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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 **TUA GORDON P MACSMITH** A Employer identification number **59-7056007**

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) 466-1410

City or town, state, and ZIP code C If exemption application is pending, check here   
**JACKSONVILLE, FL 32203-0200** D 1 Foreign organizations, check here   
2. Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization:  Section 501(c)(3) exempt private foundation  Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation  
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 3,100,164.** J Accounting method:  Cash  Accrual  Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.) E If private foundation status was terminated under section 507(b)(1)(A), check here   
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	32,269.	32,269.		STMT 1
5a Gross rents	41,197.	41,197.		
b Net rental income or (loss)	40,221			
6a Net gain or (loss) from sale of assets not on line 10	-6,531.			
b Gross sales price for all assets on line 6a	98,268.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	66,935.	73,466.		
13 Compensation of officers, directors, trustees, etc.	12,238.	7,343.		4,895.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	845.	NONE	NONE	845.
c Other professional fees (attach schedule)	18,900.	18,900.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	856.	492.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	976.	976.		
24 Total operating and administrative expenses. Add lines 13 through 23	33,815.	27,711.	NONE	5,740.
25 Contributions, gifts, grants paid	141,266.			141,266.
26 Total expenses and disbursements. Add lines 24 and 25	175,081.	27,711.	NONE	147,006.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-108,146.			
b Net investment income (if negative, enter -0-)		45,755.		
c Adjusted net income (if negative, enter -0-)				

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JSA

Form 990-PF (2010)

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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 . . . . .	24,956.	21,691.	21,691.
	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	* NONE	NONE
		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) . . . . .	NONE	NONE	NONE
	b	Investments - corporate stock (attach schedule) . . . . .	1,587,882.	1,482,629.	1,678,473.
	c	Investments - corporate bonds (attach schedule) . . . . .	NONE	NONE	NONE
	Liabilities	11	Investments - land, buildings, and equipment: basis . . . . .	340,000.	
		Less: accumulated depreciation (attach schedule) ▶ . . . . .			
12		Investments - mortgage loans . . . . .	NONE	NONE	
13		Investments - other (attach schedule) . . . . .	NONE	NONE	
14		Land, buildings, and equipment: basis . . . . .			
		Less: accumulated depreciation (attach schedule) ▶ . . . . .			
15		Other assets (describe ▶ . . . . .)	NONE	NONE	NONE
16		<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	1,952,838.	1,844,320.	3,100,164.
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .				
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>				
	27	Capital stock, trust principal, or current funds . . . . .	1,952,838.	1,844,320.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	NONE	NONE		
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,952,838.	1,844,320.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,952,838.	1,844,320.		

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) . . . . .	1,952,838.
2	Enter amount from Part I, line 27a . . . . .	-108,146.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6 . . . . .	1,146.
4	Add lines 1, 2, and 3 . . . . .	1,845,838.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7 . . . . .	1,518.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>	<b>1,844,320.</b>

**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			(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			
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	-6,531.	
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	151,539.	2,809,663.	0.05393493810
2008	114,731.	2,566,348.	0.04470594011
2007	82,404.	2,599,133.	0.03170441836
2006	77,166.	2,400,592.	0.03214457101
2005	72,663.	2,264,964.	0.03208130460
2 Total of line 1, column (d)			2 0.19457117218
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 0.03891423444
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 2,947,086.
5 Multiply line 4 by line 3			5 114,684.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 458.
7 Add lines 5 and 6			7 115,142.
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.			8 147,006.

**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	458.
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	458.
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	458.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	512.
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	512.
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	54.
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 54. Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		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? . . . . . Website address <input type="text" value="N/A"/>	13	X	
14	The books are in care of <input type="text" value="SEE STATEMENT 9"/> Telephone no. <input type="text"/> Located at <input type="text"/> ZIP + 4 <input type="text"/>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <input type="text" value="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? . . . . . 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 <input type="text"/>	16	Yes	No X

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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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 <input type="text"/>		
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. <input type="text"/>		
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

**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

<b>5b</b>		
<b>6b</b>		X
<b>7b</b>		

**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 10		12,238.	-0-	-0-

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

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 <u>NOT APPLICABLE</u>	
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 <u>NOT APPLICABLE</u>	
2	
All other program-related investments. See page 24 of the instructions. 3 <u>NONE</u>	
<b>Total.</b> 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.)

<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>	2,966,876.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	25,089.
<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>	2,991,965.
<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>	2,991,965.
<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>	44,879.
<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>	2,947,086.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	147,354.

**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>	147,354.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	458.
<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>	458.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	146,896.
<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>	146,896.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	146,896.

**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>	147,006.
<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>	147,006.
<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>	458.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	146,548.

**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 . . . . .				146,896.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only . . . . .			35,908.	
b Total for prior years: 20 <u>08</u> , 20 <u>    </u> , 20 <u>    </u>		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 . . . . .	NONE			
b From 2006 . . . . .	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>147,006.</u>				
a Applied to 2009, but not more than line 2a . . . . .			35,908.	
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 . . . . .				111,098.
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 . . . . .				35,798.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9:				
a Excess from 2006 . . . . .	NONE			
b Excess from 2007 . . . . .	NONE			
c Excess from 2008 . . . . .	NONE			
d Excess from 2009 . . . . .	NONE			
e Excess from 2010 . . . . .	NONE			

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

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

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

	Tax year		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:

**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
a <i>Paid during the year</i>  SEE STATEMENT 11				
<b>Total</b> ..... ► <b>3a</b>				141,266.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ► <b>3b</b>				



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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. 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.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?
b If "Yes," complete the following schedule.

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

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.
Signature of officer or trustee BANK OF AMERICA, N.A. BY: Date 04/12/2011 Title

Paid Preparer Use Only Print/Type preparer's name, Preparer's signature, Date, Check if self-employed, PTIN, 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					368.	
779.00		72.697 COLUMBIA LARGE CAP VALUE FUND CLA PROPERTY TYPE: SECURITIES 937.00					05/02/2005 -158.00	03/22/2010
3,221.00		300.437 COLUMBIA LARGE CAP VALUE FUND CL PROPERTY TYPE: SECURITIES 3,134.00					10/03/2003 87.00	03/22/2010
3,000.00		270.758 COLUMBIA LARGE CAP VALUE FUND CL PROPERTY TYPE: SECURITIES 2,824.00					10/03/2003 176.00	04/12/2010
2,000.00		194.175 COLUMBIA LARGE CAP VALUE FUND CL PROPERTY TYPE: SECURITIES 2,025.00					10/03/2003 -25.00	09/21/2010
10,000.00		826.446 COLUMBIA LARGE CAP CORE FUND CLA PROPERTY TYPE: SECURITIES 11,256.00					03/27/2008 -1,256.00	03/22/2010
6,000.00		481.155 COLUMBIA LARGE CAP CORE FUND CLA PROPERTY TYPE: SECURITIES 6,553.00					03/27/2008 -553.00	04/12/2010
6,142.00		523.21 COLUMBIA LARGE CAP CORE FUND CLAS PROPERTY TYPE: SECURITIES 7,126.00					03/27/2008 -984.00	09/21/2010
3,858.00		328.579 COLUMBIA LARGE CAP CORE FUND CLA PROPERTY TYPE: SECURITIES 3,782.00					10/02/2008 76.00	09/21/2010
5,000.00		221.435 COLUMBIA LARGE CAP INDEX FUND CL PROPERTY TYPE: SECURITIES 5,912.00					11/02/2006 -912.00	03/22/2010
3,000.00		129.31 COLUMBIA LARGE CAP INDEX FUND CLA PROPERTY TYPE: SECURITIES 3,453.00					11/02/2006 -453.00	04/12/2010

**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)	
5,000.00		225.023 COLUMBIA LARGE CAP INDEX FUND CL PROPERTY TYPE: SECURITIES 6,008.00					11/02/2006 -1,008.00	09/21/2010
8,000.00		810.537 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 8,105.00					09/29/2003 -105.00	03/22/2010
6,000.00		607.287 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 6,073.00					09/29/2003 -73.00	04/12/2010
5,000.00		495.05 COLUMBIA TOTAL RETURN BOND FUND C PROPERTY TYPE: SECURITIES 4,951.00					09/29/2003 49.00	09/21/2010
1,000.00		126.582 COLUMBIA HIGH INCOME FUND CLASS PROPERTY TYPE: SECURITIES 1,133.00					11/02/2006 -133.00	03/22/2010
500.00		62.267 COLUMBIA HIGH INCOME FUND CLASS Z PROPERTY TYPE: SECURITIES 557.00					11/02/2006 -57.00	09/21/2010
1,000.00		70.126 COLUMBIA INTERNATIONAL VALUE FUND PROPERTY TYPE: SECURITIES 733.00					09/12/1996 267.00	03/22/2010
500.00		36.101 COLUMBIA INTERNATIONAL VALUE FUND PROPERTY TYPE: SECURITIES 377.00					09/12/1996 123.00	09/21/2010
3,000.00		279.33 COLUMBIA MARSICO INT'L OPPORTUNIT PROPERTY TYPE: SECURITIES 4,039.00					03/27/2008 -1,039.00	03/22/2010
3,000.00		272.232 COLUMBIA MARSICO INT'L OPPORTUNI PROPERTY TYPE: SECURITIES 3,936.00					03/27/2008 -936.00	09/21/2010
1,000.00		98.328 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 1,410.00					04/02/2007 -410.00	03/22/2010

**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)	
800.00		78.973 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 1,132.00				04/02/2007	09/21/2010 -332.00	
1,000.00		65.531 COLUMBIA SMALL CAP INDEX FUND CLA PROPERTY TYPE: SECURITIES 1,294.00				02/28/2005	03/22/2010 -294.00	
600.00		40.35 COLUMBIA SMALL CAP INDEX FUND CLAS PROPERTY TYPE: SECURITIES 797.00				02/28/2005	09/21/2010 -197.00	
1,000.00		83.542 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 1,140.00				05/02/2005	03/22/2010 -140.00	
1,000.00		80.71 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 1,102.00				05/02/2005	04/12/2010 -102.00	
1,000.00		84.674 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 1,156.00				05/02/2005	09/21/2010 -156.00	
1,500.00		68.182 COLUMBIA MID CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 1,586.00				03/27/2008	03/22/2010 -86.00	
197.00		8.63 COLUMBIA MID CAP GROWTH FUND CLASS PROPERTY TYPE: SECURITIES 201.00				03/27/2008	04/12/2010 -4.00	
803.00		35.287 COLUMBIA MID CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 761.00				07/22/2005	04/12/2010 42.00	
10,000.00		435.73 COLUMBIA MID CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 9,399.00				07/22/2005	09/21/2010 601.00	
2,000.00		177.936 COLUMBIA REAL ESTATE EQUITY FUND PROPERTY TYPE: SECURITIES 1,299.00				04/21/2009	03/22/2010 701.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,000.00		608.00					04/21/2009 392.00	09/21/2010
TOTAL GAIN (LOSS) .....							----- -6,531. =====	



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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BOFA TREASURY RESERVES CAPITAL CLASS - F	2.	2.
COLUMBIA LARGE CAP VALUE FUND CLASS Z SH	2,142.	2,142.
COLUMBIA LARGE CAP CORE FUND CLASS Z SHA	2,988.	2,988.
COLUMBIA LARGE CAP INDEX FUND CLASS Z SH	3,681.	3,681.
COLUMBIA TOTAL RETURN BOND FUND CLASS Z	14,177.	14,177.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	2,395.	2,395.
COLUMBIA INTERNATIONAL VALUE FUND CLASS	1,220.	1,220.
COLUMBIA MARSICO INT'L OPPORTUNITIES FD	2,714.	2,714.
COLUMBIA SMALL CAP INDEX FUND CLASS Z SH	395.	395.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	817.	817.
COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	1,738.	1,738.
TOTAL	32,269.	32,269.

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	845.			845.
TOTALS	845.	NONE	NONE	845.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
BOA - MANAGEMENT	18,900.	18,900.
TOTALS	18,900.	18,900.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
	364.	
	458.	458.
	34.	34.
TOTALS	856.	492.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
RENT AND ROYALTY EXPENSES	976.	976.
RENTAL EXPENSES		
TOTALS	976.	976.

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

DESCRIPTION

AMOUNT

2010 INC TAX EFFECTIVE 2009

1,146.

TOTAL

1,146.

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

DESCRIPTION -----	AMOUNT -----
2011 INC TAX EFFECTIVE 2010	1,064.
COST ADJUSTMENT	440.
ROUNDING	2.
SALES ADJUSTMENTS	12.
	-----
TOTAL	1,518.
	=====

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

FL

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

NAME: BANK OF AMERICA TAX SERVICES

ADDRESS: P.O. BOX 40200, FL9-100-10-19  
JACKSONVILLE, FL 32203-0200

TELEPHONE NUMBER: (877)466-1410

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

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 40200, FL9-100-10-19  
JACKSONVILLE, FL 32203-0200

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION ..... 12,238.

TOTAL COMPENSATION: 12,238.

=====

=====

RECIPIENT NAME:

PRINCIPIA COLLEGE

ADDRESS:

13201 CLAYTON RD

SAINT LOUIS, MO 63131-1002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 141,266.

TOTAL GRANTS PAID:

141,266.

=====

RENT AND ROYALTY SUMMARY

=====

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
-----	-----	-----	-----	-----
100.00 PERCENT INTER	41,197.	-----	976.	40,221.
TOTALS	41,197.	=====	976.	40,221.
	=====		=====	=====

TUA GORDON P MACSMITH  
59-7056007  
Balance Sheet  
12/31/2010



Cusip	Asset	Units	Basis	Market Value
19765H149	COLUMBIA LARGE CAP VALUE FUND	13616.222	142,017.18	156,858.88
19765H271	COLUMBIA LARGE CAP CORE FUND	33437.990	357,284.95	439,040.81
19765H321	COLUMBIA LARGE CAP INDEX FUND	8996.730	215,549.31	218,530.57
19765H453	COLUMBIA TOTAL RETURN BOND FUND	32963.133	303,821.89	329,301.70
19765H495	COLUMBIA HIGH INCOME FUND	4125.781	36,084.47	33,171.28
19765H586	COLUMBIA INTERNATIONAL VALUE	2413.079	25,216.67	34,072.68
19765H636	COLUMBIA MARSICO INTERNATIONAL	12096.946	137,931.95	144,921.41
19765J723	COLUMBIA SMALL CAP GROWTH FUND	5078.229	64,864.57	61,598.92
19765J814	COLUMBIA SMALL CAP INDEX FUND	2527.075	49,176.05	43,667.86
19765J830	COLUMBIA MID CAP VALUE FUND	4742.055	52,164.19	63,828.06
19765P232	COLUMBIA MID CAP GROWTH FUND	2769.836	51,684.02	73,760.73
19765P547	COLUMBIA REAL ESTATE EQUITY	6413.532	46,833.31	79,720.20
991410234	12500 BISCAYNE BLVD	100.000	340,000.00	1,400,000.00
	Cash/Cash Equivalent	21690.650	21,690.65	21,690.65
		Totals:	1,844,319.21	3,100,163.74