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ENVELOPE SEP 27 2011 POSTMARK DATE

SCANNED OCT 17 2011

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			
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) . .			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	4,010,211.	4,531,505.	5,026,832.
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,010,211.	4,531,505.	5,026,832.	
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	4,010,211.	4,531,505.	
	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)	4,010,211.	4,531,505.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,010,211.	4,531,505.		

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	4,010,211.
2	Enter amount from Part I, line 27a	2	521,293.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	1.
4	Add lines 1, 2, and 3	4	4,531,505.
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	4,531,505.

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)			2	-363.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.					

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	NONE	3,987,465.	NONE
2008			
2007			
2006			
2005			

2 Total of line 1, column (d)	2	NONE
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	NONE
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,211,717.
5 Multiply line 4 by line 3	5	NONE
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	404.
7 Add lines 5 and 6	7	404.
8 Enter qualifying distributions from Part XII, line 4	8	45,446.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	404.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	404.
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	404.
6 Credits/Payments.			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	404.	
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	404.	
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		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>KEYBANK NA</u> Telephone no. <u>(216) 813-4556</u>			
	Located at <u>4900 TIEDEMAN RD OH-01-49-0150, BROOKLYN, OH</u> ZIP + 4 <u>44144-2302</u>			
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
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>				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"/>	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? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions.) <input type="checkbox"/>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **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** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		74,663.	-0-	-0-

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

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

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	4,275,855.
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	4,275,855.
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	4,275,855.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	64,138.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,211,717.
6	Minimum investment return. Enter 5% of line 5	6	210,586.

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	210,586.
2a	Tax on investment income for 2010 from Part VI, line 5 2a		404.
b	Income tax for 2010. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	404.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	210,182.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	210,182.
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	210,182.

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	45,446.
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	45,446.
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	404.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,042.

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				210,182.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			24,027.	
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: ► \$ 45,446.				
a Applied to 2009, but not more than line 2a			24,027.	
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				21,419.
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				188,763.
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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

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

N/A

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

N/A

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 9

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

N/A

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

SEE ATTACHED STATEMENT FOR LINE 2

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

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 10				
Total			▶ 3a	26,070.
b Approved for future payment				
Total			▶ 3b	

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Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	96,400.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-363.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . . .					
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				96,037.	
13	Total. Add line 12, columns (b), (d), and (e)					96,037.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

Line No.	▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)

NOT APPLICABLE

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

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

[illegible]

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**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.

James R. Friedman Jr.
Signature of officer or trustee KEYBANK BV.

09/19/2011

Vice President

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization

Employer identification number

LEACH ELIZABETH ANN

PFDN 10

61-6386848

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization

LEACH ELIZABETH ANN

PFDN 10

Employer identification number

61-6386848

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ELIZABETH LEACH TRUST EIN 61-638681 4900 TIEDEMAN RD BROOKLYN, OH 44144	\$ 527,199.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIV AND INT	96,400.	96,400.
	-----	-----
TOTAL	96,400.	96,400.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	700.			700.
TOTALS	700.	NONE	NONE	700.
	=====	=====	=====	=====

LEACH ELIZABETH ANN

PFDN 10

61-6386848

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX PAYMENT - PRIOR YE	500.

TOTALS	500.
	=====

STATEMENT 3

LEACH ELIZABETH ANN

PFDN 10

61-6386848

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
----------------------	--

CHARITABLE PURPOSES -----

OTHER NON-ALLOCABLE EXPENSE -

10.

10.

TOTALS

10.
=====

10.
=====

LEACH ELIZABETH ANN

PFDN 10

61-6386848

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

DESCRIPTION	COST/ FMV	C OR F
-----	-----	-----

SEE ATTACHED

C

TOTALS

LEACH ELIZABETH ANN

PFDN 10

61-6386848

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

=====

DESCRIPTION	AMOUNT
-----	-----

ROUNDING

1.

TOTAL

1.
=====

STATEMENT 6

LEACH ELIZABETH ANN

PFDN 10

61-6386848

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

ME

STATEMENT 7

LEACH ELIZABETH ANN

PFDN 10

61-6386848

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

OFFICER NAME:

KEYBANK NA

ADDRESS:

127 PUBLIC SQUARE MC OH-01-27-161

CLEVELAND, HI 44114

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 34,663.

OFFICER NAME:

WILLIAM W LOGAN

ADDRESS:

PO BOX 250

WISCASSET, ME 04578

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 20,000.

OFFICER NAME:

SEYMOUR EPSTEIN

ADDRESS:

PO BOX 404

WISCASSET, ME 04578

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 20,000.

TOTAL COMPENSATION:

74,663.

=====

LEACH ELIZABETH ANN PFDN 10
FORM 990PF, PART XV - LINES 2a - 2d
=====

61-6386848

RECIPIENT NAME:
SEYMOUR EPSTEIN

ADDRESS:
PO BOX 404
WISCASSET, ME 04578

FORM, INFORMATION AND MATERIALS:
LETTER

RESTRICTIONS OR LIMITATIONS ON AWARDS:
THE FOUNDATION IS ABLE TO GRANT FUNDS AS FOLLOWS TO CHARITABLE ORG.
DEFINED IN IRS CODE OF 1986 LOCATED IN LINCOLN CO. MAINE FUNDS USED
FOR OPERATIONS AND CAPITAL EXPENDITURES

RECIPIENT NAME:
WILIAM LOGAN

ADDRESS:
PO BOX 250
WISCASSET, ME 04578

FORM, INFORMATION AND MATERIALS:
LETTER

RESTRICTIONS OR LIMITATIONS ON AWARDS:
SAME AS ABOVE

STATEMENT 9

LEACH ELIZABETH ANN PFDN 10 61-6386848
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
BOOTHBAY REGION YMCA
ADDRESS:
261 TOWNSEND AVENUE
BOOTHBAY, ME 04538
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
MAINE PHILANTHROPY CENTER
ADDRESS:
PO BOX 9301
PORTLAND, ME 04104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,070.

TOTAL GRANTS PAID: 26,070.
=====

STATEMENT 10

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 SHORT-TERM CAPITAL GAIN DIVIDENDS					4,678.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,843.	
6,530.00		100. ANADARKO PETE CORP COM PROPERTY TYPE: SECURITIES 6,390.00					11/17/2009 140.00	01/15/2010
10,700.00		100. APACHE CORP COM PROPERTY TYPE: SECURITIES 10,009.00					11/17/2009 691.00	01/15/2010
6,761.00		200. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES 6,050.00					11/17/2009 711.00	01/15/2010
6,900.00		100. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 7,483.00					11/17/2009 -583.00	01/15/2010
4,239.00		50. FREEPORT-MCMORAN COPPER & GOLD COM PROPERTY TYPE: SECURITIES 4,207.00					11/17/2009 32.00	01/15/2010
12,101.00		250. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES 12,670.00					11/17/2009 -569.00	01/15/2010
26,349.00		200. INTERNATIONAL BUSINESS MACHS COM PROPERTY TYPE: SECURITIES 25,606.00					11/17/2009 743.00	01/15/2010
40,959.00		975. ISHARES MSCI EMERGING MKTS INDEX CL PROPERTY TYPE: SECURITIES 40,604.00					11/17/2009 355.00	01/15/2010
27,037.00		475. ISHARES MSCI EAFE INDEX FUND CLOSED PROPERTY TYPE: SECURITIES 26,909.00					11/17/2009 128.00	01/15/2010
6,423.00		100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 6,212.00					11/17/2009 211.00	01/15/2010

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

Kind of Property		Description				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)	
16,176.00		200. PRAXAIR INC COM PROPERTY TYPE: SECURITIES 16,856.00				11/17/2009 -680.00	01/15/2010
9,187.00		150. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 9,357.00				11/17/2009 -170.00	01/15/2010
14,182.00		200. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 13,404.00				11/17/2009 778.00	01/15/2010
4,210.00		150. SYSCO CORP COM PROPERTY TYPE: SECURITIES 4,091.00				11/17/2009 119.00	01/15/2010
12,816.00		800. TECO ENERGY INC COM PROPERTY TYPE: SECURITIES 11,856.00				11/17/2009 960.00	01/15/2010
11,609.00		200. TEVA PHARMACEUTICAL INDS LTD SPONS PROPERTY TYPE: SECURITIES 10,565.00				11/17/2009 1,044.00	01/15/2010
16,612.00		200. 3M CO COM PROPERTY TYPE: SECURITIES 15,668.00				11/17/2009 944.00	01/15/2010
52,809.00		50000. MAINE ST GO 06/01/03 3.00% DUE 06 PROPERTY TYPE: SECURITIES 53,081.00				11/17/2009 -272.00	01/19/2010
850.00		849.59 PARADIGM MASTER FUND LP HEDGE FUN PROPERTY TYPE: SECURITIES 1,002.00				11/30/2009 -152.00	01/29/2010
39,907.00		39906.51 PARADIGM MASTER FUND LP HEDGE F PROPERTY TYPE: SECURITIES 39,907.00				11/11/2009	01/29/2010
5,780.00		100. AMGEN INC COM PROPERTY TYPE: SECURITIES 5,609.00				11/17/2009 171.00	02/08/2010

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

Kind of Property		Description				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)	
4,899.00		50. APACHE CORP COM PROPERTY TYPE: SECURITIES 5,005.00				11/17/2009 -106.00	02/08/2010
52,739.00		1000. BP PLC SPONS ADR PROPERTY TYPE: SECURITIES 58,499.00				11/17/2009 -5,760.00	02/08/2010
6,570.00		200. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES 6,050.00				11/17/2009 520.00	02/08/2010
6,994.00		100. FREEPORT-MCMORAN COPPER & GOLD COM PROPERTY TYPE: SECURITIES 8,414.00				11/17/2009 -1,420.00	02/08/2010
6,946.00		150. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES 7,089.00				11/17/2009 -143.00	02/08/2010
6,291.00		100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 6,212.00				11/17/2009 79.00	02/08/2010
5,600.00		200. JOHNSON CONTROLS INC COM PROPERTY TYPE: SECURITIES 5,577.00				11/17/2009 23.00	02/08/2010
4,392.00		200. LOWES COS INC COM PROPERTY TYPE: SECURITIES 4,259.00				11/17/2009 133.00	02/08/2010
6,307.00		150. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES 5,960.00				11/17/2009 347.00	02/08/2010
7,497.00		100. PRAXAIR INC COM PROPERTY TYPE: SECURITIES 8,428.00				11/17/2009 -931.00	02/08/2010
5,686.00		100. TEVA PHARMACEUTICAL INDS LTD SPONS PROPERTY TYPE: SECURITIES 5,244.00				11/17/2009 442.00	02/08/2010

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)	
7,783.00		100. 3M CO COM PROPERTY TYPE: SECURITIES 7,834.00					11/17/2009 -51.00	02/08/2010
77,520.00		6000. VICTORY SPECIAL VALUE FUND PROPERTY TYPE: SECURITIES 78,720.00					11/17/2009 -1,200.00	02/08/2010
31,053.00		2000. NOKIA CORP SPONS ADR PROPERTY TYPE: SECURITIES 27,240.00					11/17/2009 3,813.00	03/17/2010
29.00		.5 STANLEY BLACK & DECKER INC COM PROPERTY TYPE: SECURITIES 25.00					11/17/2009 4.00	03/24/2010
50,000.00		50000. FEDERAL HOME LN BANKS DEB PROPERTY TYPE: SECURITIES 50,453.00					11/17/2009 -453.00	04/23/2010
42,636.00		40000. MAINE MUN BD BK SWR & WTR REV 03/ PROPERTY TYPE: SECURITIES 42,486.00					11/17/2009 150.00	05/06/2010
50,905.00		50000. MAINE ST GO 06/10/09 3.00% DUE 06 PROPERTY TYPE: SECURITIES 49,528.00					11/17/2009 1,377.00	05/25/2010
3,623.00		3622.76 PARADIGM MASTER FUND LP HEDGE FU PROPERTY TYPE: SECURITIES 3,623.00					11/17/2009	05/31/2010
50,000.00		50000. FANNIE MAE DEB SER 1 PROPERTY TYPE: SECURITIES 50,000.00					11/17/2009	06/18/2010
50,000.00		50000. FEDERAL FARM CR BANKS DEB PROPERTY TYPE: SECURITIES 49,266.00					11/17/2009 734.00	06/30/2010
4,345.00		50. APACHE CORP COM PROPERTY TYPE: SECURITIES 5,005.00					11/17/2009 -660.00	07/14/2010

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)	
13,342.00		200. CATERPILLAR INC DEL COM PROPERTY TYPE: SECURITIES 11,922.00					11/17/2009 1,420.00	07/14/2010
11,888.00		200. DEERE & CO COM PROPERTY TYPE: SECURITIES 9,743.00					11/17/2009 2,145.00	07/14/2010
6,557.00		50. INTERNATIONAL BUSINESS MACHS COM PROPERTY TYPE: SECURITIES 6,401.00					11/17/2009 156.00	07/14/2010
5,944.00		200. JOHNSON CONTROLS INC COM PROPERTY TYPE: SECURITIES 5,577.00					11/17/2009 367.00	07/14/2010
15,565.00		500. KLA-TENCORP CORP COM PROPERTY TYPE: SECURITIES 16,853.00					11/17/2009 -1,288.00	07/14/2010
8,268.00		100. PRAXAIR INC COM PROPERTY TYPE: SECURITIES 8,428.00					11/17/2009 -160.00	07/14/2010
6,249.00		100. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 6,238.00					11/17/2009 11.00	07/14/2010
5,502.00		100. TEVA PHARMACEUTICAL INDS LTD SPONS PROPERTY TYPE: SECURITIES 5,283.00					11/17/2009 219.00	07/14/2010
8,325.00		100. 3M CO COM PROPERTY TYPE: SECURITIES 7,834.00					11/17/2009 491.00	07/14/2010
		.04 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					11/17/2009	07/16/2010
18,212.00		500. COPART INC COM PROPERTY TYPE: SECURITIES 16,918.00					11/17/2009 1,294.00	07/30/2010

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

Kind of Property		Description				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)	
8,975.00		400. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES 9,864.00				11/17/2009 -889.00	08/04/2010
13,463.00		600. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES 14,693.00				02/08/2010 -1,230.00	08/04/2010
4,649.00		50. APACHE CORP COM PROPERTY TYPE: SECURITIES 5,005.00				11/17/2009 -356.00	08/11/2010
30,090.00		1000. AVON PRODS INC COM PROPERTY TYPE: SECURITIES 36,060.00				11/17/2009 -5,970.00	08/11/2010
3,497.00		50. CATERPILLAR INC DEL COM PROPERTY TYPE: SECURITIES 2,981.00				11/17/2009 516.00	08/11/2010
5,632.00		100. CITRIX SYS INC COM PROPERTY TYPE: SECURITIES 3,929.00				11/17/2009 1,703.00	08/11/2010
1,846.00		240. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 1,871.00				11/17/2009 -25.00	08/11/2010
6,496.00		50. INTERNATIONAL BUSINESS MACHS COM PROPERTY TYPE: SECURITIES 6,401.00				11/17/2009 95.00	08/11/2010
18,248.00		400. MOLSON COORS BREWING CO COM CL B PROPERTY TYPE: SECURITIES 18,458.00				11/17/2009 -210.00	08/11/2010
4,351.00		50. PRAXAIR INC COM PROPERTY TYPE: SECURITIES 4,214.00				11/17/2009 137.00	08/11/2010
3,009.00		50. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 3,119.00				11/17/2009 -110.00	08/11/2010

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

Kind of Property		Description				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)	
3,015.00		50. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 3,351.00				11/17/2009 -336.00	08/11/2010
3,439.00		50. SHERWIN WILLIAMS CO COM PROPERTY TYPE: SECURITIES 3,037.00				11/17/2009 402.00	08/11/2010
5,245.00		100. TARGET CORP COM PROPERTY TYPE: SECURITIES 4,904.00				11/17/2009 341.00	08/11/2010
4,983.00		100. TEVA PHARMACEUTICAL INDS LTD SPONS PROPERTY TYPE: SECURITIES 5,283.00				11/17/2009 -300.00	08/11/2010
3,588.00		50. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 3,476.00				11/17/2009 112.00	08/11/2010
3,285.00		100. UNITEDHEALTH GROUP INC COM PROPERTY TYPE: SECURITIES 2,899.00				11/17/2009 386.00	08/11/2010
100,000.00		100000. UNIVERSITY ME SYS REV 08/01/00 5 PROPERTY TYPE: SECURITIES 100,000.00				11/17/2009	09/01/2010
26,481.00		998. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 36,622.00				11/17/2009 -10,141.00	09/24/2010
53.00		2. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 73.00				11/17/2009 -20.00	09/24/2010
22,460.00		500. IPATH DOW JONES-UBS COMMODITY ID CL PROPERTY TYPE: SECURITIES 20,603.00				11/17/2009 1,857.00	11/03/2010
100,000.00		100000. FANNIE MAE NOTE PROPERTY TYPE: SECURITIES 100,000.00				05/06/2010	11/26/2010

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)	
TOTAL GAIN(LOSS)							----- -363. =====	

CHARITABLE TRUSTS HOLDINGS REPORT

BK-RG-OFF-ACCOUNT				ACCOUNT NAME		TAX ANALYST/NAME		BUS DATE 2011-01-14	
10-10-123-1680640				LEACH ELIZABETH ANN		619 B P CALVEY		PAGE 1518	
FISCAL YEAR CODE 1231				AS OF 12-31-2010		216-813-4524		SAR ID TAC000PCRR41	
CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS				
001055102	AFLAC INC COM	42,322.50	0.00	33,963.75	750.000				
018490AN2	ALLERGAN INC SENIOR BD DTD 09/14/10 3.375% DUE 09/15/20	47,161.00	0.00	50,000.00	50,000.000				
021441100	ALTERA CORP COM	26,685.00	0.00	16,424.93	750.000				
023135106	AMAZON COM INC COM	45,000.00	0.00	32,646.25	250.000				
031162100	AMGEN INC COM	49,410.00	0.00	50,476.50	900.000				
032511107	ANADARKO PETE CORP COM	68,544.00	0.00	57,505.50	900.000				
035710409	ANNALY CAPITAL MANAGEMENT INC REIT	40,320.00	0.00	38,925.00	2,250.000				
037411105	APACHE CORP COM	65,576.50	0.00	55,049.50	550.000				
037833100	APPLE INC COM	64,512.00	0.00	41,244.00	200.000				
039483102	ARCHER DANIELS MIDLAND CO COM	30,080.00	0.00	24,442.60	1,000.000				
064149A64	BANK OF NOVA SCOTIA FGN SR NT DTD 01/22/10 3.40% DUE 01/22/15	51,895.50	0.00	50,108.00	50,000.000				
064149107	BANK OF NOVA SCOTIA FGN COM	28,600.00	0.00	23,626.00	500.000				
067396AR0	BARCLAYS BANK PLC FGN SR NT DTD 01/08/10 5.125% DUE 01/08/20	51,063.00	0.00	49,500.00	50,000.000				
09247XAE1	BLACKROCK INC NOTE SER 2 DTD 12/10/09 5.00% DUE 12/10/19	26,105.50	0.00	24,935.00	25,000.000				
10138HAB1	BOTTLING GROUP LLC SENIOR NT SER B DTD 05/15/03 4.625% DUE 11/15/12	21,377.40	0.00	21,642.98	20,000.000				
126650100	CVS/CAREMARK CORP COM	55,632.00	0.00	48,400.00	1,600.000				

CHARITABLE TRUSTS HOLDINGS REPORT

BK-RG-OFF-ACCOUNT				ACCOUNT NAME		TAX ANALYST/NAME		BUS DATE 2011-01-15	
10-10-123-1680640				LEACH ELIZABETH ANN		619 B P CALVEY		BUS DATE 2011-01-14	
FISCAL YEAR CODE 1231				AS OF 12-31-2010		PFDN		PAGE 1519	
						216-813-4524		SAR ID TAC000PCRR41	
CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS				
149123101	CATERPILLAR INC DEL COM	70,245.00	0.00	44,707.50	750.000				
151020104	CELGENE CORP COM	29,570.00	0.00	27,290.00	500.000				
156700106	CENTURYLINK INC COM	23,085.00	0.00	17,400.00	500.000				
177376100	CITRIX SYS INC COM	61,569.00	0.00	35,356.50	900.000				
191216AR1	COCA-COLA CO SENIOR NT DTD 11/15/10 3.15% DUE 11/15/20	93,829.00	0.00	96,750.00	100,000.000				
19416QDR8	COLGATE-PALMOLIVE CO MED TERM NT SER F DTD 11/03/10 2.95% DUE 11/01/20	46,659.50	0.00	49,750.00	50,000.000				
22160K105	COSTCO WHOLESALE CORP COM	54,157.50	0.00	45,543.75	750.000				
244199105	DEERE & CO COM	66,440.00	0.00	38,972.00	800.000				
25179M103	DEVON ENERGY CORP COM	62,808.00	0.00	56,993.12	800.000				
25490A101	DIRECTV COM CL A	39,930.00	0.00	30,545.00	1,000.000				
263534109	DU PONT E I DE NEMOURS & CO COM	44,892.00	0.00	31,324.50	900.000				
26441C105	DUKE ENERGY CORP COM	17,810.00	0.00	16,175.00	1,000.000				
278642AC7	EBAY INC SENIOR NT DTD 10/28/10 3.25% DUE 10/15/20	93,017.00	0.00	96,400.00	100,000.000				
30161N101	EXELON CORP COM	41,640.00	0.00	47,095.00	1,000.000				
30231G102	EXXON MOBIL CORP COM	58,496.00	0.00	59,860.00	800.000				
345838106	FOREST LABS INC COM	35,178.00	0.00	31,713.00	1,100.000				

CHARITABLE TRUSTS HOLDINGS REPORT

BK-RG-OFF-ACCOUNT 10-10-123-1680640 FISCAL YEAR CODE 1231				ACCOUNT NAME LEACH ELIZABETH ANN AS OF 12-31-2010		PFDN		TAX ANALYST/NAME 619 B P CALVEY 216-813-4524		RUN DATE 2011-01-15 BUS DATE 2011-01-14 PAGE 1520 SAR ID TAC000PCRR41	
CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS						
349631101	FORTUNE BRANDS INC COM	30,125.00	0.00	20,140.00	500.000						
35671D857	FREEMPORT-MCMORAN COPPER & GOLD COM	72,054.00	0.00	50,481.00	600.000						
369550108	GENERAL DYNAMICS CORP COM	56,768.00	0.00	54,340.00	800.000						
369622519	GENERAL ELECT CAP CORP PFD 6.10%	25,230.00	0.00	23,840.25	1,000.000						
36966R6W1	GENERAL ELECT CAP CORP MED TERM NT SER NOTZ DTD 06/04/10 5.15% DUE 06/15/22	49,357.00	0.00	50,000.00	50,000.000						
375558103	GILEAD SCIENCES INC COM	39,864.00	0.00	51,986.00	1,100.000						
38141EA58	GOLDMAN SACHS GROUP INC MED TERM NT DTD 03/08/10 5.375% DUE 03/15/20	51,668.00	0.00	50,000.00	50,000.000						
38141E5B1	GOLDMAN SACHS GROUP INC MED TERM BK NT SER NOTZ DTD 08/26/10 4.65% DUE 08/15/21	46,749.00	0.00	50,000.00	50,000.000						
411511306	HARBOR INTERNATIONAL FD OPEN-END FUND	183,250.28	0.00	169,993.62	3,026.429						
428236103	HEWLETT PACKARD CO COM	21,050.00	0.00	25,420.00	500.000						
459200101	INTERNATIONAL BUSINESS MACHS COM	58,704.00	0.00	51,211.00	400.000						
46625H100	JP MORGAN CHASE & CO COM	21,210.00	0.00	21,432.50	500.000						
478160104	JOHNSON & JOHNSON COM	49,480.00	0.00	49,692.00	800.000						
478366107	JOHNSON CONTROLS INC COM	61,120.00	0.00	44,616.00	1,600.000						
548661107	LOWES COS INC COM	57,684.00	0.00	48,978.50	2,300.000						
5604253N8	MAINE HEALTH & HIGHER EDL FACS REV 05/14/09 5.00% DUE 07/01/39 SER A	49,849.50	0.00	51,832.48	50,000.000						

CHARITABLE TRUSTS HOLDINGS REPORT

3K-RG-OFF-ACCOUNT				ACCOUNT NAME		TAX ANALYST/NAME		BUS DATE 2011-01-14	
10-10-123-1680640				LEACH ELIZABETH ANN		619 B P CALVEY		PAGE 1521	
FISCAL YEAR CODE 1231				AS OF 12-31-2010		216-813-4524		SAR ID TAC000PCRR41	
CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS				
585055AR7	MEDTRONIC INC SENIOR NT DTD 03/16/10 3.00% DUE 03/15/15	51,309.00	0.00	50,000.00	50,000.000				
585055106	MEDTRONIC INC COM	40,799.00	0.00	43,708.50	1,100.000				
59156R405	METLIFE INC PFD 5.875%	12,712.50	0.00	12,336.25	500.000				
637071101	NATIONAL-OILWELL VARCO INC COM	33,625.00	0.00	22,878.75	500.000				
651639106	NEWMONT MINING CORP COM	46,072.50	0.00	39,094.13	750.000				
68389X105	ORACLE CORP COM	23,475.00	0.00	17,459.93	750.000				
693390700	PIMCO FUNDS-TOTAL RETURN FUND OPEN-END FUND INSTL CL	144,015.27	0.00	145,745.11	13,273.297				
69350H202	PNC CAPITAL TRUST D PFD 6.125%	24,940.00	0.00	21,665.00	1,000.000				
704549104	PEABODY ENERGY CORP COM	51,184.00	0.00	33,379.44	800.000				
713448BR8	PEPSICO INC SENIOR BD DTD 10/26/10 3.125% DUE 11/01/20	46,991.50	0.00	49,750.00	50,000.000				
717081AR4	PFIZER INC SENIOR NT DTD 02/03/04 4.50% DUE 02/15/14	54,354.00	0.00	53,598.65	50,000.000				
74005P104	PRAXAIR INC COM	52,508.50	0.00	46,354.00	550.000				
742718DM8	PROCTER & GAMBLE CO NOTE DTD 02/06/09 3.50% DUE 02/15/15	52,496.00	0.00	51,981.20	50,000.000				
742718109	PROCTER & GAMBLE CO COM	54,680.50	0.00	53,023.00	850.000				
747525103	QUALCOMM INC COM	19,796.00	0.00	18,290.00	400.000				
780905600	ROYCE FD PREMIER SER MUTUAL FUND	41,252.34	0.00	37,149.10	2,027.142				

CHARITABLE TRUSTS HOLDINGS REPORT

3K-RG-OFF-ACCOUNT
10-10-123-1680640 LEACH ELIZABETH ANN
FISCAL YEAR CODE 1231 AS OF 12-31-2010

ACCOUNT NAME
619 B P CALVEY

216-813-4524

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
780905782	ROYCE SPECIAL EQUITY FUND OPEN-END FUND	41,740.00	0.00	38,570.00	2,000.000
78463V107	SPDR GOLD TRUST FUND CLOSED-END FUND	62,424.00	0.00	50,150.25	450.000
806857108	SCHLUMBERGER LTD FGN COM	70,975.00	0.00	56,967.00	850.000
824348106	SHERWIN WILLIAMS CO COM	58,625.00	0.00	42,521.50	700.000
826197501	SIEMENS AG SPONS ADR	62,125.00	0.00	47,895.00	500.000
832696405	SHUCKER J M CO COM	32,825.00	0.00	29,475.54	500.000
842587107	SOUTHERN CO COM	47,787.50	0.00	39,862.50	1,250.000
854502101	STANLEY BLACK & DECKER INC COM	42,596.19	0.00	31,432.83	637.000
863667101	STRYKER CORP COM	26,850.00	0.00	24,666.35	500.000
871829107	SYSKO CORP COM	39,690.00	0.00	36,821.25	1,350.000
87612E106	TARGET CORP COM	54,117.00	0.00	44,131.50	900.000
880208400	TEMPLETON GLOBAL BOND FUND OPEN-END FUND ADV CL	170,521.49	0.00	160,504.78	12,575.331
881624209	TEVA PHARMACEUTICAL INDS LTD SPONS ADR	52,130.00	0.00	52,825.00	1,000.000
882508104	TEXAS INSTRS INC COM	48,750.00	0.00	38,655.00	1,500.000
883203101	TEXTRON INC COM	47,280.00	0.00	40,400.00	2,000.000
88579V101	3M CO COM	51,780.00	0.00	47,004.00	600.000
902973304	US BANCORP COM	26,970.00	0.00	23,360.00	1,000.000

CHARITABLE TRUSTS HOLDINGS REPORT

8K-RG-OFF-ACCOUNT 10-10-123-1680640 FISCAL YEAR CODE 1231	ACCOUNT NAME LEACH ELIZABETH ANN AS OF 12-31-2010	PFDN	TAX ANALYST/NAME 619 B P CALVEY	216-813-4524	REPORT TAC-CRR41 RUN DATE 2011-01-15 BUS DATE 2011-01-14 PAGE 1523 SAR ID TAC000PCRR41
CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
911312106	UNITED PARCEL SERVICE INC COM CL B	29,032.00	0.00	22,906.00	400.000
913017109	UNITED TECHNOLOGIES CORP COM	59,040.00	0.00	52,141.87	750.000
91324P102	UNITEDHEALTH GROUP INC COM	57,776.00	0.00	46,376.00	1,600.000
922042858	VANGUARD EMERGING MARKETS ETF CLOSED-END FUND	48,146.00	0.00	41,830.00	1,000.000
92343V104	VERIZON COMMUNICATIONS INC COM	35,780.00	0.00	28,549.05	1,000.000
926464678	VICTORY FINANCIAL RESERVES FUND	414,911.88	52,529.77	467,441.65	467,441.650
92826C839	VISA INC COM CL A	35,190.00	0.00	39,992.50	500.000
931142CP6	WAL-MART STORES INC NOTE DTD 01/23/09 4.125% DUE 02/01/19	51,553.50	0.00	50,495.60	50,000.000
931142CU5	WAL-MART STORES INC SENIOR NT DTD 07/08/10 3.625% DUE 07/08/20	48,659.00	0.00	50,000.00	50,000.000
949746101	WELLS FARGO CO COM	46,485.00	0.00	42,352.50	1,500.000
9983193H8	PARADIGH MASTER FUND LP HEDGE FUND CL A	32,558.55	0.00	29,035.28	32,558.550
*** TOTAL ***				4,531,504.74	1,536,139.398

PRIVATE FOUNDATIONS
MONTHLY SUMMARY

REPORT TAC-CRR40
 RUN DATE 15JAN11
 BUS DATE 2011-01-14
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 SAR ID TAC000FCRR40
 FISCAL YEAR 2010 - 1231
 216-813-4524

ACCOUNT	ACCOUNT NAME	PFDN	TAX ANALYST/NAME
10 10 123 1680640	LEACH ELIZABETH ANN		619 B P CALVEY
MONTH	MARKET VALUE	CASH	OTHER
JANUARY	3,959,379.88	0.00	3,959,379.88
FEBRUARY	4,140,353.01	0.00	4,140,353.01
MARCH	4,274,682.39	0.00	4,274,682.39
APRIL	4,314,803.78	0.00	4,314,803.78
MAY	4,049,285.79	0.00	4,049,285.79
JUNE	3,913,137.21	0.00	3,913,137.21
JULY	4,139,428.36	0.00	4,139,428.36
AUGUST	4,053,835.61	0.00	4,053,835.61
SEPTEMBER	4,323,733.52	0.00	4,323,733.52
OCTOBER	4,430,017.59	0.00	4,430,017.59
NOVEMBER	4,684,767.13	0.00	4,684,767.13
DECEMBER	5,026,832.17	0.00	5,026,832.17
MONTHLY AVG	4,275,854.70	0.00	4,275,854.70