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

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

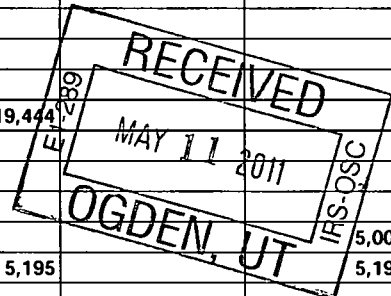
2010

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

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

Name of foundation KANTNER FOUNDATION, INC.		A Employer identification number 65-0011831
Number and street (or P O box number if mail is not delivered to street address) 701 EAST OCEAN BOULEVARD	Room/suite	B Telephone number (see page 10 of the instructions) 772 283-3280
City or town, state, and ZIP code STUART, FL 34994		C If exemption application is pending, check here <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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,020,379	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		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) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	656	656		
	4 Dividends and interest from securities	196,377	196,377		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	22,411			
	b Gross sales price for all assets on line 6a 1,177,125				
	7 Capital gain net income (from Part IV, line 2)		22,411		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	219,444	219,444			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	5,000			5,000
	b Accounting fees (attach schedule)	10,390	5,195		5,195
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,225			64
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	11,786	1,179		8,840
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	31,262	31,005		215
	24 Total operating and administrative expenses. Add lines 13 through 23	59,663	37,379		19,314
	25 Contributions, gifts, grants paid	240,000			240,000
26 Total expenses and disbursements. Add lines 24 and 25	299,663	37,379		259,314	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(80,219)				
b Net investment income (if negative, enter -0-)		182,065			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	956,095	422,764	422,764
	2 Savings and temporary cash investments	200,000	0	0
	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			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	3,446,463	4,197,264	4,597,615
	c Investments—corporate bonds (attach schedule)	97,689	0	0
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	4,700,247	4,620,028	5,020,379	
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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	4,700,247	4,620,028		
30 Total net assets or fund balances (see page 17 of the instructions)	4,700,247	4,620,028		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,700,247	4,620,028		

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	4,700,247
2 Enter amount from Part I, line 27a		2	(80,219)
3 Other increases not included in line 2 (itemize) ▶		3	
4 Add lines 1, 2, and 3		4	4,620,028
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	4,620,028

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 SCHEDULE ATTACHED			
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			22,411	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	22,411
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	151,168	3,698,700	.0408706
2008	165,561	3,735,716	.0443184
2007	182,001	3,193,968	.0569827
2006	128,294	2,437,087	.0526424
2005	135,612	2,447,221	.0554147
2	Total of line 1, column (d)		.2502288
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		.0500458
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4,736,071
5	Multiply line 4 by line 3		237,020
6	Enter 1% of net investment income (1% of Part I, line 27b)		1,821
7	Add lines 5 and 6		238,841
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.		259,314

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 letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,821	
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	1,821	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,821	
6	Credits/Payments.			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,115	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,115	
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	706	
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 ▶ Refunded ▶	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?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>NONE</u> (2) On foundation managers. ▶ \$ <u>NONE</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>NONE</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>FLORIDA</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	13	✓	
14	The books are in care of ▶ MORRIS A CRADY Telephone no ▶ 772 283-3280 Located at ▶ 701 EAST OCEAN BOULEVARD, STUART, FL ZIP+4 ▶ 34994			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No

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 ▶ <input type="checkbox"/>	1b	N/A
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	✓
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 ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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** N/A

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** ✓

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** N/A

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 SCHEDULE ATTACHED				

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				

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

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		
.....		
.....		
.....		
.....		
.....		
.....		
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities N/A

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	
.....	
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	
.....	
2	
.....	
All other program-related investments See page 24 of the instructions	
3	
.....	
Total. Add lines 1 through 3	
	▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	4,159,606
b	Average of monthly cash balances	1b	648,588
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,808,194
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	
3	Subtract line 2 from line 1d	3	4,808,194
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	72,123
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,736,071
6	Minimum investment return. Enter 5% of line 5	6	236,804

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	236,804
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,821
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,821
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	234,983
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	234,983
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	234,983

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	259,314
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	
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	259,314
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	1,821
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	257,493

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				234,983
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			17,380	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				0
b From 2006				0
c From 2007				0
d From 2008				0
e From 2009				0
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ 259,314				
a Applied to 2009, but not more than line 2a			17,380	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				234,983
e Remaining amount distributed out of corpus	6,951			
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	6,951			
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 page 27 of the instructions		0		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	6,951			
10 Analysis of line 9:				
a Excess from 2006				0
b Excess from 2007				0
c Excess from 2008				0
d Excess from 2009				0
e Excess from 2010	6,951			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 N/A

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a 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(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).)

- 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.

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:
MORRIS A. CRADY, 701 EAST OCEAN BOULEVARD, STUART, FL 34994

b The form in which applications should be submitted and information and materials they should include:
FORMAL APPLICATION AVAILABLE UPON REQUEST

c Any submission deadlines:
NO

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NON ACADEMIC TALENTS, SUCH AS ATHLETIC ABILITY, WILL NOT BE CONSIDERED IN SELECTING QUALIFIED RECIPIENT

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE SCHEDULE ATTACHED				240,000
Total ▶ 3a				240,000
b <i>Approved for future payment</i>				
Total ▶ 3b				0

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INFORMATION ATTACHMENT

Page 1, Part I, Line 16a – Legal Fees

Legal advice \$ 5,000

Page 1, Part I, Line 16b – Accounting Fees

Tax return preparation and advice \$ 10,390

Page 1, Part I, Line 18 – Taxes

State of Florida Annual Report \$ 61
Martin County Tax Collector 3
Section 4940 Excise Tax on Investment Income 1,161
\$ 1,225

Page 1, Part I, Line 23 – Other Expenses

Office expense \$ 286
Advisory fees 30,976
\$ 31,262

	<u>Book Value</u>	<u>Fair Market Value</u>
<u>Page 2, Part II, Line 10b – Corporate Stock</u> See Attachment 1	<u>\$ 4,197,264</u>	<u>\$ 4,597,615</u>

INFORMATION ATTACHMENT (CONTINUED)

Page 3, Part IV, Line 1 - Capital Gains and Losses
for Tax on Investment Income

(a) Description of Property Sold	(b) How acquired P - Purchase D - Donation	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed or Allowable	(g) Cost or Other Basis Plus Expense of Sale	(h) Gain or (Loss)
\$100,000 National Bank CD	P	04/08/09	01/15/10	\$ 100,000		\$ 100,000	\$ 0
\$100,000 Firstbank PR CD	P	04/08/09	01/19/10	100,000		100,000	0
15,317 SHS Calvert Short Duration Incm	P	Various	03/03/10	250		246	4
1,445 319 SHS Chase Growth Fund	P	Various	03/03/10	22,243		21,000	1,243
18,545.221 SHS Managers Short Duration Govt Fd	P	Various	03/03/10	177,478		173,178	4,300
528 604 SHS TCW Total Return Bond Fd N Class	P	Various	03/03/10	5,450		5,322	128
501.993 SHS PIMCO Investment Grd Corp Bd CL D	P	Various	03/16/10	5,622		5,349	273
5,286.868 SHS Calvert Short Duration Incm	P	01/06/07	03/03/10	86,176		84,752	1,424
500 SHS Energy Transfer Partners LP	P	01/06/07	03/03/10	23,241		26,135	(2,894)
2,000 SHS Energy Transfer Partners LP	P	01/06/07	03/03/10	92,930		102,306	(9,376)
\$100,000 Nextel Communs 5.95% Sr Note	P	01/06/07	03/03/10	92,880		96,261	(3,381)
1,600 SHS Precision Drilling Tr	P	01/06/07	03/03/10	13,447		35,440	(21,993)
7 Units Nuveen Muni Advtge Fd Auct Rate Pfd Ser T	D		04/12/10	175,000		175,000	0
1,194 65 SHS Vaughan Nelson Value Oppty CL A	P	Various	05/25/10	14,479		14,494	(15)
1,422.973 SHS Harding Loevner Emerging Mrkts	P	Various	10/27/10	70,466		56,038	14,428
2,615 799 SHS Harding Loevner Emerging Mrkts	P	Various	10/27/10	129,534		103,012	26,522
1,311 798 SHS Edgewood Growth Retail	P	Various	11/26/10	14,141		12,631	1,510
1,000 SHS Harding Loevner Emerging Mrkts	P	Various	11/26/10	49,120		39,381	9,739
432.99 SHS Edgewood Growth Retail	P	11/18/09	11/26/10	4,668		4,169	499
				<u>\$ 1,177,125</u>		<u>\$ 1,154,714</u>	<u>\$ 22,411</u>

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INFORMATION ATTACHMENT (CONTINUED)

Page 6, Part VIII, Line 1 – List of all Officers, Directors, Trustees, Foundation Managers and Their Compensation

<u>Name and Address</u>	<u>Title and Average Hours per Week Devoted to Position</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans and Deferred Compensation</u>	<u>Expense Accounts, Other Allowances</u>
Morris A. Crady 701 E Ocean Boulevard Stuart, FL	President 0	\$ 0	\$ 0	\$ 0
Connie P. Santini 5656 SE Nassau Terrace Stuart, FL	Vice-President/ Treasurer 0	0	0	0
Thomas N. Silverman 3801 PGA Blvd. Suite 902 Palm Beach Gardens, FL	Chairman/ Secretary 0	0	0	0
Richard C. Jarchow, Sr. 888 SE 3 rd Ave., Suite 401 Fort Lauderdale, FL	Trustee 0	0	0	0
Michael Moehle 13 Crystal River Road Cocoa Beach, FL	Trustee 0	0	0	0
Tim B. Wright 1002 SE Monterey Commons Boulevard, Suite 100 Stuart, FL	Trustee 0	0	0	0
Richard C. Geisinger, Jr. 8 Castle Hill Way Stuart, FL	Trustee 0	0	0	0

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INFORMATION ATTACHMENT (CONTINUED)

Page 11, Part XV, Line 3a – Grants and Contributions Paid During the Year or Approved for Future Payment.

<u>Recipient</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Citizens for Constitutional Property Rights Educational Fund Post Office Box 321316 Cocoa Beach, FL 32932	Exempt	General Use	\$ 1,500
Junior Achievement of the Palm Beaches 6903 Vista Parkway North, Suite 10 West Palm Beach, FL 33411	Exempt	General Use	7,000
The NRA Foundation 11250 Waples Mill Road Fairfax, VA 22030	Exempt	General Use	1,500
The Heritage Foundation 214 Massachusetts Ave., NE Washington, DC 20002	Exempt	General Use	12,500
Mayo Foundation 4500 San Pablo Road Jacksonville, FL 32224	Exempt	General Use	5,000
Pacific Legal Foundation Atlantic Center 3900 Lennane Drive Suite #200 Sacramento, CA 95834	Exempt	General Use	32,500

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INFORMATION ATTACHMENT (CONTINUED)

Page 11, Part XV, Line 3a – Grants and
Contributions Paid During the Year or
Approved for Future Payment. (Continued)

<u>Recipient</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Children's Museum of the Treasure Coast Post Office Box 2147 Stuart, FL 34995	Exempt	General Use	\$ 6,000
Treasure Coast Hospices Foundation 1201 SE Indian St. Stuart, FL 34997	Exempt	General Use	7,000
Upper Pemigewasset Historical Society Post Office Box 863 Lincoln, NH 03251	Exempt	General Use	1,500
Martin Memorial Hospital Foundation Post Office Box 9010 Stuart, FL 34995	Exempt	General Use	5,000
The Elliott Museum and Historical Society of Martin County 825 NE Ocean Blvd., Hutchinson Island Stuart, FL 34996	Exempt	General Use	10,000
The Salvation Army Post Office Box 2475 Stuart, FL 34995	Exempt	General Use	10,000
Children's Books on Tape 142 Commodore Drive Jupiter, FL 33477	Exempt	General Use	6,500
Florida Oceanographic Society 800 NE Ocean Boulevard Stuart, FL 34996	Exempt	General Use	10,000

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INFORMATION ATTACHMENT (CONTINUED)

Page 11, Part XV, Line 3a – Grants and
Contributions Paid During the Year or
Approved for Future Payment. (Continued)

<u>Recipient</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
YMCA of The Treasure Coast Richard C. Geisinger, Sr. Branch 1700 SE Monterey Road Stuart, FL 34996	Exempt	General Use	\$ 10,000
Hospice Care of Southeast Florida, Inc. 309 SE 18 th Street Fort Lauderdale, FL 33316	Exempt	General Use	5,000
Cutler/Kantner Scholarship Fund Cutler, ME 04626	Exempt	General Use	15,000
Coalition for Property Rights 2878 S. Osceola Avenue Orlando, FL 32806	Exempt	General Use	20,000
Boys & Girls Club of Martin County Post Office Box 910 Hobe Sound, FL 33475	Exempt	General Use	10,000
Fort Lauderdale Historical Society 219 SW Second Avenue Fort Lauderdale, FL 33301	Exempt	General Use	4,000
Martin County Taxpayer Association, Inc. Post Office Box 741 Stuart, FL 34995	Exempt	General Use	5,000

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INFORMATION ATTACHMENT (CONTINUED)

Page 11, Part XV, Line 3a – Grants and
Contributions Paid During the Year or
Approved for Future Payment. (Continued)

<u>Recipient</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Council on Aging of Martin County, Inc. 1071 SE 10 th Street Stuart, FL 34996	Exempt	General Use	\$ 10,000
Big Brothers Big Sisters Of Palm Beach and Martin Counties, Inc. 5033 SE Federal Highway Stuart, FL 34997	Exempt	General Use	5,000
Institute for Justice 901 N. Glebe Road Suite 900 Arlington, VA 22203	Exempt	General Use	5,000
Pathfinders of Palm Beach - Martin County Scholarship Fund, Inc. 2751 South Dixie Highway West Palm Beach, FL 33405	Exempt	General Use	15,000
The Education Foundation of Martin County Post Office Box 291 Stuart, FL 34995	Exempt	General Use	10,000
Foundation for Teaching Economics 260 Russell Blvd., Suite B Davis, CA 95616	Exempt	General Use	10,000
			<hr/>
			<u>\$ 240,000</u>

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ATTACHMENT I

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
<u>CORPORATE STOCK</u>		
AGIC CV & INC FD PREFERRED AUC SERIES E	\$ 150,000	\$ 150,000
PIMCO HIGH INCOME FUND PREFERRED F AUC RTE	25,000	25,000
PIMCO CORPORATE OPPORTUNITY FD PREFERRED AUC SERIES F	125,000	125,000
1/10 NUVEEN INV QLTY AUCT RATE PFD SER M	200,000	200,000
PIMCO INVESTMENT GRADE CORP BD INSTL	150,515	154,217
PIMCO TOTAL RETURN FUND INSTL CL	1,205,299	1,254,558
BARON GROWTH FUND	37,800	49,469
CHASE GROWTH FUND	10,000	10,400
COHEN & STEERS REALTY	130,849	182,832
EDGEWOOD GROWTH INSTL	45,009	49,339
HARDING LOEVNER EMERGING MARKETS	6,015	7,911
MANNING & NAPIER WORLD OPPTY A	121,918	138,951
DRIEHAUS ACTIVE INCM FD	10,000	9,848
PIMCO LOW DURATION FUND INSTL	443,962	442,133
NUVEEN TRADEWINDS INTL VALUE I	119,195	136,273
RYDEX SGI MGD FUTURES STRATEGY FD	12,500	13,083
HARDING LOEVNER INSTL EMERGING MARKETS	249,768	260,966

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ATTACHMENT I (CONTINUED)

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
<u>CORPORATE STOCK (CONTINUED)</u>		
NUVEEN TRADEWINDS INTL VALUE A	\$ 15,152	\$ 16,903
PERRITT MICRO CAP OPPORTUNITIES FD	39,600	51,106
PIMCO COMMODITY REAL RETURN STRATEGY CL INSTL	140,940	167,588
THORNBURG VALUE FUND INSTL CL	76,425	88,397
VAUGHAN NELSON SMALL CAP VALUE	12,152	14,160
VAUGHAN NELSON VALUE OPPORTUNITY CL A	5,054	6,215
VAUGHAN NELSON VALUE OPPORTUNITY CL Y	18,727	22,613
ISHARES RUSSELL MICROCAP INDEX FD	36,376	50,060
ISHARES RUSSELL MIDCAP INDEX FD	154,988	203,195
ISHARES TR MSCI EAFE INDEX FD	211,408	236,781
ISHARES TR RUSSELL 1000 INDEX FD	188,015	227,185
ISHARES TRUST BARCLAYS MBS FIXED RATE	125,499	125,535
JP MORGAN EXCH TRADED NOTE	130,098	177,897
	<u>\$ 4,197,264</u>	<u>\$ 4,597,615</u>