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INTERNAL REVENUE SERVICE

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

OMB No 1545-0052

2010

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

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

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

Name of foundation: **IVOR O'CONNOR MORGAN TRUST**
 (30-16-100-3060688) A Employer identification number: 75-0990320

Number and street (or P.O. box number if mail is not delivered to street address): **BANK OF AMERICA, N.A. P.O. BOX 831041** Room/suite: B Telephone number (see page 10 of the instructions): (800) 357-7094

City or town, state, and ZIP code: **DALLAS, TX 75283-1041**

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **5,068,006.** J Accounting method: Cash Accrual
 (Part I, column (d) must be on cash basis.)

- C If exemption application is pending, check here
- D 1 Foreign organizations check here
- 2 Foreign organizations meeting the 85% test, check here and attach computation
- E If private foundation status was terminated under section 507(b)(1)(A), check here
- F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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))				
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
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	139,969.	139,969.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	135,159.			
b Gross sales price for all assets on line 6a	3,623,578.			
7 Capital gain net income (from Part II, line 2)		135,159.		
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)	176.	176.		STMT 4
12 Total. Add lines 1 through 11	275,304.	275,304.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	38,280.	15,312.		22,968.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 5	1,350.	NONE	NONE	1,350.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	2,776.	1,717.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 7	11,506.			11,506.
24 Total operating and administrative expenses. Add lines 13 through 23	53,912.	17,029.	NONE	35,824.
25 Contributions, gifts, grants paid	150,000.			150,000.
26 Total expenses and disbursements. Add lines 24 and 25	203,912.	17,029.	NONE	185,824.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	71,392.			
b Net investment income (if negative, enter -0-)		258,275.		
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	14,665.	49,611.	49,611.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	1,507,209.	1,574,514.	1,992,293.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)	2,727,738.	2,695,552.	3,026,102.	
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)	4,249,612.	4,319,677.	5,068,006.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	4,249,612.	4,319,677.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	4,249,612.	4,319,677.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,249,612.	4,319,677.		

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	4,249,612.
2	Enter amount from Part I, line 27a	2	71,392.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	7,011.
4	Add lines 1, 2, and 3	4	4,328,015.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	8,338.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,319,677.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	135,159.
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	279,747.	4,205,178.	0.06652441347
2008	373,739.	4,879,512.	0.07659352001
2007	155,114.	5,504,139.	0.02818133772
2006	255,188.	5,189,683.	0.04917217487
2005	255,272.	5,050,941.	0.05053949353
2	Total of line 1, column (d)		2 0.27101093960
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.05420218792
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4 4,572,148.
5	Multiply line 4 by line 3		5 247,820.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 2,583.
7	Add lines 5 and 6		7 250,403.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.		8 185,824.

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

Table with 11 rows and 2 columns. Rows include: 1a Exempt operating foundations... 1 Domestic foundations... 2 Tax under section 511... 3 Add lines 1 and 2... 4 Subtitle A (income) tax... 5 Tax based on investment income... 6 Credits/Payments... 7 Total credits and payments... 8 Enter any penalty... 9 Tax due... 10 Overpayment... 11 Enter the amount of line 10 to be credited to 2011 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, and an unlabeled column). Rows include: 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation... 1b Did it spend more than \$100 during the year... 1c Did the foundation file Form 1120-POL for this year? 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 3 Has the foundation made any changes, not previously reported to the IRS... 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4b 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? 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either... 7 Did the foundation have at least \$5,000 in assets at any time during the year? 8a Enter the states to which the foundation reports or with which it is registered... 8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General... 9 Is the foundation claiming status as a private operating foundation... 10 Did any persons become substantial contributors during the tax year?

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address NONE
14 The books are in care of BANK OF AMERICA, N.A. Telephone no. (817) 390-6028
Located at 500 W 7TH ST, 13TH FL, FORT WORTH, TX ZIP + 4 76102-4700
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here X
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? 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

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

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

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

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**
Organizations relying on a current notice regarding disaster assistance check here
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** X
If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		38,280.	-0-	-0-

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	

2	

3	

4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	

2	

All other program-related investments See page 24 of the instructions	
3 NONE	

Total. Add lines 1 through 3	

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	4,641,775.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,641,775.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,641,775.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	69,627.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,572,148.
6	Minimum investment return. Enter 5% of line 5	6	228,607.

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	228,607.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,166.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,166.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	223,441.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	223,441.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	223,441.

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	185,824.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	185,824.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	185,824.

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				223,441.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			132,137.	
b Total for prior years 20 08, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2010.				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 185,824.				
a Applied to 2009, but not more than line 2a			132,137.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				53,687.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				169,754.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	NONE			
e Excess from 2010	NONE			

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

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(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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(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).)

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 12				
Total ▶ 3a				150,000.
b <i>Approved for future payment</i>				
Total ▶ 3b				

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					20,273.	
124.00		5. AT&T INC PROPERTY TYPE: SECURITIES 200.00				P	05/15/2008	03/04/2010 -76.00
3,109.00		125. AT&T INC PROPERTY TYPE: SECURITIES 4,918.00				P	04/01/2008	03/04/2010 -1,809.00
497.00		20. AT&T INC PROPERTY TYPE: SECURITIES 773.00				P	04/30/2008	03/04/2010 -276.00
3,233.00		130. AT&T INC PROPERTY TYPE: SECURITIES 3,307.00				P	04/08/2009	03/04/2010 -74.00
6,218.00		250. AT&T INC PROPERTY TYPE: SECURITIES 6,335.00				P	12/08/2004	03/04/2010 -117.00
7,709.00		235. ADOBE SYS INC PROPERTY TYPE: SECURITIES 6,036.00				P	05/08/2009	01/28/2010 1,673.00
819.00		25. ADOBE SYS INC PROPERTY TYPE: SECURITIES 642.00				P	05/08/2009	06/03/2010 177.00
7,694.00		235. ADOBE SYS INC PROPERTY TYPE: SECURITIES 5,588.00				P	10/24/2008	06/03/2010 2,106.00
2,160.00		40. AMGEN INC PROPERTY TYPE: SECURITIES 2,438.00				P	09/26/2008	12/13/2010 -278.00
5,671.00		105. AMGEN INC PROPERTY TYPE: SECURITIES 5,868.00				P	11/04/2010	12/13/2010 -197.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
17,419.00		425. AMPHENOL CORP NEW CL A PROPERTY TYPE: SECURITIES 17,352.00				P	10/15/2009	06/04/2010 67.00
3,875.00		60. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES 4,249.00				P	09/25/2009	03/18/2010 -374.00
5,813.00		90. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES 6,187.00				P	04/02/2009	03/18/2010 -374.00
969.00		15. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES 1,031.00				P	04/02/2009	04/20/2010 -62.00
6,457.00		100. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES 5,648.00				P	11/17/2009	04/20/2010 809.00
4,934.00		125. CELANESE CORP DEL SER A COM PROPERTY TYPE: SECURITIES 3,114.00				P	09/03/2009	12/13/2010 1,820.00
3,355.00		85. CELANESE CORP DEL SER A COM PROPERTY TYPE: SECURITIES 2,070.00				P	09/25/2009	12/13/2010 1,285.00
11,299.00		155. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 12,212.00				P	11/17/2009	01/28/2010 -913.00
6,925.00		95. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 7,479.00				P	11/24/2009	01/28/2010 -554.00
2,929.00		35. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 2,755.00				P	11/24/2009	11/18/2010 174.00
12,973.00		155. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 10,758.00				P	10/05/2009	11/18/2010 2,215.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
18,231.00		220. CHEVRONTXACO CORP COM PROPERTY TYPE: SECURITIES 15,270.00				P	10/05/2009	12/01/2010 2,961.00
5,190.00		265. CISCO SYS INC PROPERTY TYPE: SECURITIES 6,402.00				P	10/15/2009	11/18/2010 -1,212.00
6,229.00		100. CLOROX CO PROPERTY TYPE: SECURITIES 6,464.00				P	03/18/2010	11/04/2010 -235.00
10,589.00		170. CLOROX CO PROPERTY TYPE: SECURITIES 10,370.00				P	02/23/2010	11/04/2010 219.00
147,523.00		14826.468 COLUMBIA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES 141,714.00				P	05/01/1989	01/26/2010 5,809.00
53,102.00		5336.854 COLUMBIA SHORT TERM BOND FUND C PROPERTY TYPE: SECURITIES 50,734.00				P	06/11/1980	01/26/2010 2,368.00
10,614.00		1066.746 COLUMBIA SHORT TERM BOND FUND C PROPERTY TYPE: SECURITIES 10,140.00				P	07/15/1980	01/26/2010 474.00
8,761.00		880.485 COLUMBIA SHORT TERM BOND FUND CL PROPERTY TYPE: SECURITIES 8,331.00				P	04/01/1989	01/26/2010 430.00
240,000.00		24120.603 COLUMBIA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES 228,220.00				P	04/01/1989	02/26/2010 11,780.00
70,692.00		7126.191 COLUMBIA SHORT TERM BOND FUND C PROPERTY TYPE: SECURITIES 67,425.00				P	04/01/1989	03/26/2010 3,267.00
89,308.00		9002.841 COLUMBIA SHORT TERM BOND FUND C PROPERTY TYPE: SECURITIES 84,926.00				P	09/01/1982	03/26/2010 4,382.00

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
17,439.00		1756.207				C	09/01/1982	04/26/2010
		COLUMBIA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES						
		16,567.00					872.00	
82,561.00		8314.286				C	02/14/1975	04/26/2010
		COLUMBIA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES						
		59,241.00					23,320.00	
120,000.00		12036.108				P	02/14/1975	07/16/2010
		COLUMBIA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES						
		85,760.00					34,240.00	
200,492.00		20049.188				P	02/14/1975	08/16/2010
		COLUMBIA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES						
		142,854.00					57,638.00	
3,858.00		385.825				CL	08/14/1975	08/16/2010
		COLUMBIA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES						
		2,729.00					1,129.00	
325,000.00		33028.455				P	01/12/1998	03/26/2010
		COLUMBIA TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES						
		336,560.00					-11,560.00	
151,163.00		15253.532				P	01/12/1998	04/26/2010
		COLUMBIA TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES						
		155,433.00					-4,270.00	
123,838.00		12496.216				P	12/31/1996	04/26/2010
		COLUMBIA TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES						
		123,594.00					244.00	
176,702.00		17902.937				P	12/31/1996	06/17/2010
		COLUMBIA TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES						
		177,069.00					-367.00	
259,464.00		26288.118				P	08/08/2007	06/17/2010
		COLUMBIA TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES						
		250,000.00					9,464.00	
148,362.00		11299.435				P	01/26/2010	08/16/2010
		COLUMBIA INTERNATIONAL VALUE F PROPERTY TYPE: SECURITIES						
		160,000.00					-11,638.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
12,500.00		1225.49				P	09/27/2004	08/16/2010
		COLUMBIA MARSICO INT'L OPPORTUNI PROPERTY TYPE: SECURITIES 12,757.00						-257.00
8,420.00		760.649				P	10/17/2007	01/26/2010
		COLUMBIA MULTI-ADVISOR INT'L EQU PROPERTY TYPE: SECURITIES 15,000.00						-6,580.00
203,217.00		18357.493				P	07/31/1997	01/26/2010
		COLUMBIA MULTI-ADVISOR INT'L E PROPERTY TYPE: SECURITIES 271,691.00						-68,474.00
68,081.00		6150.062				P	12/02/2008	01/26/2010
		COLUMBIA MULTI-ADVISOR INT'L EQ PROPERTY TYPE: SECURITIES 50,000.00						18,081.00
6,588.00		575.374				P	10/17/2007	08/16/2010
		COLUMBIA MARSICO 21ST CENTURY FU PROPERTY TYPE: SECURITIES 10,000.00						-3,412.00
130,267.00		11377.049				P	09/27/2004	08/16/2010
		COLUMBIA MARSICO 21ST CENTURY PROPERTY TYPE: SECURITIES 108,765.00						21,502.00
27,973.00		3057.17				P	08/01/2001	01/26/2010
		COLUMBIA SMALL CAP GROWTH FUND I PROPERTY TYPE: SECURITIES 46,102.00						-18,129.00
42,771.00		3982.374				P	09/27/2004	01/26/2010
		COLUMBIA SMALL CAP VALUE FUND I PROPERTY TYPE: SECURITIES 45,399.00						-2,628.00
125,721.00		10564.831				P	09/27/2004	03/26/2010
		COLUMBIA MID CAP VALUE FUND CL PROPERTY TYPE: SECURITIES 131,743.00						-6,022.00
17,000.00		413.827				P	02/26/2010	03/26/2010
		COLUMBIA SMALL CAP VALUE I FUND PROPERTY TYPE: SECURITIES 15,841.00						1,159.00
6,009.00		385.				P	10/03/2008	01/28/2010
		COMCAST CORP NEW CL A COM PROPERTY TYPE: SECURITIES 7,343.00						-1,334.00

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Kind of Property		Description				P r o p e r t y	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,853.00		375. COMCAST CORP NEW CL A COM PROPERTY TYPE: SECURITIES 6,153.00				P	05/01/2009	01/28/2010 -300.00
2,788.00		180. DEAN FOODS CO NEW COM PROPERTY TYPE: SECURITIES 3,957.00				P	07/24/2008	03/11/2010 -1,169.00
2,633.00		170. DEAN FOODS CO NEW COM PROPERTY TYPE: SECURITIES 3,349.00				P	01/27/2009	03/11/2010 -716.00
3,950.00		255. DEAN FOODS CO NEW COM PROPERTY TYPE: SECURITIES 4,883.00				P	05/19/2009	03/11/2010 -933.00
4,957.00		320. DEAN FOODS CO NEW COM PROPERTY TYPE: SECURITIES 5,040.00				P	12/16/2008	03/11/2010 -83.00
12,910.00		380. DISNEY (WALT) COMPANY PROPERTY TYPE: SECURITIES 11,072.00				P	08/30/2006	03/23/2010 1,838.00
10,624.00		675. DISCOVER FINL SVCS COM PROPERTY TYPE: SECURITIES 10,696.00				P	04/20/2010	09/14/2010 -72.00
4,800.00		305. DISCOVER FINL SVCS COM PROPERTY TYPE: SECURITIES 4,607.00				P	08/06/2010	09/14/2010 193.00
11,119.00		290. DIRECTV CL A COM PROPERTY TYPE: SECURITIES 9,577.00				P	12/18/2009	08/06/2010 1,542.00
7,125.00		415. E M C CORP MASS PROPERTY TYPE: SECURITIES 5,325.00				P	04/17/2009	02/23/2010 1,800.00
114.00		5. E M C CORP MASS PROPERTY TYPE: SECURITIES 64.00				P	04/17/2009	12/13/2010 50.00

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,590.00		290. E M C CORP MASS PROPERTY TYPE: SECURITIES 3,289.00				P	01/13/2009	12/13/2010 3,301.00
3,433.00		35. EOG RESOURCES INC PROPERTY TYPE: SECURITIES 2,237.00				P	03/20/2009	08/06/2010 1,196.00
8,337.00		85. EOG RESOURCES INC PROPERTY TYPE: SECURITIES 4,443.00				P	03/06/2009	08/06/2010 3,894.00
5,151.00		105. FPL GROUP INC PROPERTY TYPE: SECURITIES 6,256.00				P	09/05/2007	01/28/2010 -1,105.00
2,698.00		55. FPL GROUP INC PROPERTY TYPE: SECURITIES 3,191.00				P	06/02/2009	01/28/2010 -493.00
3,925.00		80. FPL GROUP INC PROPERTY TYPE: SECURITIES 4,395.00				P	05/01/2009	01/28/2010 -470.00
1,171.00		25. FPL GROUP INC PROPERTY TYPE: SECURITIES 1,374.00				P	05/01/2009	02/23/2010 -203.00
3,981.00		85. FPL GROUP INC PROPERTY TYPE: SECURITIES 4,366.00				P	03/24/2009	02/23/2010 -385.00
3,044.00		65. FPL GROUP INC PROPERTY TYPE: SECURITIES 3,305.00				P	02/13/2009	02/23/2010 -261.00
7,623.00		65. FLOWSERVE CORP PROPERTY TYPE: SECURITIES 6,444.00				P	09/25/2009	12/13/2010 1,179.00
1,173.00		10. FLOWSERVE CORP PROPERTY TYPE: SECURITIES 738.00				P	05/08/2009	12/13/2010 435.00

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,827.00		425. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 4,572.00				P	03/24/2009	11/18/2010 2,255.00
6,667.00		415. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 3,558.00				P	03/11/2009	11/18/2010 3,109.00
8,911.00		240. GENERAL MILLS INC PROPERTY TYPE: SECURITIES 8,997.00				P	06/03/2010	10/14/2010 -86.00
6,312.00		170. GENERAL MILLS INC PROPERTY TYPE: SECURITIES 6,239.00				P	03/18/2010	10/14/2010 73.00
15,966.00		430. GENERAL MILLS INC PROPERTY TYPE: SECURITIES 15,517.00				P	03/11/2010	10/14/2010 449.00
5,312.00		150. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES 6,801.00				P	03/17/2009	08/06/2010 -1,489.00
2,833.00		80. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES 3,540.00				P	11/19/2008	08/06/2010 -707.00
16,936.00		300. ISHARES RUSSELL 1000 VALUE INDEX FU PROPERTY TYPE: SECURITIES 13,583.00				P	12/02/2008	08/16/2010 3,353.00
24,007.00		500. ISHARES TR RUSSELL 1000 GROWTH INDE PROPERTY TYPE: SECURITIES 16,908.00				P	12/02/2008	08/16/2010 7,099.00
4,155.00		70. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES 4,552.00				P	11/17/2009	01/28/2010 -397.00
4,748.00		80. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES 4,871.00				P	08/13/2008	01/28/2010 -123.00

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3,264.00		55. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES 3,192.00				P	10/05/2009	01/28/2010 72.00
15,729.00		265. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES 15,268.00				P	02/09/2006	01/28/2010 461.00
5,935.00		100. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES 5,578.00				P	10/10/2008	01/28/2010 357.00
3,264.00		55. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES 2,854.00				P	01/27/2009	01/28/2010 410.00
414.00		5. LABORATORY CORP AMER HLDGS NEW PROPERTY TYPE: SECURITIES 398.00				P	02/12/2008	11/04/2010 16.00
7,857.00		95. LABORATORY CORP AMER HLDGS NEW PROPERTY TYPE: SECURITIES 6,837.00				P	03/22/2007	11/04/2010 1,020.00
4,549.00		55. LABORATORY CORP AMER HLDGS NEW PROPERTY TYPE: SECURITIES 3,857.00				P	11/29/2006	11/04/2010 692.00
1,934.00		25. LOCKHEED MARTIN CORPORATION PROPERTY TYPE: SECURITIES 2,161.00				P	10/10/2008	02/23/2010 -227.00
4,641.00		60. LOCKHEED MARTIN CORPORATION PROPERTY TYPE: SECURITIES 4,669.00				P	10/24/2008	02/23/2010 -28.00
4,254.00		55. LOCKHEED MARTIN CORPORATION PROPERTY TYPE: SECURITIES 4,135.00				P	08/06/2009	02/23/2010 119.00
5,801.00		75. LOCKHEED MARTIN CORPORATION PROPERTY TYPE: SECURITIES 5,205.00				P	03/24/2009	02/23/2010 596.00

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5,315.00		240. LOWES COS INC PROPERTY TYPE: SECURITIES 5,287.00				P	01/28/2010	11/04/2010 28.00
4,319.00		195. LOWES COS INC PROPERTY TYPE: SECURITIES 2,619.00				P	03/06/2009	11/04/2010 1,700.00
17,730.00		815. LOWES COS INC PROPERTY TYPE: SECURITIES 10,944.00				P	03/06/2009	11/18/2010 6,786.00
14,310.00		330. MOLSON COORS BREWING CO CL B PROPERTY TYPE: SECURITIES 15,743.00				P	09/03/2009	03/18/2010 -1,433.00
7,588.00		175. MOLSON COORS BREWING CO CL B PROPERTY TYPE: SECURITIES 8,000.00				P	08/06/2009	03/18/2010 -412.00
4,080.00		55. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 4,237.00				P	11/17/2009	03/04/2010 -157.00
10,014.00		135. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 5,950.00				P	09/15/2006	03/04/2010 4,064.00
10,822.00		175. PEPSICO INC PROPERTY TYPE: SECURITIES 10,715.00				P	10/23/2009	02/23/2010 107.00
5,875.00		95. PEPSICO INC PROPERTY TYPE: SECURITIES 5,773.00				P	10/05/2009	02/23/2010 102.00
7,265.00		115. PEPSICO INC PROPERTY TYPE: SECURITIES 6,988.00				P	10/05/2009	06/03/2010 277.00
7,600.00		430. PFIZER INC PROPERTY TYPE: SECURITIES 7,211.00				P	08/26/2009	02/23/2010 389.00

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8,188.00		475. PFIZER INC PROPERTY TYPE: SECURITIES 7,966.00				P	08/26/2009	03/04/2010 222.00
12,615.00		735. PFIZER INC PROPERTY TYPE: SECURITIES 12,326.00				P	08/26/2009	03/31/2010 289.00
9,354.00		545. PFIZER INC PROPERTY TYPE: SECURITIES 8,258.00				P	05/19/2009	03/31/2010 1,096.00
10,786.00		645. PFIZER INC PROPERTY TYPE: SECURITIES 9,774.00				P	05/19/2009	04/20/2010 1,012.00
2,408.00		144. PFIZER INC PROPERTY TYPE: SECURITIES 2,169.00				P	06/19/2009	04/20/2010 239.00
4,699.00		281. PFIZER INC PROPERTY TYPE: SECURITIES 4,232.00				P	06/19/2009	04/20/2010 467.00
9,848.00		120. POLO RALPH LAUREN CORPORATION PROPERTY TYPE: SECURITIES 8,223.00				P	08/06/2009	01/28/2010 1,625.00
14,844.00		630. PRINCIPAL FINL GROUP INC COM PROPERTY TYPE: SECURITIES 15,587.00				P	08/06/2009	08/06/2010 -743.00
7,993.00		135. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 8,618.00				P	03/18/2010	08/06/2010 -625.00
7,993.00		135. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 8,399.00				P	01/28/2010	08/06/2010 -406.00
5,840.00		170. SOUTHWESTERN ENERGY CO * COM PROPERTY TYPE: SECURITIES 4,463.00				P	11/09/2007	08/19/2010 1,377.00

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
687.00		20. SOUTHWESTERN ENERGY CO * COM PROPERTY TYPE: SECURITIES 524.00				P	12/19/2007	08/19/2010 163.00
7,214.00		210. SOUTHWESTERN ENERGY CO * COM PROPERTY TYPE: SECURITIES 5,229.00				P	11/27/2007	08/19/2010 1,985.00
3,435.00		150. STAPLES INC PROPERTY TYPE: SECURITIES 3,603.00				P	08/26/2008	03/04/2010 -168.00
4,924.00		215. STAPLES INC PROPERTY TYPE: SECURITIES 5,124.00				P	01/28/2010	03/04/2010 -200.00
5,497.00		240. STAPLES INC PROPERTY TYPE: SECURITIES 5,611.00				P	05/02/2008	03/04/2010 -114.00
6,124.00		261. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES 7,867.00				P	08/12/2005	06/03/2010 -1,743.00
7,016.00		299. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES 8,995.00				P	08/12/2005	06/03/2010 -1,979.00
352.00		15. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES 430.00				P	09/09/2005	06/03/2010 -78.00
8,805.00		335. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES 9,608.00				P	09/09/2005	12/13/2010 -803.00
10,251.00		390. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES 5,525.00				P	04/08/2009	12/13/2010 4,726.00
8,632.00		320. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES 8,945.00				P	08/06/2009	11/04/2010 -313.00

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

Kind of Property		Description				P or D	Date acquired	Date sold	
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)		
13,934.00		405. YUM BRANDS INC COM PROPERTY TYPE: SECURITIES 9,252.00				P	12/08/2004	01/28/2010 4,682.00	
6,457.00		210. AXIS CAPITAL HOLDINGS LTD COM PROPERTY TYPE: SECURITIES 5,348.00				P	06/19/2009	04/20/2010 1,109.00	
2,938.00		95. AXIS CAPITAL HOLDINGS LTD COM PROPERTY TYPE: SECURITIES 2,419.00				P	06/19/2009	08/06/2010 519.00	
6,495.00		210. AXIS CAPITAL HOLDINGS LTD COM PROPERTY TYPE: SECURITIES 5,032.00				P	11/19/2008	08/06/2010 1,463.00	
4,346.00		255. NABORS INDUSTRIES INC COM PROPERTY TYPE: SECURITIES 4,363.00				P	09/03/2009	08/19/2010 -17.00	
511.00		30. NABORS INDUSTRIES INC COM PROPERTY TYPE: SECURITIES 473.00				P	06/19/2009	08/19/2010 38.00	
10,039.00		365. NOBLE CORP COM PROPERTY TYPE: SECURITIES 15,132.00				P	11/24/2009	06/03/2010 -5,093.00	
TOTAL GAIN(LOSS)								----- 135,159. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	2,608.	2,608.
ABBOTT LABS	1,181.	1,181.
ALLERGAN INC	73.	73.
AMPHENOL CORP NEW CL A	13.	13.
APACHE CORP	273.	273.
ARTIO GLOBAL HIGH INCOME FUND CL I	8,508.	8,508.
AVON PRODS INC	909.	909.
CELANESE CORP DEL SER A COM	115.	115.
CHEVRONTEXACO CORP COM	1,661.	1,661.
CLOROX CO	432.	432.
COLUMBIA ACORN FUND CLASS Z SHARES	306.	306.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	1,610.	1,610.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	10,018.	10,018.
COLUMBIA TOTAL RETURN BOND FUND CLASS Z	16,175.	16,175.
COLUMBIA INTERNATIONAL VALUE FUND CLASS	1,306.	1,306.
COLUMBIA MARSICO INT'L OPPORTUNITIES FD	3,184.	3,184.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	96.	96.
COLUMBIA SMALL CAP VALUE I FUND CLASS Z	1,070.	1,070.
COMCAST CORP NEW CL A COM	72.	72.
DISNEY (WALT) COMPANY	256.	256.
DISCOVER FINL SVCS COM	109.	109.
DOVER CORP	235.	235.
EOG RESOURCES INC	55.	55.
EXELON CORP COM	685.	685.
FIFTH THIRD BANCORP COM	41.	41.
FLOWERVE CORP	165.	165.
GANNETT INC	126.	126.
GENERAL ELEC CO	353.	353.
GENERAL MILLS INC	617.	617.
GOLDMAN SACHS GROUP INC	350.	350.
HARBOR INTERNATIONAL FUND INSTL CL	2,740.	2,740.
HEWLETT PACKARD CO COM	370.	370.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTERNATIONAL BUSINESS MACHS	938.	938.
ISHARES RUSSELL 1000 VALUE INDEX FUND	175.	175.
ISHARES TR RUSSELL 1000 GROWTH INDEX FD	180.	180.
J P MORGAN CHASE & CO COM	243.	243.
KIMBERLY CLARK CORP	375.	375.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	6,071.	6,071.
LOWES COS INC	478.	478.
MCKESSON HBOC INC	222.	222.
MICROSOFT CORP	1,229.	1,229.
MOLSON COORS BREWING CO CL B	121.	121.
MONSANTO CO NEW COM	50.	50.
NATIXIS FDS TR IV AEW REAL ESTATE FD CL	988.	988.
NORDSTROM INC	684.	684.
OCCIDENTAL PETROLEUM CORP	756.	756.
OLD MUTUAL TS&W MID CAP VALUE FUND CL I	907.	907.
PIMCO TOTAL RETURN FUND INSTL	42,828.	42,828.
PNC BK CORP	186.	186.
PACKAGING CORP OF AMERICA	417.	417.
PARKER HANNFIN CORP	444.	444.
PEPSICO INC	792.	792.
PFIZER INC	586.	586.
PHILIP MORRIS INTL INC COM	2,642.	2,642.
PIMCO COMMODITY REALRETURN STRATEGY FUND	12,188.	12,188.
PIMCO DEVELOPING LOCAL MKTS FUND INSTL	533.	533.
POLO RALPH LAUREN CORPORATION	12.	12.
PRICE T ROWE GROUP INC COM	373.	373.
PROCTER & GAMBLE CO	1,082.	1,082.
PRUDENTIAL FINL INC COM	569.	569.
QEP RES INC COM	26.	26.
QUESTAR CORP COMMON	387.	387.
RIO TINTO PLC SPONSORED ADR	376.	376.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	1,573.	1,573.
SCHLUMBERGER LTD FOREIGN	55.	55.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SEMPRA ENERGY	647.	647.
STAPLES INC	309.	309.
TJX COS INC NEW	270.	270.
TARGET CORP	293.	293.
TEXAS INSTRS INC	647.	647.
US BANCORP DEL COM NEW	203.	203.
UNITED PARCEL SERVICE CL B	550.	550.
UNITED TECHNOLOGIES CORP	1,518.	1,518.
WELLS FARGO COMPANY	302.	302.
YUM BRANDS INC COM	85.	85.
AXIS CAPITAL HOLDINGS LTD COM	280.	280.
NOBLE CORP COM	33.	33.
TYCO INTL LTD NEW F COM	634.	634.
TOTAL	139,969.	139,969.

IVOR O'CONNOR MORGAN TRUST

75-0990320

FORM 990PF, PART I - OTHER INCOME
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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FORNEY ROAD ANIMAL SHELTER DAL TX	176.	176.
TOTALS	176.	176.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	1,350.			1,350.
TOTALS	1,350.	NONE	NONE	1,350.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE ESTIMATES	1,059.	
FOREIGN TAXES ON QUALIFIED FOR	1,554.	1,554.
FOREIGN TAXES ON NONQUALIFIED	163.	163.
TOTALS	2,776.	1,717.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GRANTMAKING EXPENSES	11,506.	11,506.
TOTALS	11,506.	11,506.

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

=====

DESCRIPTION -----	AMOUNT -----
NET ROUNDING DIFFERENCE	1.
MUTUAL FUND ADJUSTMENT - 2009	6,628.
ROC ADJUSTMENT - 2010	382.

TOTAL	7,011.
	=====

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

DESCRIPTION

AMOUNT

MUTUAL FUND ADJUSTMENT - 2010

8,338.

TOTAL

8,338.

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

TX

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

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 1317
FORT WORTH, TX 76101-1317

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 38,280.

TOTAL COMPENSATION: 38,280.
=====

IVOR O'CONNOR MORGAN TRUST

75-0990320

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

=====

RECIPIENT NAME:

CHILDREN'S MEDICAL FOUNDATION

ADDRESS:

1955 MOTOR ST
DALLAS, TX 75235

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT MORGAN PEDIATRIC MEDICAL WING

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 125,000.

RECIPIENT NAME:

CITY OF DALLAS

ADDRESS:

2200 ROSS AVE
DALLAS, TX 75201

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT MORGAN HOME ANIMAL SHELTER

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - MUNICIPALITY

AMOUNT OF GRANT PAID 25,000.

TOTAL GRANTS PAID:

150,000.

=====

IVOR O'CONNOR MORGAN TRUST (30-16-100-3060688)

75-0990320

Balance Sheet

12/31/2010

Cusip	Asset	Units	Basis	Market Value
00206R102	AT&T INC	1,420.000	35,186.64	41,719.60
002824100	ABBOTT LABS	805.000	40,973.45	38,567.55
00971T101	AKAMAI TECHNOLOGIES INC	405.000	17,264.10	19,055.25
018490102	ALLERGAN INC	635.000	41,661.67	43,605.45
02076X102	ALPHA NAT RES INC	445.000	18,218.25	26,713.35
023135106	AMAZON COM INC	220.000	27,630.13	39,600.00
029912201	AMERICAN TOWER CORP	330.000	14,163.70	17,041.20
031162100	AMGEN INC	365.000	19,101.37	20,038.50
037411105	APACHE CORP	455.000	30,986.89	54,249.65
037833100	APPLE INC	215.000	42,849.71	69,350.40
04315J860	ARTIO GLOBAL HIGH INCOME FUND	9,492.941	100,000.00	96,733.07
052800109	AUTOLIV INC	340.000	25,659.09	26,839.60
054303102	AVON PRODS INC	1,215.000	33,603.68	35,307.90
150870103	CELANESE CORP DEL	430.000	10,261.74	17,703.10
151020104	CELGENE CORP	135.000	7,698.38	7,983.90
166764100	CHEVRON CORP	175.000	12,146.63	15,968.75
17275R102	CISCO SYS INC	955.000	21,545.28	19,319.65
197199409	COLUMBIA ACORN FUND	6,992.137	175,000.00	211,092.62
197199813	COLUMBIA ACORN INTERNATIONAL	2,085.291	71,000.00	85,330.11
19765H636	COLUMBIA MARSICO INTERNATIONAL	14,171.997	146,493.52	169,780.52
19765N567	COLUMBIA SMALL CAP VALUE I FUND	1,995.448	74,158.70	93,706.24
19765P596	COLUMBIA SMALL CAP GROWTH I	2,543.451	60,000.00	80,373.05
19765Y589	COLUMBIA SELECT SMALL CAP FUND	3,927.136	56,000.00	69,745.94
19765Y688	COLUMBIA SELECT LARGE CAP	23,645.320	240,000.00	298,167.49
254687106	DISNEY WALT CO	570.000	17,492.87	21,380.70
254709108	DISCOVER FINL SVCS	1,315.000	19,077.03	24,366.95
260003108	DOVER CORP	220.000	8,745.95	12,859.00
268648102	EMC CORP	1,775.000	18,527.91	40,647.50
30161N101	EXELON CORP	326.000	12,973.30	13,574.64
316773100	FIFTH THIRD BANCORP	1,970.000	24,835.02	28,919.60
34354P105	FLOWSERVE CORP	70.000	5,163.92	8,345.40
364730101	GANNETT INC	1,995.000	30,937.99	30,104.55
38141G104	GOLDMAN SACHS GROUP INC	250.000	37,955.45	42,040.00
38259P508	GOOGLE INC	30.000	17,997.82	17,819.10
411511306	HARBOR INTERNATIONAL FUND	2,728.487	143,000.00	165,209.89
428236103	HEWLETT PACKARD CO	925.000	23,977.56	38,942.50
45865V100	INTERCONTINENTAL EXCHANGE INC	165.000	18,064.63	19,659.75
459200101	INTERNATIONAL BUSINESS MACHS	375.000	29,308.29	55,035.00
46625H100	J P MORGAN CHASE & CO	1,215.000	56,013.99	51,540.30
50540R409	LABORATORY CORP AMER HLDGS	160.000	11,082.99	14,067.20
52106N889	LAZARD FUNDS INC	16,107.986	290,000.00	350,831.94
58155Q103	MCKESSON CORP	370.000	17,007.18	26,040.60
58405U102	MEDCO HLTH SOLUTIONS INC	360.000	21,158.30	22,057.20
594918104	MICROSOFT CORP	2,235.000	56,207.52	62,378.85
626717102	MURPHY OIL CORP	210.000	14,732.92	15,655.50
628530107	MYLAN INC	1,505.000	22,511.38	31,800.65
63872W409	NATIXIS FDS TR IV AEW REAL	9,440.988	132,400.00	148,034.69
63934E108	NAVISTAR INTL CORP NEW	300.000	12,592.90	17,373.00
655664100	NORDSTROM INC	900.000	22,009.46	38,142.00
674599105	OCCIDENTAL PETE CORP DEL	565.000	30,514.28	55,426.50

IVOR O'CONNOR MORGAN TRUST (30-16-100-3060688)
75-0990320
Balance Sheet
12/31/2010

Cusip	Asset	Units	Basis	Market Value
675232102	OCEANEERING INTL INC	135.000	9,893.75	9,940.05
68002Q248	OLD MUTUAL TS&W MID CAP VALUE	16,246 851	129,000.00	141,185.14
693390700	PIMCO TOTAL RETURN FUND	69,572.774	770,700.00	754,864.60
693475105	PNC FINL SVCS GROUP INC	465 000	17,653 08	28,234.80
695156109	PACKAGING CORP AMER	695.000	10,544.43	17,958 80
701094104	PARKER HANNIFIN CORP	415 000	19,693 43	35,814.50
713448108	PEPSICO INC	275.000	16,199.23	17,965.75
718172109	PHILIP MORRIS INTL INC	1,110.000	44,533 83	64,968.30
722005667	PIMCO COMMODITY REALRETURN	28,335.474	215,600.00	263,236.55
72201F409	PIMCO DEVELOPING LOCAL MKTS	4,620 061	45,600.00	48,972.65
74144T108	PRICE T ROWE GROUP INC	720.000	38,919.88	46,468.80
742718109	PROCTER & GAMBLE CO	935.000	58,966.91	60,148.55
744320102	PRUDENTIAL FINL INC	590.000	30,271.44	34,638 90
74733V100	QEP RES INC	800.000	24,545.48	29,048.00
748356102	QUESTAR CORP	1,215.000	19,148.07	21,153.15
767204100	RIO TINTO PLC	595.000	30,583.02	42,637.70
77956H104	ROWE T PRICE INTL FDS INC	4,908.271	46,600.00	48,837.30
806857108	SCHLUMBERGER LTD	375.000	23,701.01	31,312.50
816851109	SEMPRA ENERGY	415.000	20,400.69	21,779.20
855030102	STAPLES INC	785.000	16,118.54	17,874 45
872540109	TJX COS INC NEW	600 000	25,004.81	26,634.00
87612E106	TARGET CORP	505.000	26,060.02	30,365.65
882508104	TEXAS INSTRS INC	1,320.000	36,710 63	42,900.00
883556102	THERMO FISHER SCIENTIFIC CORP	515.000	27,243 52	28,510.40
911312106	UNITED PARCEL SVC INC	605.000	37,515.35	43,910.90
913017109	UNITED TECHNOLOGIES CORP	893.000	40,600.24	70,296.96
949746101	WELLS FARGO & CO	1,495.000	40,328.36	46,330.05
G6359F103	NABORS INDS INC	490 000	7,733.47	11,495.40
H89128104	TYCO INTL LTD	740.000	24,305.17	30,665 60
	Cash/Cash Equivalent	49,611.450	49,611.45	49,611 45
		Totals.	<u>4,319,677.40</u>	<u>5,068,006.00</u>