10/2010 -627.00	
4,038.00		45. EXPRESS SCRIPTS INC- CL A PROPERTY TYPE: SECURITIES 1,547.00				12/18/2006	02/19/2010 2,491.00	
494.00		5. EXPRESS SCRIPTS INC- CL A PROPERTY TYPE: SECURITIES 338.00				08/10/2009	03/05/2010 156.00	
1,975.00		20. EXPRESS SCRIPTS INC- CL A PROPERTY TYPE: SECURITIES 688.00				12/18/2006	03/05/2010 1,287.00	
1,015.00		10. EXPRESS SCRIPTS INC- CL A PROPERTY TYPE: SECURITIES 677.00				08/10/2009	03/23/2010 338.00	

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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)	
2,014.00		20. EXPRESS SCRIPTS INC- CL A PROPERTY TYPE: SECURITIES 996.00					04/02/2009	05/21/2010 1,018.00
22.00		.376 EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 25.00					07/23/2008	07/19/2010 -3.00
3,608.00		50. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 3,183.00					12/18/2006	12/16/2010 425.00
239.00		5. FPL GROUP INC. PROPERTY TYPE: SECURITIES 309.00					01/23/2008	03/23/2010 -70.00
245.00		5. FPL GROUP INC. PROPERTY TYPE: SECURITIES 309.00					01/23/2008	04/08/2010 -64.00
5,551.00		105. FPL GROUP INC. PROPERTY TYPE: SECURITIES 6,300.00					01/23/2008	05/11/2010 -749.00
236.00		10. FIDELITY NATL INFORMATION SVCS INC C PROPERTY TYPE: SECURITIES 233.00					10/22/2009	03/23/2010 3.00
243.00		10. FIDELITY NATL INFORMATION SVCS INC C PROPERTY TYPE: SECURITIES 169.00					04/02/2009	04/08/2010 74.00
4,872.00		168. FIDELITY NATL INFORMATION SVCS INC PROPERTY TYPE: SECURITIES 2,831.00					04/02/2009	08/10/2010 2,041.00
254.00		5. FISERV INC PROPERTY TYPE: SECURITIES 268.00					02/27/2007	03/23/2010 -14.00
257.00		5. FISERV INC PROPERTY TYPE: SECURITIES 268.00					02/27/2007	04/08/2010 -11.00

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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)	
383.00		5. GENERAL DYNAMICS CORPORATION PROPERTY TYPE: SECURITIES 376.00					01/03/2007	03/23/2010 7.00
384.00		5. GENERAL DYNAMICS CORPORATION PROPERTY TYPE: SECURITIES 376.00					01/03/2007	04/08/2010 8.00
549.00		30. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 1,136.00					12/18/2006	03/23/2010 -587.00
371.00		20. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 757.00					12/18/2006	04/08/2010 -386.00
233.00		5. H. J. HEINZ COMPANY PROPERTY TYPE: SECURITIES 183.00					12/04/2008	03/23/2010 50.00
228.00		5. H. J. HEINZ COMPANY PROPERTY TYPE: SECURITIES 183.00					12/04/2008	04/08/2010 45.00
264.00		5. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 206.00					01/03/2007	03/23/2010 58.00
268.00		5. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 206.00					01/03/2007	04/08/2010 62.00
641.00		5. INTERNATIONAL BUSINESS MACHINES PROPERTY TYPE: SECURITIES 479.00					12/18/2006	03/23/2010 162.00
222.00		5. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 226.00					08/27/2007	03/23/2010 -4.00
458.00		10. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 453.00					08/27/2007	04/08/2010 5.00

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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)	
370.00		5. LABORATORY CORP OF AMERICA HOLDINGS PROPERTY TYPE: SECURITIES 397.00					02/27/2007 -27.00	03/23/2010
380.00		5. LABORATORY CORP OF AMERICA HOLDINGS PROPERTY TYPE: SECURITIES 397.00					02/27/2007 -17.00	04/08/2010
432.00		15. LIBERTY GLOBAL INC COM SER A PROPERTY TYPE: SECURITIES 458.00					01/11/2007 -26.00	04/08/2010
2,183.00		80. LIBERTY GLOBAL INC COM SER A PROPERTY TYPE: SECURITIES 2,441.00					01/11/2007 -258.00	07/08/2010
123.00		5. LOWE'S COMPANIES PROPERTY TYPE: SECURITIES 157.00					12/18/2006 -34.00	03/23/2010
128.00		5. LOWE'S COMPANIES PROPERTY TYPE: SECURITIES 157.00					12/18/2006 -29.00	04/08/2010
5,330.00		210. LOWE'S COMPANIES PROPERTY TYPE: SECURITIES 6,542.00					12/18/2006 -1,212.00	12/16/2010
227.00		5. MEDTRONIC INC PROPERTY TYPE: SECURITIES 213.00					11/24/2009 14.00	03/23/2010
192.00		5. MERCK & CO INC NEW COM PROPERTY TYPE: SECURITIES 118.00					06/08/2009 74.00	03/23/2010
362.00		15. NALCO HLDG CO COM PROPERTY TYPE: SECURITIES 311.00					12/18/2006 51.00	03/23/2010
122.00		5. NALCO HLDG CO COM PROPERTY TYPE: SECURITIES 104.00					12/18/2006 18.00	04/08/2010

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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)	
3,135.00		105. NALCO HLDG CO COM PROPERTY TYPE: SECURITIES 2,177.00				12/18/2006	11/08/2010 958.00	
3,198.00		100. NALCO HLDG CO COM PROPERTY TYPE: SECURITIES 2,073.00				12/18/2006	12/16/2010 1,125.00	
371.00		5. NIKE INC CLASS B PROPERTY TYPE: SECURITIES 243.00				12/18/2006	03/23/2010 128.00	
274.00		5. NORFOLK SOUTHERN CORP PROPERTY TYPE: SECURITIES 243.00				02/27/2007	03/23/2010 31.00	
136.00		5. NORTHEAST UTILITIES PROPERTY TYPE: SECURITIES 113.00				11/03/2009	03/23/2010 23.00	
414.00		15. NORTHEAST UTILITIES PROPERTY TYPE: SECURITIES 340.00				11/03/2009	04/08/2010 74.00	
515.00		20. ORACLE SYSTEMS CORP PROPERTY TYPE: SECURITIES 354.00				12/18/2006	03/23/2010 161.00	
517.00		20. ORACLE SYSTEMS CORP PROPERTY TYPE: SECURITIES 347.00				01/03/2007	04/08/2010 170.00	
637.00		15. PG & E CORPORATION PROPERTY TYPE: SECURITIES 654.00				01/08/2010	04/08/2010 -17.00	
869.00		19. PG & E CORPORATION PROPERTY TYPE: SECURITIES 828.00				01/08/2010	08/09/2010 41.00	
2,791.00		61. PG & E CORPORATION PROPERTY TYPE: SECURITIES 2,498.00				02/10/2010	08/09/2010 293.00	

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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)	
3,882.00		85. PG & E CORPORATION PROPERTY TYPE: SECURITIES 3,478.00					09/21/2009	09/10/2010
							404.00	
2,204.00		45. PEABODY ENERGY CORP PROPERTY TYPE: SECURITIES 2,128.00					09/26/2008	03/05/2010
							76.00	
475.00		10. PEABODY ENERGY CORP PROPERTY TYPE: SECURITIES 253.00					04/16/2009	03/23/2010
							222.00	
3,114.00		70. PEABODY ENERGY CORP PROPERTY TYPE: SECURITIES 1,769.00					04/16/2009	07/27/2010
							1,345.00	
660.00		10. PEPSICO INC PROPERTY TYPE: SECURITIES 673.00					05/12/2008	04/08/2010
							-13.00	
5,948.00		300. PFIZER INC PROPERTY TYPE: SECURITIES 4,583.00					10/10/2008	01/19/2010
							1,365.00	
257.00		15. PFIZER INC PROPERTY TYPE: SECURITIES 222.00					10/10/2008	04/08/2010
							35.00	
2,131.00		132.975 PFIZER INC PROPERTY TYPE: SECURITIES 2,348.00					10/15/2009	08/23/2010
							-217.00	
2,148.00		134.025 PFIZER INC PROPERTY TYPE: SECURITIES 1,909.00					02/18/2009	08/23/2010
							239.00	
3,686.00		230. PFIZER INC PROPERTY TYPE: SECURITIES 3,535.00					05/21/2010	08/23/2010
							151.00	
819.00		10. PRAXAIR INC PROPERTY TYPE: SECURITIES 624.00					12/18/2006	03/23/2010
							195.00	

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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)	
4,861.00		55. PRAXAIR INC PROPERTY TYPE: SECURITIES 3,429.00					12/18/2006	08/09/2010
							1,432.00	
643.00		10. PROCTER & GAMBLE PROPERTY TYPE: SECURITIES 642.00					12/18/2006	03/23/2010
							1.00	
2,764.00		45. PROCTER & GAMBLE PROPERTY TYPE: SECURITIES 2,890.00					12/18/2006	06/22/2010
							-126.00	
430.00		10. QUESTAR CORPORATION PROPERTY TYPE: SECURITIES 277.00					10/28/2008	03/23/2010
							153.00	
2,927.00		175. QUESTAR CORPORATION PROPERTY TYPE: SECURITIES 1,643.00					10/28/2008	07/22/2010
							1,284.00	
282.00		5. STRYKER CORP PROPERTY TYPE: SECURITIES 166.00					03/03/2009	03/23/2010
							116.00	
185.00		10. TD AMERITRADE HLDG CORP COM PROPERTY TYPE: SECURITIES 210.00					11/19/2009	03/23/2010
							-25.00	
302.00		15. TD AMERITRADE HLDG CORP COM PROPERTY TYPE: SECURITIES 315.00					11/19/2009	04/08/2010
							-13.00	
1,214.00		65. TD AMERITRADE HLDG CORP COM PROPERTY TYPE: SECURITIES 1,366.00					11/19/2009	12/17/2010
							-152.00	
3,052.00		165. TD AMERITRADE HLDG CORP COM PROPERTY TYPE: SECURITIES 3,057.00					01/07/2010	12/20/2010
							-5.00	
3,514.00		190. TD AMERITRADE HLDG CORP COM PROPERTY TYPE: SECURITIES 3,686.00					11/19/2009	12/20/2010
							-172.00	

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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)	
806.00		15. TARGET CORP PROPERTY TYPE: SECURITIES 851.00					11/09/2007	03/23/2010 -45.00
258.00		5. TIME WARNER CABLE INC COM PROPERTY TYPE: SECURITIES 249.00					03/24/2010	04/08/2010 9.00
2,914.00		45. TIME WARNER CABLE INC COM PROPERTY TYPE: SECURITIES 2,241.00					03/24/2010	12/16/2010 673.00
364.00		5. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 315.00					01/03/2007	03/23/2010 49.00
490.00		15. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES 267.00					03/03/2009	04/08/2010 223.00
403.00		5. VF CORP PROPERTY TYPE: SECURITIES 410.00					12/18/2006	03/23/2010 -7.00
240.00		5. VENTAS INC COM PROPERTY TYPE: SECURITIES 188.00					06/18/2007	03/23/2010 52.00
236.00		5. VENTAS INC COM PROPERTY TYPE: SECURITIES 188.00					06/18/2007	04/08/2010 48.00
5,969.00		120. VENTAS INC COM PROPERTY TYPE: SECURITIES 3,306.00					06/18/2007	07/22/2010 2,663.00
463.00		15. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 547.00					12/18/2006	03/23/2010 -84.00
5,790.00		190. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 6,638.00					12/18/2006	03/24/2010 -848.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
45,000.00		45000. VODAFONE AIRTOUCH PLC NT 7.75% DT PROPERTY TYPE: SECURITIES 52,943.00					12/04/2003	02/15/2010 -7,943.00
179.00		5. WALGREEN CO PROPERTY TYPE: SECURITIES 163.00					09/17/2008	03/23/2010 16.00
307.00		10. WELLS FARGO CO PROPERTY TYPE: SECURITIES 270.00					11/07/2008	03/23/2010 37.00
646.00		20. WELLS FARGO CO PROPERTY TYPE: SECURITIES 540.00					11/07/2008	04/08/2010 106.00
423.00		25. WESTERN UN CO COM PROPERTY TYPE: SECURITIES 384.00					10/22/2008	03/23/2010 39.00
262.00		15. WESTERN UN CO COM PROPERTY TYPE: SECURITIES 231.00					10/22/2008	04/08/2010 31.00
227.00		10. WILLIAMS COS INC PROPERTY TYPE: SECURITIES 270.00					02/27/2007	03/23/2010 -43.00
235.00		5. XTO ENERGY INC COM PROPERTY TYPE: SECURITIES 241.00					07/24/2008	03/23/2010 -6.00
212.00		5. ACCENTURE PLC CLASS A ORDINARY SHARES PROPERTY TYPE: SECURITIES 186.00					02/27/2007	03/23/2010 26.00
174.00		5. CHECK POINT SOFTWARE TECH PROPERTY TYPE: SECURITIES 161.00					01/29/2010	03/23/2010 13.00
180.00		5. CHECK POINT SOFTWARE TECH PROPERTY TYPE: SECURITIES 161.00					01/29/2010	04/08/2010 19.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,589.00		1,801.00					10/20/2009 788.00	11/04/2010
TOTAL GAIN (LOSS)					----- 17,759. =====	

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FED REFUND ATLANTIC TRUST REAL ESTATE FUND I LLC	560.	267.
TOTALS	560.	267.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
TRUSTEE/EXECUTOR FEES-PRINCIPA	8,115.	6,087.	2,029.
TOTALS	8,115.	6,087.	2,029.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	452.	
FOREIGN TAXES ON QUALIFIED FOR	532.	532.
FOREIGN TAXES ON NONQUALIFIED	47.	47.
TOTALS	1,031.	579.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ATLANTIC TRUST REAL ESTATE FUN		3,232.
TOTALS	-----	3,232. =====

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
HARBOR FD INTL FD INST	78,333.	80,002.	117,687.
LAZARD EMERGING MARKETS PORTFO	79,759.	81,736.	134,709.
ABBOTT LABORATORIES COM	8,759.	8,022.	8,145.
ACCENTURE PLC CLASS A	6,094.	5,908.	8,001.
ADVANCE AUTO PTS INC COM	6,266.		
AETNA INC NEW COM	10,903.	6,796.	6,407.
ANADARKO PETE CORP COM	7,914.	4,350.	5,712.
AT&T INC COM	5,336.		
AUTOMATIC DATA PROCESSING INC	10,594.	10,085.	13,653.
BANK NEW YORK MELLON CORP COM	16,036.	11,150.	10,600.
BANK OF AMERICA CORP COM	19,445.	20,297.	10,765.
BANK OF AMERICA CORPORATION CO	2,730.		
CHECK POINT SOFTWARE TECH COM	2,701.	3,311.	4,857.
CISCO SYS INC COM	9,454.	12,106.	12,239.
CME GROUP INC COM	3,928.	5,403.	6,435.
COMCAST CORP CL A	8,654.	8,149.	10,040.
CVS CAREMARK CORP COM	12,034.	8,264.	7,997.
DANAHER CORP COM	4,449.	3,747.	5,660.
DARDEN RESTAURANTS INC COM	3,245.		
DEVON ENERGY CORP NEW COM	7,925.	7,591.	9,058.
EQT CORP COM	8,560.		
EXELON CORP COM	5,118.		
EXPRESS SCRIPTS INC COM	6,844.	2,599.	4,865.
FIDELITY NATL INFORMATION SVCS	6,777.	7,037.	8,162.
FISERV INC COM	9,253.	8,717.	9,662.
FPL GROUP INC COM	8,916.		
GENERAL DYNAMICS CORP COM	8,457.	7,706.	7,451.
GENERAL ELEC CO COM	30,145.	28,251.	16,461.
HEINZ H J CO COM	10,823.	10,457.	14,591.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
HEWLETT PACKARD CO COM	9,506.	11,702.	12,209.
INTERNATIONAL BUSINESS MACHS	7,355.	11,299.	14,676.
JPMORGAN CHASE & CO COM	9,010.	11,079.	12,726.
LABORATORY CORP AMER HLDGS COM	6,298.	5,504.	6,594.
LIBERTY GLOBAL INC COM SER A	7,453.	4,554.	6,368.
LOWES COS INC COM	6,856.		
MEDTRONIC INC COM	4,216.	9,056.	8,494.
MERCK & CO INC NEW COM	3,787.	8,667.	11,172.
NALCO HLDG CO COM	10,232.	5,568.	8,624.
NIKE INC CL B	5,093.	4,851.	8,542.
NORFOLK SOUTH CORP COM	5,228.	4,985.	6,596.
NORTHEAST UTILITIES COM	5,094.	4,641.	6,535.
ORACLE CORP COM	9,475.	8,774.	16,120.
PEABODY ENERGY CORP COM	4,150.		
PEPSICO INC COM	16,039.	18,297.	18,292.
PFIZER INC COM	9,062.		
PG&E CORP COM	6,194.	4,518.	5,310.
PRAXAIR INC COM	8,900.	7,879.	11,456.
PROCTER & GAMBLE CO COM	13,747.	10,215.	10,293.
QUESTAR CORP COM	5,124.		
STRYKER CORP COM	4,873.	7,262.	10,740.
TARGET CORP COM	10,619.	9,768.	11,124.
TD AMERITRADE HLDG CORP COM	5,577.		
UNITED TECHNOLOGIES CORP COM	10,010.	9,695.	12,202.
UNITEDHEALTH GROUP INC COM	5,200.	8,679.	13,000.
VENTAS INC COM	3,681.		
VERIZON COMMUNICATIONS INC COM	7,185.		
VF CORP COM	7,999.	7,590.	8,187.
WALGREEN CO COM	10,018.	14,110.	17,727.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
WELLS FARGO & CO NEW COM	11,345.	10,534.	12,613.
WESTERN UN CO COM	8,029.	10,129.	13,835.
WILLIAMS COS INC COM	8,831.	11,130.	11,248.
XTO ENERGY INC COM	7,146.	7,672.	9,589.
ALLIANCE DATA SYSTEMS CORP COM		7,216.	9,777.
APACHE INC COM		8,681.	8,709.
APPLE INC COM		7,161.	6,858.
BEST BUY INC COM		13,097.	14,294.
BLACKROCK INC COM		5,850.	5,657.
BMC SOFTWARE INC COM		6,817.	8,848.
EXXON MOBIL CORP COM		5,918.	5,940.
GOOGLE INC CL A		5,482.	5,459.
NEXTERA ENERGY INC COM		3,204.	6,354.
QEP RES INC COM		5,570.	5,823.
REPUBLIC SVCS INC COM		3,844.	4,873.
SPECTRA ENERGY CORP COM		3,238.	4,292.
TIME WARNER CABLE INC COM		7,880.	8,123.
TJX COS INC NEW COM		4,366.	4,575.
VISA INC COM CL A			
TOTALS	652,784.	658,166.	817,011.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ABBOTT LABS NTS	40,347.		
CONOCO FDG CO NT 6.35%	27,469.		
FEDERAL HOME LN BKS 5.0%	20,169.		
OLD DOMINION ELEC COOP BD	54,870.	54,870.	51,117.
VODAFONE AIRTOUCH PLC NT	52,943.		
DU PONT E I DE NEMOURS & CO NT		1,116.	1,115.
FEDERAL HOME LN BKS CONS BDS		20,169.	22,074.
JOHN DEERE CAP CO MTN FDIC TLG		10,376.	10,332.
TOTALS	195,798.	86,531.	84,638.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - OTHER INVESTMENTS
 =====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ATLANTIC TRUST REAL ESTATE FUN	C	186,891.	201,463.	111,682.
LONGCARE INTERNATIONAL, LTD	C	500,000.	500,000.	548,284.
TOTALS		686,891.	701,463.	659,966.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - OTHER ASSETS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ACCRUED INCOME	8.	14.	14.
TOTALS	8.	14.	14.

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

DESCRIPTION -----	AMOUNT -----
ROUNDING	1.
TOTAL	1.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

GA
FL

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: ATLANTIC TRUST COMPANY, A DIVISION
OF INVESCO NATIONAL

ADDRESS: 100 FEDERAL ST, 37TH FL.
BOSTON, MA 02110

TELEPHONE NUMBER: (617)357-9600

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

N/A

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

OFFICER NAME:

HAROLD L. HENDERSON

ADDRESS:

PH-301 4731 BONITA BAY BLVD

BONITA SPRINGS, FL 34134

TITLE:

TRUSTEE

OFFICER NAME:

JOANN W. HENDERSON

ADDRESS:

BONITA SPRINGS, FL 34134

TITLE:

TRUSTEE

OFFICER NAME:

DONALD P. HENDERSON

ADDRESS:

CHAGRIN FALLS, OH 440,

TITLE:

TRUSTEE, AS REQ'D

OFFICER NAME:

LORI B. HENDERSON

ADDRESS:

CHAGRIN FALLS, OH 44023

TITLE:

COMMITTEE

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

COMPASSION INTERNATIONAL

ADDRESS:

ATTN: SHERI HUDSON

COLORADO SPRINGS, CO 80921-3668

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 14,400.

RECIPIENT NAME:

SEND INTERNATIONAL

ADDRESS:

PO BOX 513

FARMINGTON, MI 48332

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:

MISSIONS TO THE AMERICAS

ADDRESS:

2530 WASHINGTON STREET

DENVER, CO 80205-3142

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENRAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 11,400.

RECIPIENT NAME:
CHRIST FOR THE CITY
INTERNATIONAL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:
OMS INTERNATIONAL INC
WORLD HQ
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
THE EVANGELICAL ALLIANCE
MISSION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:
CAMPUS CRUSADE FOR CHRIST
ADDRESS:
PO BOX 628222
ORLANDO, FL 32862-8222
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 21,600.

=====

RECIPIENT NAME:

LIEBENZELL USA

ADDRESS:

PO BOX 66

SCHOOLEY'S MT, NJ 08780

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:

AVANT MINISTRIES

ADDRESS:

10000 N. OAK TRAFFICWAY

KANSAS, MO 64155

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:

CHINA OUTREACH MINISTRIES

ADDRESS:

555 GETTYSBURG PIKE

MECHANICSBURG, PA 17055-5205

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 7,200.

TOTAL GRANTS PAID:

93,600.

=====

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2010

Name of estate or trust

GUSTAPHER FOUNDATION

Employer identification number

58-1828387

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b 4,061.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back					5 4,061.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			311.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 13,383.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9 4.
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back					12 13,698.

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

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		4,061.
14	Net long-term gain or (loss):			
a	Total for year	14a		13,698.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		4.
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		17,759.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

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

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0092

2010

Name of estate or trust: **GUSTAPHER FOUNDATION** Employer identification number: **58-1828387**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 40. ADVANCE AUTO PTS INC COM	01/19/2010	07/08/2010	2,035.00	1,569.00	466.00
4. ADVANCE AUTO PTS INC COM	01/20/2010	10/28/2010	254.00	155.00	99.00
5. ALLIANCE DATA SYSTEMS CORP COM	02/19/2010	03/23/2010	317.00	285.00	32.00
5. ANADARKO PETROLEUM CORP	12/14/2009	03/23/2010	351.00	299.00	52.00
5. ANADARKO PETROLEUM CORP	12/14/2009	04/08/2010	366.00	299.00	67.00
5. ANADARKO PETROLEUM CORP	12/14/2009	07/13/2010	242.00	299.00	-57.00
50. ANADARKO PETROLEUM CORP	04/30/2010	07/13/2010	2,425.00	3,201.00	-776.00
45. ANADARKO PETROLEUM CORP	12/11/2009	11/11/2010	2,922.00	2,666.00	256.00
5. BEST BUY COMPANY INC	02/17/2010	03/23/2010	206.00	181.00	25.00
65. BEST BUY COMPANY INC	06/02/2010	11/05/2010	2,933.00	2,543.00	390.00
10. CME GROUP INC COM	08/09/2010	12/16/2010	3,209.00	2,701.00	508.00
60. CAPITAL ONE FINANCIAL CORP	04/15/2010	07/22/2010	2,532.00	2,750.00	-218.00
10000. JOHN DEERE CAP CO MTN FDIC TLG GTD NT 2.875%	02/16/2010	06/22/2010	10,393.00	10,376.00	17.00
24000. DU PONT E I DE NEMOURS & CO NT 5.875% DTD	02/16/2010	10/21/2010	27,638.00	26,777.00	861.00
45. EXELON CORPORATION	03/11/2009	02/10/2010	1,971.00	1,862.00	109.00
5. EXPRESS SCRIPTS INC- CL A	08/10/2009	03/05/2010	494.00	338.00	156.00
10. EXPRESS SCRIPTS INC- CL A	08/10/2009	03/23/2010	1,015.00	677.00	338.00
10. FIDELITY NATL INFORMATION SVCS INC COM	10/22/2009	03/23/2010	236.00	233.00	3.00
5. MEDTRONIC INC	11/24/2009	03/23/2010	227.00	213.00	14.00
5. MERCK & CO INC NEW COM	06/08/2009	03/23/2010	192.00	118.00	74.00
5. NORTHEAST UTILITIES	11/03/2009	03/23/2010	136.00	113.00	23.00
15. NORTHEAST UTILITIES	11/03/2009	04/08/2010	414.00	340.00	74.00
15. PG & E CORPORATION	01/08/2010	04/08/2010	637.00	654.00	-17.00
19. PG & E CORPORATION	01/08/2010	08/09/2010	869.00	828.00	41.00

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

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

Schedule D-1 (Form 1041) 2010

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

Employer identification number

GUSTAPHER FOUNDATION

58-1828387

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 5. AT&T INC	01/03/2007	03/23/2010	132.00	178.00	-46.00
145. AT&T INC	01/03/2007	03/24/2010	3,801.00	5,158.00	-1,357.00
40000. ABBOTT LABS NTS					
5.15% DTD 11/09/2007 DUE 11	11/13/2007	06/22/2010	43,676.00	40,347.00	3,329.00
10. ABBOTT LABS	01/03/2007	03/23/2010	541.00	491.00	50.00
5. ABBOTT LABS	01/03/2007	04/08/2010	261.00	245.00	16.00
5. ADVANCE AUTO PTS INC COM	12/18/2006	03/23/2010	219.00	178.00	41.00
5. ADVANCE AUTO PTS INC COM	01/22/2008	04/08/2010	211.00	161.00	50.00
100. ADVANCE AUTO PTS INC COM	01/18/2008	05/21/2010	4,931.00	3,196.00	1,735.00
70. ADVANCE AUTO PTS INC COM	09/14/2009	10/28/2010	4,446.00	2,731.00	1,715.00
80. AETNA INC-NEW	12/18/2006	01/12/2010	2,476.00	3,459.00	-983.00
5. AETNA INC-NEW	12/18/2006	03/23/2010	173.00	216.00	-43.00
10. AETNA INC-NEW	12/18/2006	04/08/2010	337.00	432.00	-95.00
5. AUTOMATIC DATA PROCESSING INC	11/04/2008	03/23/2010	224.00	170.00	54.00
10. AUTOMATIC DATA PROCESSING INC	11/04/2008	04/08/2010	439.00	339.00	100.00
30. BANK OF AMERICA CORP	12/18/2006	03/23/2010	511.00	1,610.00	-1,099.00
5. BANK OF AMERICA CORP	12/18/2006	04/08/2010	94.00	268.00	-174.00
15. BANK NEW YORK MELLON CORP COM	04/13/2007	03/23/2010	463.00	646.00	-183.00
15. BANK NEW YORK MELLON CORP COM	01/03/2007	04/08/2010	477.00	645.00	-168.00
85. BANK NEW YORK MELLON CORP COM	12/18/2006	05/03/2010	2,655.00	3,594.00	-939.00
12. CME GROUP INC COM	08/18/2008	01/06/2010	4,085.00	2,741.00	1,344.00
7. CME GROUP INC COM	12/02/2008	01/07/2010	2,374.00	1,187.00	1,187.00
10. CVS CORPORATION	01/02/2008	03/23/2010	357.00	396.00	-39.00
5. CVS CORPORATION	01/02/2008	04/08/2010	183.00	198.00	-15.00
85. CVS CORPORATION	01/02/2008	06/22/2010	2,694.00	3,177.00	-483.00
15. CISCO SYSTEMS INC	09/16/2008	03/23/2010	397.00	336.00	61.00
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					

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Employer identification number

GUSTAPHER FOUNDATION

58-1828387

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 15. COMCAST CORP CL A	11/29/2007	03/23/2010	268.00	303.00	-35.00
10. COMCAST CORP CL A	11/29/2007	04/08/2010	184.00	202.00	-18.00
25000. CONOCO FDG CO NT 6.35% DTD 10/11/2001 DUE 10	09/08/2005	06/22/2010	26,613.00	27,469.00	-856.00
10. DANAHER CORP	03/10/2008	03/23/2010	771.00	703.00	68.00
145. DARDEN RESTAURANTS INC	01/18/2008	02/16/2010	5,842.00	3,245.00	2,597.00
120. DEVON ENERGY CORPORATION NEW	12/18/2006	03/08/2010	8,332.00	7,925.00	407.00
10. EQT CORP COM	02/27/2007	03/23/2010	415.00	435.00	-20.00
5. EQT CORP COM	02/27/2007	04/08/2010	217.00	218.00	-1.00
65. EQT CORP COM	12/18/2006	12/16/2010	2,832.00	2,786.00	46.00
60. EXELON CORPORATION	12/18/2006	02/10/2010	2,628.00	3,255.00	-627.00
45. EXPRESS SCRIPTS INC- CL A	12/18/2006	02/19/2010	4,038.00	1,547.00	2,491.00
20. EXPRESS SCRIPTS INC- CL A	12/18/2006	03/05/2010	1,975.00	688.00	1,287.00
20. EXPRESS SCRIPTS INC- CL A	04/02/2009	05/21/2010	2,014.00	996.00	1,018.00
.376 EXXON MOBIL CORP	07/23/2008	07/19/2010	22.00	25.00	-3.00
50. EXXON MOBIL CORP	12/18/2006	12/16/2010	3,608.00	3,183.00	425.00
5. FPL GROUP INC.	01/23/2008	03/23/2010	239.00	309.00	-70.00
5. FPL GROUP INC.	01/23/2008	04/08/2010	245.00	309.00	-64.00
105. FPL GROUP INC.	01/23/2008	05/11/2010	5,551.00	6,300.00	-749.00
10. FIDELITY NATL INFORMATION SVCS INC COM	04/02/2009	04/08/2010	243.00	169.00	74.00
168. FIDELITY NATL INFORMATION SVCS INC COM	04/02/2009	08/10/2010	4,872.00	2,831.00	2,041.00
5. FISERV INC	02/27/2007	03/23/2010	254.00	268.00	-14.00
5. FISERV INC	02/27/2007	04/08/2010	257.00	268.00	-11.00
5. GENERAL DYNAMICS CORPORATION	01/03/2007	03/23/2010	383.00	376.00	7.00
5. GENERAL DYNAMICS CORPORATION	01/03/2007	04/08/2010	384.00	376.00	8.00
30. GENERAL ELECTRIC CO	12/18/2006	03/23/2010	549.00	1,136.00	-587.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

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GUSTAPHER FOUNDATION

58-1828387

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 20. GENERAL ELECTRIC CO	12/18/2006	04/08/2010	371.00	757.00	-386.00
5. H. J. HEINZ COMPANY	12/04/2008	03/23/2010	233.00	183.00	50.00
5. H. J. HEINZ COMPANY	12/04/2008	04/08/2010	228.00	183.00	45.00
5. HEWLETT PACKARD CO	01/03/2007	03/23/2010	264.00	206.00	58.00
5. HEWLETT PACKARD CO	01/03/2007	04/08/2010	268.00	206.00	62.00
5. INTERNATIONAL BUSINESS MACHINES	12/18/2006	03/23/2010	641.00	479.00	162.00
5. JP MORGAN CHASE & CO	08/27/2007	03/23/2010	222.00	226.00	-4.00
10. JP MORGAN CHASE & CO	08/27/2007	04/08/2010	458.00	453.00	5.00
5. LABORATORY CORP OF AMERICA HOLDINGS	02/27/2007	03/23/2010	370.00	397.00	-27.00
5. LABORATORY CORP OF AMERICA HOLDINGS	02/27/2007	04/08/2010	380.00	397.00	-17.00
15. LIBERTY GLOBAL INC COM SER A	01/11/2007	04/08/2010	432.00	458.00	-26.00
80. LIBERTY GLOBAL INC COM SER A	01/11/2007	07/08/2010	2,183.00	2,441.00	-258.00
5. LOWE'S COMPANIES	12/18/2006	03/23/2010	123.00	157.00	-34.00
5. LOWE'S COMPANIES	12/18/2006	04/08/2010	128.00	157.00	-29.00
210. LOWE'S COMPANIES	12/18/2006	12/16/2010	5,330.00	6,542.00	-1,212.00
15. NALCO HLDG CO COM	12/18/2006	03/23/2010	362.00	311.00	51.00
5. NALCO HLDG CO COM	12/18/2006	04/08/2010	122.00	104.00	18.00
105. NALCO HLDG CO COM	12/18/2006	11/08/2010	3,135.00	2,177.00	958.00
100. NALCO HLDG CO COM	12/18/2006	12/16/2010	3,198.00	2,073.00	1,125.00
5. NIKE INC CLASS B	12/18/2006	03/23/2010	371.00	243.00	128.00
5. NORFOLK SOUTHERN CORP	02/27/2007	03/23/2010	274.00	243.00	31.00
20. ORACLE SYSTEMS CORP	12/18/2006	03/23/2010	515.00	354.00	161.00
20. ORACLE SYSTEMS CORP	01/03/2007	04/08/2010	517.00	347.00	170.00
45. PEABODY ENERGY CORP	09/26/2008	03/05/2010	2,204.00	2,128.00	76.00
70. PEABODY ENERGY CORP	04/16/2009	07/27/2010	3,114.00	1,769.00	1,345.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

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

Employer identification number

GUSTAPHER FOUNDATION

58-1828387

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 10. PEPSICO INC	05/12/2008	04/08/2010	660.00	673.00	-13.00
300. PFIZER INC	10/10/2008	01/19/2010	5,948.00	4,583.00	1,365.00
15. PFIZER INC	10/10/2008	04/08/2010	257.00	222.00	35.00
134.025 PFIZER INC	02/18/2009	08/23/2010	2,148.00	1,909.00	239.00
10. PRAXAIR INC	12/18/2006	03/23/2010	819.00	624.00	195.00
55. PRAXAIR INC	12/18/2006	08/09/2010	4,861.00	3,429.00	1,432.00
10. PROCTER & GAMBLE	12/18/2006	03/23/2010	643.00	642.00	1.00
45. PROCTER & GAMBLE	12/18/2006	06/22/2010	2,764.00	2,890.00	-126.00
10. QUESTAR CORPORATION	10/28/2008	03/23/2010	430.00	277.00	153.00
175. QUESTAR CORPORATION	10/28/2008	07/22/2010	2,927.00	1,643.00	1,284.00
5. STRYKER CORP	03/03/2009	03/23/2010	282.00	166.00	116.00
65. TD AMERITRADE HLDG CORP COM	11/19/2009	12/17/2010	1,214.00	1,366.00	-152.00
190. TD AMERITRADE HLDG CORP COM	11/19/2009	12/20/2010	3,514.00	3,686.00	-172.00
15. TARGET CORP	11/09/2007	03/23/2010	806.00	851.00	-45.00
5. UNITED TECHNOLOGIES CORP	01/03/2007	03/23/2010	364.00	315.00	49.00
15. UNITEDHEALTH GROUP INC	03/03/2009	04/08/2010	490.00	267.00	223.00
5. VF CORP	12/18/2006	03/23/2010	403.00	410.00	-7.00
5. VENTAS INC COM	06/18/2007	03/23/2010	240.00	188.00	52.00
5. VENTAS INC COM	06/18/2007	04/08/2010	236.00	188.00	48.00
120. VENTAS INC COM	06/18/2007	07/22/2010	5,969.00	3,306.00	2,663.00
15. VERIZON COMMUNICATIONS	12/18/2006	03/23/2010	463.00	547.00	-84.00
190. VERIZON COMMUNICATIONS	12/18/2006	03/24/2010	5,790.00	6,638.00	-848.00
45000. VODAFONE AIRTOUCH PLC NT 7.75% DTD 10/15/2000	12/04/2003	02/15/2010	45,000.00	52,943.00	-7,943.00
5. WALGREEN CO	09/17/2008	03/23/2010	179.00	163.00	16.00
10. WELLS FARGO CO	11/07/2008	03/23/2010	307.00	270.00	37.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

FEDERAL CAPITAL GAIN DIVIDENDS
=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

VENTAS INC COM	5.00
CLASS ACTION PROCEEDS RECEIVED	307.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	-----	311.00
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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	-----	311.00
	=====	

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete **only Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization GUSTAPHER FOUNDATION C/O ATLANTIC TRUST COMPANY,	Employer identification number 58-1828387
	Number, street, and room or suite no. If a P O box, see instructions 100 FEDERAL STREET, 37TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOSTON, MA 02110	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ ATLANTIC TRUST COMPANY, A DIVISION
- Telephone No ▶ (617) 357-9600 FAX No ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ calendar year 2010 or

▶ tax year beginning _____, 20____, and ending _____, 20____

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	<u>310.</u>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	<u>192.</u>
c Balance Due Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	<u>530.</u>

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **X**
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization GUSTAPHER FOUNDATION	Employer identification number 58-1828387
	C/O ATLANTIC TRUST COMPANY, Number, street, and room or suite no. If a P.O. box, see instructions 100 FEDERAL STREET, 37TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOSTON, MA 02110	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **ATLANTIC TRUST COMPANY, A DIVISION**
 Telephone No **(617) 357-9600** FAX No.
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15, 2011

5 For calendar year 2010, or other tax year beginning _____, 20____, and ending _____, 20____

6 If the tax year entered in line 5 is for less than 12 months, check reason. Initial return Final return
 Change in accounting period

7 State in detail why you need the extension AWAITING AN OUTSIDE K-1 FROM THE ATLANTIC TRUST REAL ESTATE FUND. ASSETS, FOR WHICH WE HAVE NOT RECEIVED SCH. K-1.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	310.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	192.
8c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	530.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Title Date

MARSHALL & ILSLEY TRUST COMPANY NA
 11270 WEST PARK PLACE
 MILWAUKEE, WI 53224