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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

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 , and ending

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

Name of foundation THE GOODRICH FOUNDATION C/O SYNOVUS TRUST COMPANY		A Employer identification number 63-0907896
Number and street (or P.O. box number if mail is not delivered to street address) 800 SHADES CREEK PARKWAY	Room/suite 225	B Telephone number (205) 868-6156
City or town, state, and ZIP code BIRMINGHAM, AL 35209		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,578,595. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" 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		36,127.	36,127.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		8,907.			
b Gross sales price for all assets on line 8a		680,708.			
7 Capital gain net income (from Part IV, line 2)			8,907.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less cost of goods sold					
c Gross profit or (loss)					
11 Other income		2,483.	0.		STATEMENT 2
12 Total. Add lines 1 through 11		47,517.	45,034.		
13 Compensation of officers, directors, trustees, etc.		9,948.	7,461.		2,487.
14 Other employee salaries and wages		5,000.	0.		5,000.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		3,985.	3,985.		0.
c Other professional fees		190.	190.		0.
17 Interest					
18 Taxes		1,053.	0.		383.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		20,176.	11,636.		7,870.
25 Contributions, gifts, grants paid		209,582.			209,582.
26 Total expenses and disbursements. Add lines 24 and 25		229,758.	11,636.		217,452.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-182,241.			
b Net investment income (if negative, enter -0-)			33,398.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	18,259.	27,626.	27,626.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	102,741.	102,741.	101,055.
	b Investments - corporate stock STMT 7	1,216,366.	1,003,782.	1,070,871.
	c Investments - corporate bonds STMT 8	362,574.	382,550.	379,043.
11 Investments - land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,699,940.	1,516,699.	1,578,595.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 9)	1,765.	765.	
23 Total liabilities (add lines 17 through 22)	1,765.	765.		
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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	1,698,175.	1,515,934.		
30 Total net assets or fund balances	1,698,175.	1,515,934.		
31 Total liabilities and net assets/fund balances	1,699,940.	1,516,699.		

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)	1,698,175.
2 Enter amount from Part I, line 27a	-182,241.
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	1,515,934.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,515,934.

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 ATTACHED - SYNOVUS ACCT #68-M003-01-5	P		
b SEE ATTACHED - SYNOVUS ACCT #68-M003-01-5	P		
c CAPITAL GAINS DIVIDENDS			
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 21,036.		19,774.	1,262.
b 648,925.		652,027.	-3,102.
c 10,747.			10,747.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(j) 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			1,262.
b			-3,102.
c			10,747.
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	8,907.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	219,404.	1,560,688.	.140582
2008	217,531.	2,028,527.	.107236
2007	157,284.	2,381,199.	.066052
2006	145,501.	2,266,961.	.064183
2005	130,301.	2,192,825.	.059422

2 Total of line 1, column (d)	2	.437475
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	.087495
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,604,877.
5 Multiply line 4 by line 3	5	140,419.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	334.
7 Add lines 5 and 6	7	140,753.
8 Enter qualifying distributions from Part XII, line 4	8	217,452.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	334.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	334.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	334.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	1,030.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2010 estimated tax payments and 2009 overpayment credited to 2010		6d	
b Exempt foreign organizations - tax withheld at source		7	1,030.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	696.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax 696. Refunded 696.			

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 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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 instructions) AL		
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)? 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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ SYNOVUS TRUST COMPANY	Telephone no. ▶	(205) 868-6156	
Located at ▶ 800 SHADES CREEK PARKWAY, SUITE 225, BIRMINGHAM,		ZIP+4 ▶	35209	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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 ▶				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 type="checkbox"/> Yes <input checked="" 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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 ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b X

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ 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? **N/A** ☐ Yes ☒ No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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		9,948.	0.	0.

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,629,317.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,629,317.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,629,317.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,440.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,604,877.
6	Minimum investment return. Enter 5% of line 5	6	80,244.

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

1	Minimum investment return from Part X, line 6	1	80,244.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	334.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	334.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	79,910.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	79,910.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	79,910.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	217,452.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	217,452.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	334.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	217,118.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				79,910.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	23,734.			
b From 2006	36,037.			
c From 2007	43,506.			
d From 2008	117,093.			
e From 2009	142,084.			
f Total of lines 3a through e	362,454.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	217,452.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				79,910.
e Remaining amount distributed out of corpus	137,542.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	499,996.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	23,734.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	476,262.			
10 Analysis of line 9:				
a Excess from 2006	36,037.			
b Excess from 2007	43,506.			
c Excess from 2008	117,093.			
d Excess from 2009	142,084.			
e Excess from 2010	137,542.			

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

N/A

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

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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:

THE GOODRICH FOUNDATION
C/O SYNOVUS TRUST COMPANY

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 12				
Total			▶ 3a	209,582.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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	36,127.		
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	8,907.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a REFUND OF 2009 FEDERAL						
b TAXES		2,483.				
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		2,483.		45,034.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	47,517.

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

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

[illegible]

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

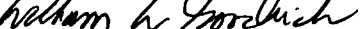
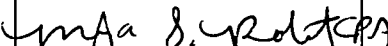
		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
	a Transfers from the reporting foundation to 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
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.			
	 Signature of officer or trustee		5-11-2011 Date	
Paid Preparer Use Only	Print/Type preparer's name MYRA ROBERTS, CPA		Preparer's signature 	
	Date 5-10-11		Check <input type="checkbox"/> if self-employed	
	PTIN P00165769		Firm's name ▶ BARFIELD, MURPHY, SHANK, & SMITH, P.C. 1121 RIVERCHASE OFFICE RD	
	Firm's address ▶ BIRMINGHAM, AL 35244		Firm's EIN ▶ 63-1077072	
		Phone no. 205-982-5500		

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE AND U.S. TSY BOND INTEREST	5,522.	0.	5,522.
DIVIDENDS - VARIOUS	41,352.	10,747.	30,605.
TOTAL TO FM 990-PF, PART I, LN 4	46,874.	10,747.	36,127.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
REFUND OF 2009 FEDERAL TAXES	2,483.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,483.	0.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING SERVICES	3,985.	3,985.		0.
TO FORM 990-PF, PG 1, LN 16B	3,985.	3,985.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PUBLICATION EXPENSES	190.	190.		0.
TO FORM 990-PF, PG 1, LN 16C	190.	190.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	383.	0.		383.
2010 990-PF ESTIMATES	670.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,053.	0.		383.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		102,741.	101,055.
TOTAL U.S. GOVERNMENT OBLIGATIONS			102,741.	101,055.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			102,741.	101,055.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK AND MUTUAL FUNDS	1,003,782.	1,070,871.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,003,782.	1,070,871.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	382,550.	379,043.
TOTAL TO FORM 990-PF, PART II, LINE 10C	382,550.	379,043.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
PAYROLL TAX WITHHOLDINGS	1,765.	765.	
TOTAL TO FORM 990-PF, PART II, LINE 22	1,765.	765.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HENRY C. GOODRICH 3932 FOREST GLEN DRIVE BIRMINGHAM, AL 35213	CHAIRMAN AND TRUSTEE 5.00	0.	0.	0.
T. MICHAEL GOODRICH 3320 DELL ROAD BIRMINGHAM, AL 35223	TRUSTEE 1.00	0.	0.	0.
SYDNEY GOODRICH GREEN 3932 FOREST GLEN DRIVE BIRMINGHAM, AL 35213	TRUSTEE 1.00	0.	0.	0.
SYNOVUS TRUST COMPANY 800 SHADES CREEK PKWY, STE 225 BIRMINGHAM, AL 35209	INVESTMENT MANAGER 30.00	9,948.	0.	0.
WILLIAM GOODRICH 3932 FOREST GLEN DRIVE BIRMINGHAM, AL 35209	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		9,948.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

HENRY C. GOODRICH
402 OFFICE PARK DRIVE, SUITE 104
BIRMINGHAM, AL 35223

TELEPHONE NUMBER

(205) 868-6156

FORM AND CONTENT OF APPLICATIONS

IN LETTER FORM WITH COPY OF REQUESTING ORGANIZATION'S LATEST DETERMINATION
LETTER

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALABAMA WILDLIFE FEDERATION 3050 LANARK ROAD MILLBROOK, AL 36054	CHARITABLE	EXEMPT	10,000.
BETHEL COLLEGE 1001 BETHEL CIRCLE MISHAWAKA, IN 46545	CHARITABLE	EXEMPT	250.
BETTER BASICS 200 BEACON PARKWAY WEST, SUITE 200 BIRMINGHAM, AL 35209	CHARITABLE	EXEMPT	1,000.
BIRMINGHAM HISTORY CENTER 1731 1ST AVENUE NORTH, SUITE 120 BIRMINGHAM, AL 35203	CHARITABLE	EXEMPT	1,000.
BOY SCOUTS OF AMERICA 516 LIBERTY PARKWAY BIRMINGHAM, AL 35242	CHARITABLE	EXEMPT	4,000.
CHILDREN'S HOSPITAL 1600 7TH AVENUE SOUTH BIRMINGHAM, AL 35233	CHARITABLE	EXEMPT	10,000.
COMMUNITY FOUNDATION OF GREATER BIRMINGHAM 2100 1ST AVENUE NORTH, SUITE 700 BIRMINGHAM, AL 35203	CHARITABLE	EXEMPT	20,000.
COMMUNITY FOUNDATION OF WESTERN NORTH CAROLINA ONE WEST PACK SQUARE, SUITE 1600 ASHEVILLE, NC 28802	CHARITABLE	EXEMPT	46,165.

COMMUNITY GRIEF SUPPORT SERVICE 1119 OXMOOR ROAD HOMEWOOD, AL 35209	PROGRAM DEVELOPMENT	EXEMPT	1,500.
CUMBERLAND PRESBYTERIAN CHURCH 5521 DOUBLE OAK LANE BIRMINGHAM, AL 35242	OPERATING CAPITAL	EXEMPT	1,000.
EPILEPSY FOUNDATION OFFICE PARK 3, 273 AZALEA RD #310 MOBILE, AL 36609	CHARITABLE	EXEMPT	1,000.
GATEWAY CHARITABLE FOUNDATION 55 EAST JACKSON BLVD., SUITE 1500 CHICAGO, IL 60604	OPERATING CAPITAL	EXEMPT	500.
GLENWOOD INC. 150 GLENWOOD LANE BIRMINGHAM, AL 35242	OPERATING CAPITAL	EXEMPT	5,000.
GRACE HOUSE MINISTRIES 4923 FARRELL AVENUE FAIRFIELD, AL 35064	OPERATING CAPITAL	EXEMPT	1,000.
JEFFERSON COUNTY COUNCIL ON AGING 3712 4TH AVENUE SOUTH BIRMINGHAM, AL 35222	CHARITABLE	EXEMPT	1,000.
JESSIE'S PLACE OF THE JIMMIE HALE MISSION 2305 5TH AVENUE NORTH BIRMINGHAM, AL 35203	OPERATING CAPITAL	EXEMPT	1,000.
LINLEY HEFLIN UNIT 13 OFFICE PARK CIRCLE, SUITE 8 BIRMINGHAM, AL 35223	CHARITABLE	EXEMPT	3,000.
MAGIC CITY HARVEST P.O. BOX 11292 BIRMINGHAM, AL 35202	CHARITABLE	EXEMPT	1,000.

MAGIC MOMENTS 1600 7TH AVENUE SOUTH BIRMINGHAM, AL 35233	WISHES PROGRAM	EXEMPT	3,000.
MILES COLLEGE 5500 MYRON MASSEY BLVD. FAIRFIELD, AL 35064	CHARITABLE	EXEMPT	2,500.
ROTARY CLUB OF BIRMINGHAM FOUNDATION 2019 4TH AVENUE NORTH, SUITE 200 BIRMINGHAM, AL 35203	CHARITABLE	EXEMPT	1,000.
TEACH FOR AMERICA 217 WASHINGTON STREET MARION, AL 36756	CHARITABLE	EXEMPT	10,000.
THE ALS ASSOCIATION P.O. BOX 2888 HUNTSVILLE, AL 35804	CHARITABLE	EXEMPT	1,000.
THE JEFFERSON MONTICELLO FOUNDATION P.O. BOX 316 CHARLOTTESVILLE, VA 22902	OPERATING CAPITAL	EXEMPT	500.
THE NATURE CONSERVANCY OF ALABAMA 2100 1ST AVENUE NORTH, SUITE 500 BIRMINGHAM, AL 35203	OPERATING CAPITAL	EXEMPT	3,000.
THREE PARKS INITIATIVE 2100 1ST AVENUE NORTH, SUITE 700 BIRMINGHAM, AL 35203	CHARITABLE	EXEMPT	25,000.
UAB RESEARCH FOUNDATION 1530 3RD AVENUE SOUTH BIRMINGHAM, AL 35294	TIM TOWNES INST.	EXEMPT	23,167.
UNITED CEREBRAL PALSY OF GREATER BIRMINGHAM 120 OSLO CIRCLE BIRMINGHAM, AL 35211	OPERATING SUPPORT	EXEMPT	5,000.

THE GOODRICH FOUNDATION C/O SYNOVUS TRUS

63-0907896

UNITED WAY OF CENTRAL ALABAMA 3600 8TH AVENUE SOUTH BIRMINGHAM, AL 35232	CHARITABLE	EXEMPT	25,000.
UNIVERSITY OF ALABAMA AT BIRMINGHAM 1530 3RD AVENUE SOUTH BIRMINGHAM, AL 35294	SCHOLARSHIP EXCELLENCE FUND	EXEMPT	1,000.
WASHINGTON & LEE UNIVERSITY 204 WEST WASHINGTON STREET LEXINGTON, VA 24450	OPERATING CAPITAL	EXEMPT	1,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

209,582.

ALL FIGURES IN DOLLARS

ACCOENT 68-MJ03-01-5 GOODRICH FOUNDATION

FEDERAL LOSS CARRYOVER

TAX IDENT NO 63-0907896

ST .00

ADM OFFICER CGD

LT .00

INV OFFICER DJH

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	GAIN/LOSS	
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
INVESTED PRINCIPAL ASSETS				
=====				
LONG TERM CAPITAL GAINS DIST	00/00/00	79.23		
OF \$ 010 PER SH ON 7,923 SH	00/00/00			79.23 FL
VANGUARD GNMA FUND #36				79.23 SL
**RECORD DATE 03/26/2010				
SHORT TERM CAPITAL GAINS DIST	00/00/00	269.40		
OF \$ 054 PER SH ON 7,923 SH	00/00/00		269.40	
VANGUARD GNMA FUND #36			269.40	
**RECORD DATE 03/26/2010				
LONG TERM CAPITAL GAINS DIST	00/00/00	2,057.93		
OF \$ 169 PER SH ON 12,162 SH	00/00/00			2,057.93 FL
PIMCO TOTAL RETURN FD INST #35				2,057.93 SL
**RECORD DATE 12/07/2010				
SHORT TERM CAPITAL GAINS DIST	00/00/00	4,500.70		
OF \$.370 PER SH ON 12,162 SH	00/00/00		4,500.70	
PIMCO TOTAL RETURN FD INST #35			4,500.70	
**RECORD DATE 12/07/2010				
LONG TERM CAPITAL GAINS DIST	00/00/00	56.69		
OF \$ 028 PER SH ON 2,000 SH	00/00/00			56.69 FL
PIMCO ALL ASSET ALL AUTHORITY				56.69 SL
FUND - IS #1860				
**RECORD DATE 12/07/2010				
LONG TERM CAPITAL GAINS DIST	00/00/00	11.87		
OF \$ 001 PER SH ON 3,731 SH	00/00/00			11.87 FL
PIMCO UNCONSTRAINED BOND FUND				11.87 SL

ACCOUNT 65-MC03-01-5 GOODRICH FOUNDATION
 TAX IDENT NO 63-0907896
 ADM OFFICER CGD
 INV OFFICER DJH

FEDERAL LOSS CARRYOVER
 ST .00
 LT .00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS		
			FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
INS #1863					
**RECORD DATE 12/07/2010					
SHORT TERM CAPITAL GAINS DIST	00/00/00	77.44			
OF \$.020 PER SH ON 3,731 SH	00/00/00		77.44		
PIMCO UNCONSTRAINED BOND FUND			77.44		
INS #1863					
**RECORD DATE 12/07/2010					
LONG TERM CAPITAL GAINS DIST	00/00/00	42.83			
OF \$.032 PER SH ON 1,301 SH	00/00/00			42.83	FL
INVESCO DEVELOPING MARKETS FUND- IS				42.83	SL
#4776					
**RECORD DATE 12/09/2010					
LONG TERM CAPITAL GAINS DIST	00/00/00	319.57			
OF \$.276 PER SH ON 1,155 SH	00/00/00			319.57	FL
TFS MARKET NEUTRAL FUND				319.57	SL
**RECORD DATE 12/09/2010					
SHORT TERM CAPITAL GAINS DIST	00/00/00	1,397.91			
OF \$ 1.209 PER SH ON 1,155 SH	00/00/00		1,397.91		
TFS MARKET NEUTRAL FUND			1,397.91		
**RECORD DATE 12/09/2010					
LONG TERM CAPITAL GAINS DIST	00/00/00	231.05			
OF \$.050 PER SH ON 4,562 SH	00/00/00			231.05	FL
SENTINEL GOVERNMENT SECURITIES FUND				231.05	SL
CLASS I #490					
**RECORD DATE 12/22/2010					
SHORT TERM CAPITAL GAINS DIST	00/00/00	1,618.01			
OF \$.354 PER SH ON 4,562 SH	00/00/00		1,618.01		

ACCOUNT 68-M003-01-5 GOODRICH FOUNDATION
 TAX IDENT NO 63-0907896
 ADM OFFICER CGD
 INV OFFICER DJH

FEDERAL LOSS CARRYOVER
 ST 00
 LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----	
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
SENTINEL GOVERNMENT SECURITIES FUND CLASS 1 #490 **RECORD DATE 12/22/2010			1,618 01	
SHORT TERM CAPITAL GAINS DIST OF \$.006 PER SH ON 12,238 SH FEDERATED TOTAL RETURN BOND FUND - LN #328 **RECORD DATE 12/29/2010	00/00/00 00/00/00	84 82	84.82 84 82	
LONG TERM CAPITAL GAINS DIST OF \$.050 PER SH ON SH VANGUARD GNMA FUND #36 **RECORD DATE 12/29/2010	00/00/00 00/00/00			
SHORT TERM CAPITAL GAINS DIST OF \$.181 PER SH ON SH VANGUARD GNMA FUND #36 **RECORD DATE 12/29/2010	00/00/00 00/00/00			
SOLD 200 SHS 03/19/10 TO BONY EST @ 56 7418 C H ROBINSON WORLDWIDE INC COM NEW	03/19/10 07/25/08	11,344 71 10,372 69 10,372 69		972.02 FL 972.02 SL
SOLD 155 SHS 03/19/10 TO BONY EST @ 39 8212 QUALCOMM INC COM	03/19/10 10/12/07	6,178 80 5,363 70 5,363.70		815.10 FL 815 10 SL
SOLD 60 SHS 04/19/10 TO CAPITAL INSTITUTIONAL SERVICES	04/19/10 07/25/08	9,594.95 7,338 66		2,256 29 FL

ACCOUNT 63-MC03-01-5 GOODRICH FOUNDATION

FEDERAL LOSS CARRYOVER

TAX IDENT NO 63-0907896

ST .00

ADM OFFICER CGD

LT 00

INV OFFICER DJH

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----	
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
159 936 GOLDMAN SACHS GROUP INC COM		7,338.66		2,256.23 SL
SOLD 295 SHS 06/23/10 TO CAPITAL INSTITUTIONAL SERVICES	06/23/10 07/25/08	9,002.92 8,751.24		251.68 FL
330 5364 ADORE SYS INC COM		8,751.24		251.68 SL
SOLD 5767.219 SHS 07/02/10 9 51	07/02/10 07/25/08	54,846.25 57,181.20		2,334.95- FL
FEDERATED INSTITUTIONAL HIGH YIELD BOND FUND #300		57,181.20		2,334.95- SL
SOLD 8400 149 SHS 07/06/10 11 27	07/06/10 05/15/08	94,669.68 91,744.73		2,924.95 FL
PIMCO TOTAL RETURN FD INST #35		91,744.73		2,924.95 SL
SOLD 7323 460 SHS 07/06/10 11 01	07/06/10 06/15/05	87,237.29 82,403.98		4,833.31 FL
VANGUARD GNMA FUND #36		82,403.98		4,833.31 SL
SOLD 63 SHS 07/08/10 TO CAPITAL INSTITUTIONAL SERVICES	07/08/10 07/25/08	468.88 521.72		52.84- FL
6 442 FRONTIER COMMUNICATIONS CORP COM		521.72		52.84- SL
SOLD .610 SHS 07/26/10 TO MISC BROKER	07/26/10 01/12/06	4.53 4.83		30- FL
7 419 FRONTIER COMMUNICATIONS CORP COM		4.83		30- SL
SOLD 120 SHS 07/29/10 TO BONY ESI	07/29/10 07/25/08	7,284.19 7,145.93		138.26 FL

ACCOUNT 68-M003-01 5 GOODRICH FOUNDATION

FEDERAL LOSS CARRYOVER

TAX IDENT NO 63-9907896

ST 00

ADM OFFICER CGD

LT 00

INV OFFICER DJH

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	GAIN/LOSS	
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
@ 60 7201 ALLERGAN INC COM		7,145 93		138.26 SL
SOLD 330 SHS 07/29/10 TO CAPITAL INSTITUTIONAL SERVICES @ 19 9006 STAPLES INC COM	07/29/10 01/16/08	6,561.31 8,229 12 8,229.12		1,667 81- FL 1,667 81- SL
SOLD 100 SHS 10/28/10 TO BONY ESI @ 55.9806 AFLAC INC COM	10/28/10 07/25/08	5,596.23 5,389 80 5,389.80		206.42 FL 206 43 SL
SOLD 50 SHS 10/28/10 TO BONY ESI @ 17 45 AMGEN INC COM	10/28/10 06/27/07	2,871.57 2,853 78 2,853 78		17 79 FL 17.79 SL
SOLD 45 SHS 10/28/10 TO BONY ESI @ 100.36 APACHE CORP COM	10/28/10 07/25/08	4,515.33 4,944.49 4,944 49		429 16- FL 429.16- SL
SOLD 20 SHS 10/28/10 TO BONY ESI @ 395 37 APPLE INC COM	10/28/10 07/25/08	6,106 94 3,181 15 3,181 15		2,925.79 FL 2,925 79 SL
SOLD 60 SHS 10/28/10 TO BONY ESI @ 33 42 ARCHER DANIELS MIDLAND CO COM	10/28/10 01/28/08	2,004 11 2,547 77 2,547.77		543 66- FL 543.66- SL

ACCOUNT 68-MC03-01-5 GOODRICH FOUNDATION
 TAX IDENT NO 63-0907896
 ADM OFFICER CGE
 INV OFFICER DJH

FEDERAL LOSS CARRYOVER
 ST .00
 LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----	
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
SOLD 100 SHS 10/28/10	10/28/10	2,519.32		
TO BONY ESI	07/25/08	3,552.25		1,032.93- PL
@ 25.2112		3,552.25		1,032.93- SL
BANK NEW YORK MELLON CORP COM				
SOLD 20 SHS 10/28/10	10/28/10	1,020.43		
TO BONY ESI	07/25/08	1,363.55		343.12- PL
@ 51.04		1,363.55		343.12- SL
BAXTER INTERNATIONAL INC COM				
SOLD 15 SHS 10/28/10	10/28/10	1,203.31		
TO BONY ESI	05/19/10	1,140.76	62.55	
@ 80.24		1,140.76	62.55	
BERKSHIRE HATHAWAY INC DEL CL B NEW				
SOLD .5 SHS 10/28/10	10/28/10	459.03		
TO BONY ESI	07/25/08	570.56		111.53- PL
@ 30.62		570.56		111.53- SL
CVS CAREMARK CORP COM				
SOLD 10 SHS 10/28/10	10/28/10	776.10		
TO BONY ESI	10/12/07	778.77		2.67- PL
@ 77.63		778.77		2.67- SL
CATERPILLAR INC COM				
SOLD 100 SHS 10/28/10	10/28/10	8,468.17		
TO BONY ESI	07/25/08	8,082.63		385.54 PL
@ 84.7407		8,082.63		385.54 SL
CHEVRON CORPORATION				
SOLD 35 SHS 10/28/10	10/28/10	813.12		
TO BONY ESI	05/22/07	924.70		111.58- PL

ACCOUNT 68-M003-01-5 GOODRICH FOUNDATION
 TAX IDENT NO 63-0907896
 ADM OFFICER CGD
 INV OFFICER DJH

FEDERAL LOSS CARRYOVER
 ST .00
 LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----	
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
23 25 CISCO SYS INC COM		324 70		111 58- SL
SOLD 90 SHS 10/28/10 TO BONY ESI @ 49.74 COACH INC COM	10/28/10 06/12/06	4,474 94 2,905.69 2,905.69		1,569.25 FL 1,569 25 SL
SOLD 70 SHS 10/28/10 TO BONY ESI @ 42 98 DANAHER CORP COM	10/28/10 07/25/08	3,007.31 2,812.51 2,812 51		194 80 FL 194 80 SL
SOLD 20 SHS 10/28/10 TO BONY ESI @ 30 35 DISNEY WALT CO COM	10/28/10 06/27/07	726.63 701 91 701.91		24 72 FL 24.72 SL
SOLD 25 SHS 10/28/10 TO BONY ESI @ 43 97 DOMINION RESOURCES INC/VA COM	10/28/10 07/25/08	1,098.79 1,097 94 1,097 94		.85 FL 85 SL
SOLD 80 SHS 10/28/10 TO BONY ESI @ 47.08 DU PONT E I DE NEMOURS & CO COM	10/28/10 05/22/07	3,764.93 4,143 70 4,143.70		378.77- FL 378 77- SL
SOLD 95 SHS 10/28/10 TO BONY ESI @ 29 72 EBAY INC COM	10/28/10 03/02/07	2,821.69 3,009.12 3,009.12		187 43- FL 187.43- SL

ACCOUNT 63-M003-01-5 GOODRICH FOUNDATION
 TAX IDENT NO 63-0907896
 ADM OFFICER CGD
 INV OFFICER DJH

FEDERAL LOSS CARRYOVER
 ST .00
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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	----- GAIN/LOSS -----	
			FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
SOLD 25 SHS 10/28/10	10/28/10	1,658.03		
TO BONY ESI	07/25/08	2,040.19		382.16- FL
@ 66.34		2,040.19		382.16- SL
EXXON MOBIL CORP COM				
SOLD 60 SHS 10/28/10	10/28/10	963.73		
TO BONY ESI	08/09/07	2,322.74		1,359.01- FL
@ 16.08		2,322.74		1,359.01- SL
GENERAL ELEC CO COM				
SOLD 25 SHS 10/28/10	10/28/10	775.04		
TO BONY ESI	07/25/08	1,138.19		363.15- FL
@ 31.02		1,138.19		363.15- SL
HALLIBURTON CO COM				
SOLD 10 SHS 10/28/10	10/28/10	425.41		
TO BONY ESI	05/22/07	455.00		29.59- FL
@ 42.50		455.00		29.59- SL
HEWLETT PACKARD CO COM				
SOLD 75 SHS 10/28/10	10/28/10	1,535.41		
TO BONY ESI	01/12/07	1,645.10		109.69- FL
@ 20.49		1,645.10		109.69- SL
INTEK CORP COM				
SOLD 75 SHS 10/28/10	10/28/10	2,812.64		
TO BONY ESI	01/16/08	3,170.21		357.57- FL
@ 37.52		3,170.21		357.57- SL
J P MORGAN CHASE & CO COM				
SOLD 20 SHS 10/28/10	10/28/10	441.04		
TO BONY ESI	10/12/07	594.34		153.30- FL

ACCOUNT 62-M003 01 5 GOODRICH FOUNDATION
 TAX IDENT NO 63-0907896
 ADM OFFICER CGD
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FEDERAL LOSS CARRYOVER
 ST 60
 LT .00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----			
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN		
Q 27 07 KROGER CC COM		594.34			153.30-	SL
SOLD 25 SHS 10/28/10 TO BONY ESI Q 35.3 MARATHON OIL CORP COM	10/28/10 12/17/09	882.04 773.66 773.66		108.38 108.38		
SOLD 45 SHS 10/28/10 TO BONY ESI Q 52 41 MEDCO HEALTH SOLUTIONS INC COM	10/28/10 08/22/08	2,360.32 2,161.69 2,161.69			198.63 198.63	FL SL
SOLD 180 SHS 10/28/10 TO BONY ESI Q 36 0613 MEDTRONIC INC COM	10/28/10 07/25/08	6,487.77 8,268.31 8,268.31			1,780.54- 1,780.54-	FL SL
SOLD 125 SHS 10/28/10 TO BONY ESI Q 30 8601 MERCK & CO INC NEW COM	10/28/10 03/02/07	4,605.24 5,533.31 5,533.31			928.07- 928.07-	FL SL
SOLD 110 SHS 10/28/10 TO BONY ESI Q 26 2812 MICROSOFT CORP COM	10/28/10 07/25/08	2,888.95 2,888.27 2,888.27			68 .68	FL SL
SOLD 50 SHS 10/28/10 TO BONY ESI Q 53 24 NATIONAL-OILWELL INC COM	10/28/10 12/17/09	2,661.07 2,233.33 2,233.33		427.74 427.74		

ACCOUNT 68-M003-01-5 GOODRICH FOUNDATION

FEDERAL LOSS CARRYOVER

TAX IDENT NO 63-0907896

ST 00

ADM OFFICER CGD

LT 00

INV OFFICER DJH

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----	
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
SOLE 30 SHS 10/28/10	10/28/10	1,797.03		
TO BONY ESI	07/25/08	1,473.53		323.50 FL
@ 59.92		1,473.53		323.50 SL
NEWMONT MINING CORP HLDG CO COM				
SOLD 40 SHS 10/28/10	10/28/10	3,244.44		
TO BONY ESI	07/25/08	2,313.90		930.54 FL
@ 81.13		2,313.90		930.54 SL
NIKE INC CLASS B				
SOLD 10 SHS 10/28/10	10/28/10	292.01		
TO BONY ESI	10/12/07	224.28		67.73 FL
@ 29.22		224.28		67.73 SL
ORACLE CORP COM				
SOLD 30 SHS 10/28/10	10/28/10	1,948.23		
TO BONY ESI	07/25/08	2,018.33		70.10- FL
@ 64.96		2,018.33		70.10- SL
PEPSICO INC COM				
SOLD 50 SHS 10/28/10	10/28/10	3,156.56		
TO BONY ESI	07/25/08	3,172.59		16.03- FL
@ 63.15		3,172.59		16.03- SL
PROCTER & GAMBLE CO COM				
SOLD 25 SHS 10/28/10	10/28/10	384.30		
TO BONY ESI	07/25/08	539.69		155.39- FL
@ 15.39		539.69		155.39- SL
SCHWAB CHARLES CORP NEW COM				
SOLD 85 SHS 10/28/10	10/28/10	2,398.86		
TO BONY ESI	01/28/08	1,672.58		726.28 FL

ACCOUNT 68-M003-01-5 GOODRICH FOUNDATION

FEDERAL LOSS CARRYOVER

TAX IDENT NO 63-0907896

ST .00

ADM OFFICER CGD

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INV OFFICER DJH

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----		
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
@ 28.24 STARBUCKS CORP COM		1,672 58			726 28 SL
SOLD 50 SHS 10/28/10 TO BONY ESI	10/28/10 10/12/07	2,617 57 2,742.30			124 73- FL
@ 52 37 TARGET CORP COM		2,742 30			124 73- SL
SOLD 35 SHS 10/28/10 TO BONY ESI	10/28/10 03/01/06	2,968 38 2,594 71			373 67 FL
@ 84.83 3M CO COM		2,594 71			373.67 SL
SOLD 50 SHS 10/28/10 TO BONY ESI	10/28/10 12/17/09	2,732.07 2,432 30		299 77	
@ 54 66 TRAVELERS COS INC COM		2,432 30		299.77	
SOLD 60 SHS 10/28/10 TO BONY ESI	10/28/10 07/25/08	4,470.67 3,875 25			595 42 FL
@ 74 53 UNITED TECHNOLOGIES CORP COM		3,875 25			595.42 SL
SOLD 90 SHS 10/25/10 TO BONY ESI	10/28/10 07/25/08	2,919 77 2,934 83			15 06- FL
@ 52 46 VERIZON COMMUNICATIONS INC COM		2,934.83			15.06- SL
SOLD 15 SHS 10/28/10 TO BONY ESI	10/28/10 07/25/08	809.57 804.37			5 20 FL
@ 53 99 WAL MART STORES INC COM		804.37			5 20 SL

ACCOUNT 68-M003-01-5 GOODRICH FOUNDATION
 TAX IDENT NO 63-0907896
 ADM OFFICER CGD
 INV OFFICER DJH

FEDERAL LOSS CARRYOVER
 ST .00
 LT .00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	----- GAIN/LOSS -----				
			FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM	FEDERAL 5 YR GAIN STATE 5 YR GAIN		
SOLD 4845 967 SHS 10/29/10	10/29/10	140,726.88					
@ 29.04	08/28/07	172,891.44			32,164.56-	FL	
AMERICAN GROWTH FUND OF AMERICA		172,891.44			32,164.56-	SL	
F-2 #605							
SOLD 575 SHS 10/29/10	10/29/10	33,999.75					
@ 59.13	02/05/04	21,367.00			12,632.75	FL	
HARROR INTERNATIONAL FUND #2011		21,367.00			12,632.75	SL	
SOLD 675 SHS 10/29/10	10/29/10	17,489.24					
@ 25.91	10/01/07	21,141.01			3,651.77-	FL	
MUNDER MIDCAP CORE		21,141.01			3,651.77-	SL	
GROWTH FUND CLASS Y							
SOLD 25 SHS 10/29/10	10/29/10	179.24					
@ 7.17	07/11/03	152.25			26.99	FL	
SENTINEL SMALL COMPANY FD CL I #475		152.25			26.99	SL	
SOLD 1486 388 SHS 10/29/10	10/29/10	47,616.49					
@ 13.65	02/12/03	32,900.18			14,716.31	FL	
SENTINEL MID CAP VALUE FUND CLASS I		32,900.18			14,716.31	SL	
SOLD 33 154 SHS 11/03/10	11/03/10	913.06					
@ 27.54	10/29/10	898.47		14.59			
ICM SMALL COMPANY PORTFOLIO #1229		898.47		14.59			
SOLD 208.243 SHS 11/03/10	11/03/10	2,723.82					
@ 13.08	07/11/06	3,654.66			930.84-	FL	
LSV VALUE EQUITY FUND		3,654.66			930.84-	SL	
SOLD 42 536 SHS 11/03/10	11/03/10	516.34					
@ 11.86	10/29/10	513.72		2.62			

ACCOUNT 68-M903-C1-5 GOODRICH FOUNDATION
 TAX IDENT NO 63-0907896
 ADM OFFICER CGD
 INV OFFICER DJH

FEDERAL LOSS CARRYOVER
 ST .00
 LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----			
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN		
CALAMOS MARKET NEUTRAL INCOME FUND CLASS I		513 72		2 62		
SOLD 24.282 SHS 11/03/10	11/03/10	1,010.13				
@ 41 6	10/29/10	996 05		14.08		
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2 #616		996.05		14.08		
SOLD 23 136 SHS 11/03/10	11/03/10	417 14				
@ 18.03	10/29/10	411.13		6 01		
FIRST AMERICAN REAL ESTATE SECURITIES FD CL Y		411 13		6.01		
SOLD 40 939 SHS 11/03/10	11/03/10	907.44				
@ 72 22	10/29/10	898 87		8.57		
JP MORGAN MID CAP VALUE FUND CL I #758		898.87		8 57		
SOLD 131 908 SHS 11/03/10	11/03/10	3,881 75				
@ 77 45	08/28/07	4,578 25			696 50- FL	
AMERICAN GROWTH FUND OF AMERICA F-2 #605		4,578 25			696.50- SL	
SOLD 17 020 SHS 11/03/10	11/03/10	1,032 77				
@ 60 68	02/05/04	632.46			400.31 FL	
HARBOR INTERNATIONAL FUND #2011		632 46			400.31 SL	
SOLD 55 908 SHS 11/03/10	11/03/10	1,211 53				
@ 21 67	05/22/07	1,319.99			108.46- FL	
LAZARUS EMERGING MARKETS PORTFOLIO - IN		1,319 99			108.46- SL	

ACCOUNT 68-MOC3-01-5 GOODRICH FOUNDATION

FEDERAL LOSS CARRYOVER

TAX IDENT NO 63-0907896

ST 00

ADM OFFICER CGD

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INV OFFICER DJH

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----			
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM	FEDERAL 5 YR GAIN STATE 5 YR GAIN	
SOLD 34 869 SHS 11/03/10	11/03/10	913.22				
@ 26.19	01/16/08	1,080.75				167.53- FL
MUNDER MIDCAP CORE		1,080.75				167.53- SL
GROWTH FUND CLASS Y						
SOLD 124.944 SHS 11/03/10	11/03/10	905.84				
@ 7.25	07/11/03	760.91				144.93 FL
SENTINEL SMALL COMPANY FD CL I #475		760.91				144.93 SL
SOLD 32 515 SHS 11/03/10	11/03/10	504.42				
@ 15.83	10/29/10	513.74		9.32-		
TFS MARKET NEUTRAL FUND		513.74		9.32-		
SOLD 167 560 SHS 11/10/10	11/10/10	5,016.75				
@ 29.94	08/28/07	5,820.07				803.32- FL
AMERICAN GROWTH FUND OF AMERICA		5,820.07				803.32- SL
F 2 #605						
SOLD 25 SHS 11/24/10	11/24/10	2,004.02				
TO BONY ESI	05/19/10	1,901.27		102.75		
@ 80.18		1,901.27		102.75		
BERKSHIRE HATHAWAY INC DEL CL B NEW						
SOLD 50 SHS 11/24/10	11/24/10	7,284.49				
TO BONY ESI	10/28/10	7,060.82		223.67		
@ 145.71		7,060.82		223.67		
INTERNATIONAL BUSINESS MACHS CORP						
COM						
SOLD 100 SHS 12/16/10	12/16/10	3,029.04				
TO BONY ESI	07/25/08	3,226.65				197.61- FL
@ 30.3064		3,226.65				197.61- SL

ACCOUNT 68-M003-01-5 GOODRICH FOUNDATION
 TAX IDENT NO 63-0907896
 ADM OFFICER CGD
 INV OFFICER DJH

FEDERAL LOSS CARRYOVER
 ST 00
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SCHEDULE C? CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD	NET PROCEEDS	----- GAIN/LOSS -----		
	DATE ACQ	FEDERAL TAX COST STATE TAX COST	FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
ARCHER DANIELS MIDLAND CO COM					
INVESTED PRINCIPAL ASSETS TOTAL		680,708.42			
		671,801.57	9,209.69		302.84- FL
		671,801.57	9,209.69		302.84- SL
GRAND TOTALS		680,708.42(c)			
		671,801.57(d)	9,209.69		302.84- FL
		671,801.57	9,209.69(a)		302.84- SL(b)

ST Proceeds	\$ 21,035.53
STCG Dist	7,948.28
Total Proceeds	28,983.81
ST Cost Basis	(19,774.12)
ST Cap Gain	\$ 9,209.69 (a)
LT Proceeds	\$648,925.44
LTCG Dist	2,799.17
Total Proceeds	651,724.61
LT Cost Basis	(652,027.45)
LT Cap Gain	\$ (302.84) (b)
Total Proceeds	\$680,708.42 (c)
Total Cost Basis	(671,801.57) (d)
Total Gain/Loss	\$ 8,906.85