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

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

OMB No 1545-0052

2010

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

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

Catalyst Foundation
c/o Charles H. Still
1301 McKinney Street #5100
Houston, TX 77010

A Employer Identification number: 76-0383386

B Telephone number (see the instructions): 713-654-4640

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 ► [ ]

H Check type of organization: [X] 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, column (c), line 16)* ► $ 4,259,031.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

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 the instructions).)*

	Line		(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 (att sch)				
	2	Ck ► [X] if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	641.	641.	N/A	
	4	Dividends and interest from securities	157,753.	157,753.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	235.			
	b	Gross sales price for all assets on line 6a 938,387.				
	7	Capital gain net income (from Part IV, line 2)		235.		
	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/(loss) (att sch)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	158,629.	158,629.		
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	42,000.	8,000.		34,000.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) See St 1	725.	362.		363.
	b	Accounting fees (attach sch) See St 2	3,000.	1,500.		1,500.
	c	Other prof fees (attach sch) See St 3	46,227.	44,627.		1,600.
	17	Interest				
	18	Taxes (attach schedule)(see instr) See Stm 4	1,343.			
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	122.			122.
	22	Printing and publications				
	23	Other expenses (attach schedule) See Statement 5	2,491.	946.		1,545.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	95,908.	55,435.		39,130.
	25	Contributions, gifts, grants paid Part XV	64,902.			64,902.
	26	**Total expenses and disbursements.** Add lines 24 and 25	160,810.	55,435.		104,032.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-2,181.			
	b	**Net investment income** (if negative, enter -0-)		103,194.		
	c	**Adjusted net income** (if negative, enter -0-)				

RECEIVED APR 18 2011 OGDEN, UT IRS-OSC

SCANNED APR 22 2011

G14 8

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
	1 Cash — non-interest-bearing	9,377.	13,153.	13,153.
	2 Savings and temporary cash investments	237,941.	178,075.	178,075.
	3 Accounts receivable ► 6,156.			
	Less: allowance for doubtful accounts ►	5,610.	6,156.	6,156.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
ASSETS	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) Statement 6	900,288.	977,707.	971,233.
	b Investments — corporate stock (attach schedule) Statement 7	2,693,469.	2,678,889.	3,090,414.
	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)			
	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 instructions. Also, see page 1, item I)	3,846,685.	3,853,980.	4,259,031.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ 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 ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,846,685.	3,853,980.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see the instructions)	3,846,685.	3,853,980.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	3,846,685.	3,853,980.	

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	3,846,685.
2	Enter amount from Part I, line 27a	2	-2,181.
3	Other increases not included in line 2 (itemize) ► See Statement 8	3	9,476.
4	Add lines 1, 2, and 3	4	3,853,980.
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	3,853,980.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	Publicly-traded Securities	P	Various	Various
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	938,387.		938,152.	235.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a				235.
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	235.
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 the instructions). If (loss), enter -0- in Part I, line 8	3	0.

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 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 (column (b) divided by column (c))
2009	113,680.	3,513,824.	0.032352
2008	149,167.	4,118,873.	0.036215
2007	275,656.	4,730,152.	0.058276
2006	257,262.	4,549,769.	0.056544
2005	262,551.	4,673,984.	0.056173

2	**Total** of line 1, column (d)	2	0.239560
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	0.047912
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,980,118.
5	Multiply line 4 by line 3	5	190,695.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,032.
7	Add lines 5 and 6	7	191,727.
8	Enter qualifying distributions from Part XII, line 4	8	104,032.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary – see instr.) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► [ ] and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).	1	2,064.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3 Add lines 1 and 2	3	2,064.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,064.
6 Credits/Payments:		
a 2010 estimated tax pmts and 2009 overpayment credited to 2010 — 6a 1,220.		
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	1,220.
8 Enter any **penalty** for underpayment of estimated tax Check here [X] 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	844.
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
1 a 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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
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.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► $ 0. (2) On foundation managers. ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► NY TX			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses.*	10		X

Part VII-A Statements Regarding Activities *(Continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► www.catalyst-foundation.org

14 The books are in care of ► Blazek & Vetterling Telephone no. ► 713-439-5739

Located at ► 2900 Weslayan, Suite 200 Houston TX ZIP + 4 ► 77027

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

		Line	Yes	No
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		X
	See 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.		Line	Yes	No
1 a 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			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ 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			
(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			
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 the instructions)?		1 b		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?		1 c		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? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .	☐ Yes ☒ No			
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 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?	☐ Yes ☒ No			
b If 'Yes,' did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*		3b	N/A	
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 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 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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If 'Yes' to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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 9		42,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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 ► 0

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 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 ►		0

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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a Average monthly fair market value of securities	1a	3,804,313.
b Average of monthly cash balances	1b	236,416.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	4,040,729.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	4,040,729.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	60,611.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,980,118.
6 **Minimum investment return.** Enter 5% of line 5	6	199,006.

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

1 Minimum investment return from Part X, line 6			1	199,006.
2a Tax on investment income for 2010 from Part VI, line 5	2a	2,064.		
b Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c Add lines 2a and 2b			2c	2,064.
3 Distributable amount before adjustments. Subtract line 2c from line 1			3	196,942.
4 Recoveries of amounts treated as qualifying distributions			4	9,476.
5 Add lines 3 and 4.			5	206,418.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	206,418.

Part XII — Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	104,032.
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	104,032.
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 instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	104,032.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				206,418.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			3,878.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► $ 104,032.				
a Applied to 2009, but not more than line 2a			3,878.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2010 distributable amount				100,154.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				106,264.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

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

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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 organization had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

See Statement 10

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

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** Paid during the year*				
Tufts University 136 Harrison Avenue Boston, MA 02111	N/A	School	Research grant - Mixed-Signal VLSI Interface for High Aspect Ratio Optical/Electrochemical Hybrid Sensor Array	15,000.
University of Michigan 1301 Beal Ave Ann Arbor, MI 48109	N/A	Govt	Research grant - Brain stimulation for treatment of Parkinson's Disease	49,902.
Total			► **3a**	64,902.
***b** Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	641.	
4 Dividends and interest from securities			14	157,753.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	235.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				158,629.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 158,629.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a (1)		X
(2) Other assets	1a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b (2)		X
(3) Rental of facilities, equipment, or other assets	1b (3)		X
(4) Reimbursement arrangements	1b (4)		X
(5) Loans or loan guarantees	1b (5)		X
(6) Performance of services or membership or fundraising solicitations	1b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Ken Suyama | 4/1/2011 | President

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if ☒ if self-employed	PTIN
Jody Blazek	[signature] CPA	3.30.11	X	N/A

Firm's name ▶ Blazek & Vetterling — Firm's EIN ▶ N/A

Firm's address ▶ 2900 Weslayan, Suite 200, Houston, TX 77027-5132 — Phone no (713) 439-5739

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Assist in non-profit matters	$ 725.	$ 362.		$ 363.
Total	$ 725.	$ 362.		$ 363.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax compliance	$ 3,000.	$ 1,500.		$ 1,500.
Total	$ 3,000.	$ 1,500.		$ 1,500.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative fees	$ 1,600.			$ 1,600.
Investment management fees	44,627.	$ 44,627.		
Total	$ 46,227.	$ 44,627.		$ 1,600.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax	$ 1,343.			
Total	$ 1,343.	$ 0.		$ 0.

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ADR fees	$ 140.	$ 140.		
Bank charges	69.	69.		
Insurance	1,475.	737.		$ 738.
Office expense	557.			557.
State filing fee	250.			250.
Total	$ 2,491.	$ 946.	$ 0.	$ 1,545.

Statement 6
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
Government bonds	Cost	$ 591,522.	$ 588,166.
Govt mortgage & asset-backed securities	Cost	386,185.	383,067.
		$ 977,707.	$ 971,233.
	Total	$ 977,707.	$ 971,233.

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Corporate stock - See attachment	Cost	$ 2,678,889.	$ 3,090,414.
	Total	$ 2,678,889.	$ 3,090,414.

Statement 8
Form 990-PF, Part III, Line 3
Other Increases

Returned grant	$ 9,476.
Total	$ 9,476.

Statement 9
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
Ken Suyama 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	President 2.00	$ 24,000.	$ 0.	$ 0.
Yoshihiko Horio 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	Vice Pres. 2.00	18,000.	0.	0.
Charles H. Still 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	Secretary 1.00	0.	0.	0.
Hatsumi Suyama 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	Treasurer 1.00	0.	0.	0.
Shigeko Woolfalk 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	Director 0	0.	0.	0.
	Total	$ 42,000.	$ 0.	$ 0.

Statement 10
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: Research projects
See website: www.catalyst-foundation.org
for more information.

Catalyst Foundation
Attachment to Form 990-PF

76-0383386

Citi Personal Wealth Management

Ref: 00002384 00054153

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION Account number 13C-25426-10 2S6

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. ("CGMI"). In most cases, these values are as of 12/31/10, but in some cases CGMI sources are unable to provide timely information. To see the date of the most recent price update, please view your account online.

Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information. Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.
Please Note: *unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1 00 per share In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated income (annualized)
178,075.12	WESTERN ASSET MONEY MARKET FUND CLASS A	$ 178,075.12		06 %	$ 106 84
Total money fund		$ 178,075.12	$ 0.00	.05 %	$ 106.84

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
68	AXIS CAPITAL HOLDINGS LTD-USD	AXS	12/09/09	$ 1,945 34	$ 28.608	$ 35.88	$ 2,439 84	$ 494.50 LT	2 564 %	$ 62.56
200	ENDURANCE SPECIALTY HOLDINGS L-USD	ENH	12/09/09	7,355 00	36 775	46.07	9,214.00	1,859.00 LT	2.17	200.00
39	HERBALIFE LTD	HLF	12/09/09	1,655.16	42.44	68.37	2,666 43	1,011 27 LT		
177			12/17/09	7,309 76	41.298	68.37	12,101 49	4,791.73 LT		
3			12/15/10	205 80	68.598	68.37	205 11	(.69) ST		
219				9,170.72	41 875		14,973.03	5,802 31	1.316	197.10
363	MARVELL TECHNOLOGY GROUP LTD-USD	MRVL	04/29/10	7,903.89	21.773	18.55	6,733.65	(1,170 24) ST		
139	PLATINUM UNDERWRITERS HOLDINGS LTD	PTP	12/09/09	5,145 09	37.015	44.97	6,250 83	1,105 74 LT	.711	44.48

Attachment to Part II, Line 10b

Citi Personal Wealth Management

Ref: 00002384 00054154

Client Statement

December 1 - December 31, 2010

CATALYST FOUNDATION **Account number 13C-25426-10 2S6**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
200	SIGNET JEWELERS LTD-USD	SIG	12/09/09	$ 4,760.28	$ 23.801	$ 43.40	$ 8,680 00	$ 3,919.72 LT	.442%	$ 38.40
68	VALIDUS HOLDINGS LTD	VR	12/09/09	1,808.80	26.60	30 61	2,081.48	272 68 LT	2.874	59 84
96	ALLIED WORLD ASSURANCE CO HLDGS	AWH	10/31/07	4,600.98	47.926	59 44	5,706.24	1,105 26 LT		
59			12/09/09	2,724.03	46.17	59 44	3,506.96	782.93 LT		
155				7,325 01	47 258		9,213 20	1,888 19	1.345	124.00
84	MILLICOM INTL CELLULAR SA NEW	MICC	03/31/10	7,546.12	89.834	95.60	8,030.40	484.28 ST	2.761	221.76
297	CHECK POINT SOFTWARE TECH Exchange rate: .2820078 Shares traded in: Israeli shekels	CHKP	12/09/09	9,861.92	33 205	46.26	13,739.22	3,877.30 LT		
17	ELBIT SYSTEMS LTD Exchange rate: .2820078 Shares traded in: Israeli shekels	ESLT	12/09/09	1,067.43	62.79	53.13	903 21	(164 22) LT	2.71	24 48
317	AERCAP HOLDINGS N.V.-USD	AER	05/03/10	4,505 30	14.212	14.12	4,476.04	(29.26) ST		
223			05/04/10	3,124.50	14.011	14.12	3,148.76	24 26 ST		
540				7,629 80	14.129		7,624.80	(5.00)		
65	CORE LABORATORIES N V-USD	CLB	12/09/09	3,529 18	54.295	89.05	5,788 25	2,259 07 LT	.269	15.60
162	LYONDELLBASELL INDU CL A	LYB	11/01/10	4,223 89	26 073	34.40	5,572 80	1,348 91 ST		
1,008	FLEXTRONICS INTL LTD USD	FLEX	03/16/10	7,650 22	7.589	7.85	7,912.80	262.58 ST		
192	AFLAC INC	AFL	09/27/10	9,992.68	52.045	56.43	10,834.56	841.88 ST		
133			12/20/10	7,426.72	55.84	56 43	7,505.19	78 47 ST		
325				17,419.40	53.598		18,339.75	920.35	2 126	390.00
45	AGCO CORP	AGCO	12/09/09	1,387.35	30 83	50.66	2,279.70	892.35 LT		
42			09/02/10	1,496.62	35.633	50 66	2,127.72	631 10 ST		
87				2,883.97	33.149		4,407.42	1,523.45		
573	AT&T INC	T	12/09/09	15,726.56	27 446	29.38	16,834.74	1,108 18 LT		
58			07/09/10	1,432 57	24.699	29.38	1,704 04	271.47 ST		
631				17,159.13	27.194		18,538.78	1,379 65	5 854	1,085 32
60	ABBOTT LABORATORIES	ABT	04/24/07	3,431 40	57 19	47 91	2,874.60	(556 80) LT		
381			12/09/09	20,413.22	53.578	47.91	18,253.71	(2,159.51) LT		
441				23,844 62	54.069		21,128 31	(2,716 31)	3.673	776.16
392	ACERGY S.A. ADR	ACGY	03/18/10	7,440.12	18.979	24 36	9,549.12	2,109.00 ST	862	82.32

76-0383386

Citi Personal Wealth Management

citi

Ref: 00002384 00054155

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
19	ACTUANT CORP CLASS A	ATU	12/08/09	$ 313 53	$ 16.501	$ 26 62	$ 505.78	$ 192.25 LT		
122			12/09/09	2,032 22	16 657	26 62	3,247.64	1,215.42 LT		
141				2,345.75	16.637		3,753 42	1,407.67	.15	5 64
223	AEROPOSTALE INC	ARO	08/16/10	5,214.30	23 382	24.64	5,494.72	280 42 ST		
76	AFFILIATED MANAGERS GROUP	AMG	12/09/09	4,840.44	63 69	99.22	7,540.72	2,700 28 LT		
18			09/02/10	1,239.66	68 87	99.22	1,785 96	546 30 ST		
94				6,080.10	64 682		9,326 68	3,246 58		
99	AIRGAS INC	ARG	12/09/09	4,723 97	47 716	62 46	6,183.54	1,459 57 LT	1 601	99.00
66	AKAMAI TECHNOLOGIES INC	AKAM	12/09/09	1,671.52	25 326	47 05	3,105.30	1,433.78 LT		
16			05/06/10	598.72	37 419	47.05	752 80	154 08 ST		
82				2,270.24	27 686		3,858.10	1,587 86		
106	ALBEMARLE CORP	ALB	12/09/09	3,729 35	35 182	55.78	5,912 68	2,183 33 LT	1 003	59.36
92	ALEXANDER & BALDWIN INC	ALEX	12/09/09	3,005 64	32 67	40 03	3,682 76	677.12 LT		
5			03/30/10	162 51	32 502	40.03	200 15	37 64 ST		
97				3,168 15	32 661		3,882.91	714 76	3 147	122 22
103	ALLIANCE HEALTHCARE SERVICES	AIQ	05/01/09	803.27	7.798	4 24	436.72	(366 55) LT		
2			05/05/09	15.56	7.78	4 24	8.48	(7.08) LT		
11			12/09/09	65 89	5 99	4.24	46 64	(19 25) LT		
116				884 72	7 627		491.84	(392 88)		
60	ALTRA HOLDINGS INC	AIMC	12/09/09	701 40	11 69	19 86	1,191 60	490 20 LT		
154	AMERICA MOVIL S.A B DE CV SER L SPONS ADR	AMX	12/09/09	7,245.16	47 046	57 34	8,830 36	1,585 20 LT	.889	78.54
135	AMERICAN TOWER CORP-CLASS A	AMT	12/09/09	5,317.26	39.387	51 64	6,971 40	1,654.14 LT		
91	AMERICAN SUPERCONDUCTOR CORP	AMSC	12/09/09	3,432.52	37 72	28 59	2,601 69	(830 83) LT		
28			09/02/10	788 68	28 167	28 59	800.52	11 84 ST		
119				4,221 20	35 472		3,402 21	(818 99)		
255	AMERIPRISE FINANCIAL INC	AMP	11/09/10	13,789 18	54 075	57 55	14,675.25	886 07 ST	1.251	183.60
429	ANALOG DEVICES INC	ADI	12/09/09	13,048 51	30 416	37.67	16,160 43	3,111.92 LT	2.336	377 52
289	ANNALY CAPITAL MANAGEMENT INC	NLY	12/09/09	5,374 39	18.596	17.92	5,178 88	(195 51) LT	14 285	739 84
422	ARCHER-DANIELS-MIDLAND CO	ADM	08/31/10	12,982 91	30 765	30.08	12,693 76	(289 15) ST	1 994	253 20
111	ARM HOLDINGS PLC ADR	ARMH	05/26/10	1,148 74	10.349	20.75	2,303 25	1,154 51 ST	501	11.54
158	ASTRAZENECA PLC SPON ADR	AZN	12/09/09	7,166 63	45.358	46.19	7,298 02	131.39 LT	5.217	380 78
152	ATWOOD OCEANICS INC	ATW	05/06/10	4,833.46	31.799	37.37	5,680 24	846 78 ST		

Citi Personal Wealth Management

citi

Ref: 00002384 00054156

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
2	AUTOLIV INC	ALV	12/08/09	$ 81.29	$ 40.644	$ 78.94	$ 157.88	$ 76.59 LT		
26			12/09/09	1,056.12	40.62	78.94	2,052.44	996 32 LT		
107			11/03/10	7,708.21	72.039	78.94	8,446.58	738.37 ST		
135				8,845.62	65.523		10,656.90	1,811.28	2.026	216.00
318	AUTOMATIC DATA PROCESSING INC.	ADP	12/09/09	13,711 52	43 118	46.28	14,717.04	1,005 52 LT	3.111	457 92
326	BAE SYSTEMS PLC SPON ADR	BAESY	12/09/09	7,194.82	22.07	20.85	6,797.10	(397.72) LT	4.575	311.00
99	BASF SE COMMON STOCK	BASFY	12/09/09	6,077.61	61.39	79.96	7,916.04	1,838 43 LT	2 022	160.08
42	BMC SOFTWARE INC	BMC	12/13/10	1,985 68	47.278	47.14	1,979.88	(5.80) ST		
63			12/22/10	3,035.16	48.177	47.14	2,969.82	(65.34) ST		
105				5,020.84	47.818		4,949.70	(71.14)		
111	BANCO SANTANDER-CHILE-CLP ADR	SAN	03/16/10	7,514 70	67.70	93.47	10,375 17	2,860.47 ST	2.222	230.55
567	BANCO SANTANDER BRASIL SA ADS RPSTG 1 UNIT	BSBR	09/01/10	7,306 65	12 886	13 60	7,711 20	404.55 ST	1 86	143.45
159	BANCOLOMBIA SA BANCOLOMBIA C-COP	CIB	12/09/09	7,130.75	44.847	61.91	9,843 69	2,712.94 LT	2.159	212.58
71	BANK OF HAWAII CORP	BOH	12/09/09	3,236 89	45 59	47.21	3,351 91	115 02 LT	3.812	127.80
83	BEBE STORES INC	BEBE	04/08/09	576.02	6 94	5.97	495.51	(80 51) LT		
7			09/28/09	54.94	7.848	5.97	41 79	(13.15) LT		
90				630.96	7.011		537.30	(93.66)	1.675	9.00
203	BECTON DICKINSON & CO	BDX	12/09/09	15,598.01	76.837	84.52	17,157.56	1,559.55 LT	1 94	332.92
408	BEMIS CO INC	BMS	10/12/10	13,638.05	33.426	32.66	13,325.28	(312 77) ST	2.816	375 36
75	W R BERKLEY CORP	WRB	12/09/09	1,846.35	24.618	27.38	2,053.50	207.15 LT	1.022	21.00
270	BERKSHIRE HATHAWAY INC CL B	BRKB	12/09/09	17,766.00	65.80	80.11	21,629.70	3,863.70 LT		
17	BIG LOTS INC	BIG	12/03/10	499 97	29 41	30 46	517.82	17.85 ST		
36			12/13/10	1,022.82	28.411	30.46	1,096.56	73.74 ST		
53				1,522 79	28 732		1,614.38	91.59		
274	BIOMARIN PHARMACEUTICAL INC	BMRN	12/09/09	4,630.13	16.898	26.93	7,378 82	2,748 69 LT		
34	BLACK BOX CORP DE	BBOX	07/16/10	958.74	28.198	38 29	1,301 86	343.12 ST	.626	8.16
3	BLACK HILLS CORP	BKH	09/28/09	75 78	25.26	30.00	90.00	14 22 LT		
43			12/09/09	1,090.05	25.35	30.00	1,290.00	199.95 LT		
46				1,165.83	25.344		1,380.00	214.17	4.80	66.24
122	BORGWARNER INC	BWA	12/09/09	3,728 93	30 565	72.36	8,827.92	5,098.99 LT		
51			03/24/10	1,926 11	37.766	72.36	3,690.36	1,764.25 ST		

Citi Personal Wealth Management

Ref. 00002384 00054157

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
11	BORGWARNER INC	BWA	09/03/10	$ 534 04	$ 48 549	$ 72.36	$ 795.96	$ 261.92 ST		
184				6,189 08	33 636		13,314.24	7,125.16		
179	BOSTON PRIVATE FINL HOLDINGS INC	BPFH	12/09/09	914 33	5.108	6.55	1,172 45	258.12 LT	61	7 16
137	BRANDYWINE REALTY TR SBI-NEW	BDN	12/09/09	1,423.09	10.387	11.65	1,596 05	172 96 LT	5.15	82 20
68	BRINKER INTL INC	EAT	11/16/09	934.32	13 74	20.88	1,419 84	485.52 LT	2 681	38 08
63	BRINK'S COMPANY	BCO	04/08/09	1,825 11	28.97	26 88	1,693 44	(131 67) LT	1 488	25.20
221	BROCADE COMMUNICATIONS SYSTEMS INC-NEW	BRCD	12/09/09	1,699 05	7 688	5 29	1,169 09	(529 96) LT		
10			08/18/10	51.88	5.188	5 29	52 90	1.02 ST		
231				1,750.93	7.58		1,221.99	(528 94)		
2	CEC ENTERTAINMENT INC	CEC	05/05/09	64 00	32.00	38.83	77.66	13.66 LT		
52			12/09/09	1,571 44	30 22	38 83	2,019 16	447.72 LT		
54				1,635 44	30 286		2,096 82	461.38		
46	CNOOC LTD SPONS ADR	CEO	12/09/09	7,077.10	153 85	238 37	10,965.02	3,887.92 LT	1 99	218 22
59	C V B FINANCIAL CORP	CVBF	12/09/09	473 71	8 029	8 67	511 53	37.82 LT		
33			08/18/10	256.96	7 786	8 67	286.11	29.15 ST		
92				730.67	7 942		797.64	66 97	3.921	31.28
52	CATALYST HEALTH SOLUTIONS INC	CHSI	01/07/10	1,905.79	36.649	46.49	2,417.48	511.69 ST		
44			03/26/10	1,872 20	42.549	46.49	2,045.56	173 36 ST		
96				3,777.99	39.354		4,463 04	685 05		
57	CATERPILLAR INC	CAT	06/21/10	3,792 66	66.537	93.66	5,338.62	1,545 96 ST		
161			07/12/10	10,376 45	64.45	93 66	15,079.26	4,702 81 ST		
218				14,169.11	64 996		20,417 88	6,248.77	1 879	383 68
106	CATO CORP NEW CL A	CATO	12/09/09	2,081.58	19.637	27.41	2,905 46	823 88 LT	2 699	78 44
747	CELESTICA INC SUB VTG SHS	CLS	09/08/09	7,026.28	9 406	9 70	7,245.90	219 62 LT		
147			12/09/09	1,211.27	8.239	9.70	1,425.90	214 63 LT		
894				8,237.55	9 214		8,671.80	434.25		
95	CHECKPOINT SYSTEMS INC	CKP	12/09/09	1,403 15	14.77	20 55	1,952 25	549 10 LT		
329	CHICAGO BRIDGE&IRON NV SHS	CBI	02/04/10	6,876 10	20 90	32 90	10,824.10	3,948.00 ST		
42	CHILDRENS PLACE RETAIL STORES	PLCE	12/09/09	1,157 52	27.56	49 64	2,084 88	927.36 LT		
154	CHINA MOBILE LTD SPONSORED ADR	CHL	12/09/09	7,162 28	46.508	49.62	7,641.48	479.20 LT	3.351	256.10
83	CHINA PETROLEUM&CHEM ADR	SNP	12/03/10	7,790 11	93.856	95.69	7,942 27	152.16 ST	2 582	205 09
24	CHIPOTLE MEXICAN GRILL	CMG	11/10/09	2,146.75	89 448	212.66	5,103.84	2,957 09 LT		

Citi Personal Wealth Management

Ref: 00002384 00054158

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
119	CHOICE HOTELS INTL INC	CHH	05/26/10	$ 3,971.57	$ 33.374	$ 38.27	$ 4,554.13	$ 582.56 ST		
59			09/02/10	2,065.59	35.01	38.27	2,257.93	192.34 ST		
178				**6,037.16**	**33 917**		**6,812.06**	**774.90**	**1.933**	**131.72**
258	CHUBB CORP	CB	09/14/09	**12,685.60**	49.169	59.64	**15,387.12**	**2,701.52** LT	**2.481**	**381.84**
80	CHURCH & DWIGHT CO INC	CHD	12/09/09	**4,873 28**	60.916	69.02	**5,521.60**	**648 32** LT	**.985**	**54.40**
226	CINEMARK HOLDINGS INC	CNK	08/31/10	**3,291.80**	14.565	17.24	**3,896.24**	**604 44** ST	**4.872**	**189.84**
339	CISCO SYS INC	CSCO	04/24/07	8,920 62	26.314	20 23	6,857.97	(2,062.65) LT		
467			12/09/09	11,151 87	23 879	20.23	9,447.41	(1,704.46) LT		
266			12/01/10	5,149.57	19.359	20 23	5,381.18	231.61 ST		
7			12/07/10	137.73	19 675	20.23	141.61	3 88 ST		
1			12/22/10	19.53	19.528	20.23	20.23	.70 ST		
1,080				**25,379.32**	**23.499**		**21,848.40**	**(3,530.92)**		
135	CIRRUS LOGIC INC	CRUS	12/09/09	**831.13**	6.156	15.98	**2,157.30**	**1,326.17** LT		
104	COGNIZANT TECH SOLUTIONS CL A	CTSH	12/09/09	**4,576.83**	44 008	73.29	**7,622.16**	**3,045.33** LT		
61	COLLECTIVE BRANDS INC	PSS	12/09/09	1,377.38	22 58	21 10	1,287.10	(90 28) LT		
22			09/13/10	322 08	14.64	21.10	464.20	142.12 ST		
83				**1,699.46**	**20.475**		**1,751.30**	**51.84**		
20	COMCAST CORP CL A - SPL	CMCSK	04/24/07	540.72	27.035	20 81	416.20	(124.52) LT		
800			02/14/08	15,111.20	18.889	20.81	16,648 00	1,536.80 LT		
820				**15,651 92**	**19.088**		**17,064.20**	**1,412.28**	**1.816**	**309.96**
49	COMERICA INC	CMA	06/21/10	1,921 29	39.21	42.24	2,069 76	148 47 ST		
64			09/02/10	2,305.92	36.03	42.24	2,703.36	397.44 ST		
113				**4,227.21**	**37.409**		**4,773.12**	**545.91**	**.946**	**45.20**
350	COMMERCE BANCSHARES INC	CBSH	12/20/10	**13,874.88**	39.642	39 73	**13,905.50**	**30.62** ST	**2.365**	**329.00**
8	COMMUNITY BK SYSTEMS INC	CBU	04/13/09	159.68	19 96	27 77	222.16	62 48 LT		
65			12/09/09	1,220.70	18.78	27.77	1,805.05	584.35 LT		
73				**1,380 38**	**18 909**		**2,027.21**	**646 83**	**3.456**	**70.08**
330	COMPANHIA PARANAENSE DE ENERGIA COPEL SPONS ADR	ELP	09/22/10	**7,557 63**	22.901	25.17	**8,306.10**	**748 47** ST	**.119**	**9.90**
300	COMPANHIA DE BEBIDAS DAS AMERS SPONS ADR	ABV	12/09/09	**5,829.45**	19 431	31.03	**9,309 00**	**3,479 55** LT	**2.333**	**217 20**
58	COMPASS MINERALS INTL INC	CMP	12/15/09	**3,944.65**	68.011	89.27	**5,177.66**	**1,233.01** LT	**1.747**	**90.48**
24	COMPUWARE CORP	CPWR	04/09/09	172.56	7.19	11.67	280.08	107 52 LT		
204			12/09/09	1,459 93	7.156	11.67	2,380.68	920.75 LT		
228				**1,632.49**	**7 16**		**2,660.76**	**1,028 27**		

Citi Personal Wealth Management

Ref: 00002384 00054159

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
42	COOPER COS INC NEW	COO	12/09/09	$ 1,562 40	$ 37.20	$ 56.34	$ 2,366.28	$ 803.88 LT		
10			08/18/10	413.88	41.388	56.34	563 40	149.52 ST		
52				1,976 28	38 005		2,929.68	953 40	.106	3 12
98	CORPORATE OFFICE PROPERTIES TR SBI (MD)	OFC	12/09/09	3,498.69	35 75	34 95	3,425.10	(73.59) LT R	4 721	161 70
78	CREE INC	CREE	12/09/09	4,000.58	51 289	65.89	5,139 42	1,138.84 LT		
401	CROWN HOLDINGS INC (HOLDING COMPANY)	CCK	12/09/09	10,248 96	25 558	33.38	13,385 38	3,136.42 LT		
261	CULLEN FROST BANKERS INC	CFR	12/15/09	12,841 30	49 20	61 12	15,952.32	3,111 02 LT		
115			01/20/10	6,015 85	52.311	61.12	7,028.80	1,012 95 ST		
376				18,857.15	50 152		22,981.12	4,123 97	2.945	676 80
90	CYTEC INDUSTRIES INC	CYT	12/09/09	3,293.10	36 59	53 06	4,775 40	1,482 30 LT	094	4 50
183	DBS GROUP HLDG LTD SP ADR	DBSDY	02/04/10	7,311 66	39 954	44 94	8,224.02	912 36 ST		
1			08/23/10	45 18	45 184	44.94	44 94	(24) ST		
184				7,356 84	39 983		8,268.96	912 12	3 615	299 00
284	DANAHER CORP DE	DHR	12/09/09	10,262.21	36.134	47 17	13,396 28	3,134.07 LT		
58			01/20/10	2,194 26	37.832	47.17	2,735 86	541 60 ST		
342				12,456 47	36.422		16,132 14	3,675.67	.169	27.36
81	DAVITA INC	DVA	12/09/09	4,724 73	58.33	69.49	5,628 69	903.96 LT		
18	DEL MONTE FOODS CO	DLM	12/08/09	198 90	11 05	18 80	338 40	139 50 LT		
341			12/09/09	3,754 38	11 009	18 80	6,410 80	2,656 42 LT		
359				3,953 28	11.012		6,749 20	2,795.92	1 914	129.24
98	DENBURY RES INC NEW (HOLDING COMPANY)	DNR	04/08/09	1,599.94	16 326	19.09	1,870.82	270 88 LT		
48			04/29/09	792.86	16 518	19 09	916 32	123 46 LT		
10			05/05/09	171 20	17.119	19 09	190 90	19 70 LT		
25			05/28/09	417.45	16 698	19 09	477.25	59 80 LT		
141			06/18/09	2,090 75	14 828	19 09	2,691.69	600.94 LT		
322				5,072 20	15.752		6,146 98	1,074 78		
119	DIGITAL REALTY TR INC	DLR	12/09/09	5,770 79	48 494	51.54	6,133 26	362 47 LT	4 113	252 28
521	WALT DISNEY CO	DIS	12/09/09	16,019 97	30 748	37 51	19,542 71	3,522 74 LT	1 066	208 40
93	DISCOVERY COMMUNICATION INC SER C	DISCK	12/09/09	2,528 95	27 193	36 69	3,412.17	883.22 LT		
104	DOMTAR CORPORATION	UFS	04/29/10	7,951.38	76 455	75.92	7,895.68	(55.70) ST	1.317	104.00
408	E I DU PONT DE NEMOURS & CO	DD	12/09/09	12,871 75	31 548	49 88	20,351.04	7,479.29 LT	3.287	669.12

Citi Personal Wealth Management

Ref. 00002384 00054160

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
915	DUKE ENERGY CORP (HOLDING COMPANY) NEW	DUK	12/09/09	$ 15,966.66	$ 17 449	$ 17.81	$ 16,296.15	$ 329.49 LT	5 502 %	$ 896.70
963	EMC CORP-MASS	EMC	12/09/09	16,282.40	16.908	22.90	22,052.70	5,770.30 LT		
151	ENI SPA SPONSORED ADR	E	12/09/09	7,434 49	49.235	43.74	6,604.74	(829.75) LT	4.266	281.77
163	EOG RESOURCES INC	EOG	11/30/09	14,011.46	85.959	91.41	14,899.83	888.37 LT	.678	101.06
142	EQT CORPORATION INC	EQT	12/09/09	5,793.47	40.799	44 84	6,367.28	573.81 LT	1.962	124 96
159	EAST WEST BANCORP INC	EWBC	12/09/09	2,289 58	14.399	19.55	3,108.45	818.87 LT		
42			06/14/10	705.98	16 809	19.55	821.10	115.12 ST		
201				2,995.56	14 903		3,929 55	933.99	.204	8.04
39	EATON CORP	ETN	12/09/09	2,503 96	64 204	101.51	3,958 89	1,454.93 LT	2.285	90.48
135	EATON VANCE CORP-NON VTG	EV	12/09/09	3,947.06	29.237	30 23	4,081 05	133 99 LT		
49			09/02/10	1,337 02	27.286	30.23	1,481.27	144 25 ST		
184				5,284 08	28.718		5,562.32	278.24	2.381	132 48
138	EDUCATION REALTY TRUST INC	EDR	12/09/09	692 75	5.019	7.77	1,072 26	379.51 LT	2.574	27 60
127	EL PASO ELEC CO NEW	EE	12/09/09	2,549 84	20 077	27 53	3,496 31	946 47 LT		
93	ELECTRONICS FOR IMAGING	EFII	12/09/09	1,171 80	12 60	14 31	1,330 83	159 03 LT		
327	EMERSON ELECTRIC CO	EMR	08/10/07	15,002.99	45 88	57 17	18,694.59	3,691.60 LT		
32			12/09/09	1,322.79	41.337	57.17	1,829 44	506 65 LT		
359				16,325 78	45 476		20,524.03	4,198 25	2 413	495.42
233	ENCANA CORP-CAD	ECA	12/09/09	6,579.11	28.236	29 12	6,784.96	205 85 LT	2.747	186 40
315	ENERSIS S.A. SPONSORED ADR -USD-	ENI	09/22/10	7,570 49	24 033	23.22	7,314 30	(256.19) ST	1.886	137.97
45	ESSEX PROPERTY TRUST INC	ESS	12/09/09	3,684 60	81 88	114.22	5,139.90	1,455 30 LT	3.615	185 85
97	ETABLISSEMENTS DELHAIZE FRERES ET CIE LE LION S A SPONS ADR	DEG	12/09/09	7,391.21	76 198	73.71	7,149 87	(241 34) LT	1.978	141 43
142	EZCORP INC CL A NON VTG	EZPW	08/02/10	2,875.64	20 251	27.13	3,852.46	976.82 ST		
540	EXXON MOBIL CORP	XOM	12/09/09	39,375 72	72 918	73.12	39,484 80	109.08 LT		
164			08/06/10	10,067.03	61.384	73.12	11,991.68	1,924.65 ST		
704				49,442 75	70 231		51,476 48	2,033.73	2.407	1,239.04
66	FMC CORP-NEW	FMC	12/09/09	3,684 78	55 83	79.89	5,272 74	1,587.96 LT	625	33.00

Citi Personal Wealth Management

citi

Ref: 00002384 00054161

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
38	FACTSET RESEARCH SYSTEMS INC	FDS	12/09/09	$ 2,797.18	$ 73 61	$ 93 76	$ 3,562 88	$ 765.70 LT	981 %	$ 34.96
37	FERRO CORP	FOE	10/28/10	496 57	13 42	14.64	541 68	45 11 ST		
29			11/05/10	441 09	15.21	14.64	424.56	(16 53) ST		
66				937.66	14.207		966.24	28.58		
343	FIFTH THIRD BANCORP	FITB	01/27/10	4,171 63	12.162	14 68	5,035 24	863 61 ST	.272	13 72
129	FINISH LINE INC CL A	FINL	12/09/09	1,149 13	8.908	17 19	2,217.51	1,068 38 LT	.93	20 64
100	FIRST FINANCIAL BANCORP-OHIO NEW	FFBC	12/09/09	1,380 00	13 80	18 48	1,848 00	468 00 LT	2.164	40 00
82	FIRST MIDWEST BANCORP INC-DEL	FMBI	12/09/09	922 50	11 25	11.52	944.64	22 14 LT	347	3 28
74	FISERV INC	FISV	12/09/09	3,459.50	46.75	58 56	4,333.44	873.94 LT		
122	FIRSTMERIT CORP	FMER	03/26/10	2,582.74	21.17	19 79	2,414 38	(168 36) ST	3 233	78 08
60	FLOWSERVE CORP	FLS	12/09/09	5,751 96	95.866	119.22	7,153 20	1,401.24 LT		
9			09/02/10	868.63	96 514	119.22	1,072.98	204 35 ST		
69				6,620.59	95.951		8,226.18	1,605 59	.972	80 04
159	FOMENTO ECONOMICO MEXICANO S.A.B DE CV SPONS ADR	FMX	12/09/09	7,528.33	47 348	55.92	8,891 28	1,362 95 LT	1.112	98 90
61	FOREST OIL CORP-NEW	FST	12/09/09	1,165.71	19 11	37 97	2,316.17	1,150.46 LT		
15			03/30/10	382 62	25 508	37.97	569.55	186.93 ST		
43			12/16/10	1,531.66	35.62	37.97	1,632.71	101.05 ST		
119				3,079.99	25.882		4,518.43	1,438 44		
106	FRANKLIN RESOURCES INC	BEN	12/15/09	11,138 99	105 084	111.21	11,788.26	649 27 LT		
29			01/20/10	3,157 35	108.874	111 21	3,225 09	67 74 ST		
22			09/20/10	2,382.83	108.31	111.21	2,446.62	63 79 ST		
157				16,679 17	106.237		17,459 97	780.80	899	157.00
76	GARDNER DENVER INC	GDI	12/09/09	2,977.68	39.18	68.82	5,230 32	2,252.64 LT	.29	15.20
413	GENERAL ELECTRIC CO	GE	04/02/07	7,203.55	17 442	18 29	7,553.77	350.22* LT	3 061	231.28
466	GENERAL MILLS INC	GIS	12/09/09	15,985 66	34 304	35.59	16,584.94	599 28 LT		
19			12/02/10	676.59	35.61	35 59	676 21	(.38) ST		
4			12/06/10	142.00	35.50	35.59	142 36	.36 ST		
489				16,804 25	34 365		17,403.51	599.26	3 146	547 68
69	GENESCO INC	GCO	12/09/09	1,652 55	23 95	37.49	2,586 81	934 26 LT		
257	GENTEX CORP	GNTX	11/01/10	5,211 45	20 278	29 56	7,596.92	2,385.47 ST	1.488	113 08
70	P H GLATFELTER CO	GLT	02/10/10	919 64	13 137	12 27	858 90	(60.74) ST	2 933	25 20

Citi Personal Wealth Management

Ref: 00002384 00054162

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
346	GLAXOSMITHKLINE PLC SP ADR	GSK	11/26/10	$ 13,649.67	$ 39.449	$ 39.22	$ 13,570.12	($ 79.55) ST	5 096%	$ 691.65
7	GOOGLE INC CLASS A	GOOG	07/06/10	3,125.80	446 542	593 97	4,157.79	1,031.99 ST		
57	GOVERNMENT PROPERTIES INCOME TRUST	GOV	12/09/09	1,368 00	24 00	26 79	1,527.03	159.03 LT	6.121	93.48
467	GROUP CGI INC CL A SUB VTG-CAD	GIB	06/08/10	7,238 78	15.50	17.26	8,060.42	821 64 ST		
76	HAEMONETICS CORP MASS	HAE	12/09/09	4,153.40	54.65	63.18	4,801.68	648.28 LT		
73	HANCOCK HOLDING CO	HBHC	12/09/09	2,992.27	40.99	34.86	2,544 78	(447 49) LT		
3			03/30/10	124.76	41.588	34.86	104.58	(20.18) ST		
76				3,117.03	41 014		2,649.36	(467 67)	2 753	72.96
93	HARLEYSVILLE GROUP INC	HGIC	04/08/09	2,997 39	32 23	36.74	3,416.82	419.43 LT		
5			04/09/09	163 35	32 67	36.74	183.70	20.35 LT		
98				3,160.74	32.252		3,600.52	439.78	3.919	141.12
310	HELMERICH & PAYNE INC	HP	06/21/10	13,181.14	42.519	48.48	15,028.80	1,847.66 ST	.495	74.40
78	HIGHWOODS PROPERTIES INC	HIW	12/09/09	2,559.96	32.82	31.85	2,484.30	(75 66) LT	5 337	132.60
163	HOME INNS & HOTELS MGMT ADR	HMIN	09/03/10	7,530.16	46.197	40 96	6,676 48	(853 68) ST		
65	HONEYWELL INTL INC	HON	11/30/10	3,233.24	49.742	53.16	3,455 40	222.16 ST		
4			12/07/10	206.60	51.65	53.16	212.64	6.04 ST		
69				3,439.84	49.853		3,668.04	228.20	2.276	83 49
36	ITT CORP	ITT	11/24/09	1,877.40	52 15	52 11	1,875.96	(1 44) LT		
24			01/07/10	1,180.75	49.198	52.11	1,250.64	69.89 ST		
4			04/20/10	226.63	56 657	52.11	208.44	(18.19) ST		
28			07/12/10	1,296 68	46 31	52.11	1,459.08	162.40 ST		
92				4,581 46	49 798		4,794.12	212 66	1.919	92 00
64	IHS INC CLASS A	IHS	12/09/09	3,298 56	51.54	80.39	5,144 96	1,846 40 LT		
278	ILLINOIS TOOL WORKS INC	ITW	03/05/10	13,141.06	47.27	53.40	14,845.20	1,704 14 ST		
87			04/30/10	4,518.75	51.939	53.40	4,645 80	127.05 ST		
365				17,659 81	48 383		19,491 00	1,831.19	2.546	496.40
11	INDEPENDENT BANK CORP-MASS	INDB	11/18/09	228.58	20.779	27.05	297.55	68.97 LT		
90			12/09/09	1,845.00	20 50	27.05	2,434 50	589 50 LT		
101				2,073.58	20 53		2,732.05	658 47	2 661	72.72
76	INFINITY PPTY & CAS CORP	IPCC	12/09/09	3,032.40	39 90	61.80	4,696.80	1,664 40 LT	.906	42 56

Citi Personal Wealth Management

Ref 00002384 00054163

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
990	INTEL CORP	INTC	04/24/07	$ 21,700.80	$ 21.92	$ 21.03	$ 20,819 70	($ 881.10) LT		
82			10/27/09	1,637.38	19.968	21.03	1,724 46	87.08 LT		
263			12/09/09	5,275 25	20.058	21.03	5,530.89	255.64 LT		
1,335				**28,613 43**	**21.433**		**28,075.05**	**(538.38)**	**2.995**	**841 05**
127	INTERCONTINENTAL HOTELS GROUP-GBP SPONS ADR (NEW)	IHG	08/24/10	2,008 62	15 815	19 73	2,505.71	497.09 ST		
327			08/25/10	5,108 95	15.623	19.73	6,451.71	1,342.76 ST		
454				**7,117 57**	**15.677**		**8,957.42**	**1,839 85**	**2.103**	**188.41**
324	INTL BUSINESS MACHINES CORP	IBM	12/09/09	**41,185.58**	127 116	146.76	**47,550.24**	**6,364 66** LT	**1.771**	**842 40**
213	INTERNATIONAL COAL GROUP	ICO	12/14/10	1,508.02	7.079	7.74	1,648.62	140 60 ST		
71			12/17/10	501 26	7 06	7.74	549 54	48 28 ST		
284				**2,009 28**	**7.075**		**2,198.16**	**188 88**		
8	INTUITIVE SURGICAL INC	ISRG	12/09/09	**2,295 84**	286.98	257 75	**2,062.00**	**(233 84)** LT		
86	ITC HOLDINGS CORP	ITC	12/09/09	**4,147 78**	48 23	61.98	**5,330 28**	**1,182 50** LT	**2.161**	**115 24**
215	JPMORGAN CHASE & CO	JPM	05/25/07	11,095 57	51.607	42 42	9,120 30	(1,975.27) LT		
25			07/19/07	1,207.78	48.311	42 42	1,060.50	(147 28) LT		
85			01/11/08	3,499 92	41.175	42.42	3,605 70	105 78 LT		
66			12/09/09	2,692 67	40 798	42 42	2,799 72	107 05 LT		
391				**18,495 94**	**47.304**		**16,586.22**	**(1,909.72)**	**.471**	**78.20**
79	JACK IN THE BOX INC	JACK	04/08/09	1,927 52	24.399	21.13	1,669 27	(258 25) LT		
6			04/09/09	153 42	25.57	21.13	126 78	(26.64) LT		
9			07/09/09	199 08	22 119	21.13	190 17	(8 91) LT		
94				**2,280 02**	**24 256**		**1,986 22**	**(293 80)**		
568	JOHNSON & JOHNSON	JNJ	12/09/09	36,532 68	64 318	61 85	35,130.80	(1,401 88) LT		
81			11/09/10	5,210 78	64 33	61 85	5,009 85	(200 93) ST		
9			12/07/10	562 86	62.54	61 85	556 65	(6 21) ST		
658				**42,306.32**	**64 295**		**40,697 30**	**(1,609.02)**	**3 492**	**1,421 28**
38	JOY GLOBAL INC	JOYG	09/02/10	**2,378 80**	62.60	86 75	**3,296 50**	**917 70** ST	**.806**	**26 60**
29	KAISER ALUMINUM CORP	KALU	12/09/09	1,128.10	38 90	50.09	1,452 61	324.51 LT		
8			08/18/10	310 80	38.85	50.09	400.72	89 92 ST		
37				**1,438 90**	**38 889**		**1,853.33**	**414 43**	**1 916**	**35.52**
64	KANSAS CITY SOUTHERN INDS NEW	KSU	12/09/09	1,838 08	28.72	47 86	3,063 04	1,224 96 LT		
74			05/06/10	2,810.67	37 982	47 86	3,541 64	730 97 ST		
61			09/02/10	2,203.61	36.124	47 86	2,919 46	715 85 ST		
199				**6,852 36**	**34 434**		**9,524.14**	**2,671.78**		
249	KIMBERLY CLARK CORP	KMB	12/09/09	**15,946 51**	64 042	63.04	**15,696.96**	**(249.55)** LT	**4 187**	**657.36**

Citi Personal Wealth Management

Ref: 00002384 00054164

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
48	KIRBY CORP	KEX	12/09/09	$ 1,603.20	$ 33.40	$ 44.05	$ 2,114.40	$ 511.20 LT		
14			08/18/10	540.26	38 59	44.05	616 70	76 44 ST		
62				**2,143 46**	**34.572**		**2,731.10**	**587.64**		
77	KNOLL INC-NEW	KNL	07/07/10	**928 56**	12.059	16.73	**1,288.21**	**359.65** ST	**1 434**	**18.48**
265	KOMATSU LTD ADR NEW	KMTUY	12/03/10	**7,802.24**	29 442	30.47	**8,074.55**	**272.31** ST	**.20**	**16.17**
258	KONINKLIJKE PHILIPS ELECTRONCIS NS SPON ADR NEW	PHG	06/07/10	**7,394 82**	28.662	30.70	**7,920 60**	**525.78** ST	**2.583**	**204.59**
285	LKQ CORP	LKQX	12/09/09	**5,266.55**	18.479	22.72	**6,475.20**	**1,208 65** LT		
30	LABORATORY CORP AMER HLDGS NEW	LH	12/09/09	**2,198.40**	73.28	87 92	**2,637 60**	**439 20** LT		
72	LIBERTY MEDIA HLDG CORP CAP SER A	LCAPA	12/13/10	**4,502.79**	62.538	62.56	**4,504.32**	**1 53** ST		
76	LIBERTY MEDIA CORP LIBERTY STARZ SER A	LSTZA	12/03/09	3,761 23	49 489	66 48	5,052.48	1,291 25 LT		
5			12/09/09	241.40	48 28	66 48	332 40	91 00 LT		
81				**4,002 63**	**49 415**		**5,384 88**	**1,382 25**		
187	LINCOLN NATIONAL CORP -IND-	LNC	12/09/09	4,234 80	22 646	27 81	5,200 47	965 67 LT		
83			09/02/10	2,060 89	24 83	27 81	2,308 23	247 34 ST		
270				**6,295 69**	**23 317**		**7,508 70**	**1,213 01**	**719**	**54 00**
74	MDC HOLDINGS INC	MDC	04/08/09	**2,191 14**	29.61	28.77	**2,128.98**	**(62.16)** LT	**3 475**	**74.00**
151	MSCI INC	MSCI	04/07/10	**5,635 77**	37.323	38 96	**5,882 96**	**247.19** ST		
143	MACERICH COMPANY	MAC	05/26/10	5,800.75	40.564	47 37	6,773.91	973 16 ST		
38			09/02/10	1,652 24	43.48	47 37	1,800 06	147 82 ST		
181				**7,452 99**	**41.177**		**8,573 97**	**1,120 98**	**4.222**	**362.00**
190	MCDONALDS CORP	MCD	04/30/10	13,494.85	71.025	76.76	14,584.40	1,089 55 ST		
99			09/27/10	7,426.98	75.02	76.76	7,599.24	172.26 ST		
289				**20,921 83**	**72.394**		**22,183.64**	**1,261.81**	**3.178**	**705.16**
72	MENS WEARHOUSE INC	MW	12/09/09	1,467.36	20 38	24.98	1,798.56	331.20 LT		
2			08/18/10	38 66	19 33	24.98	49.96	11 30 ST		
74				**1,506 02**	**20 352**		**1,848 52**	**342 50**	**1 441**	**26.64**
63	MEREDITH CORP	MDP	12/09/09	1,853 46	29.42	34.65	2,182.95	329 49 LT		
5			08/18/10	158 15	31 63	34.65	173 25	15 10 ST		
68				**2,011.61**	**29.583**		**2,356.20**	**344 59**	**2 655**	**62.56**
48	METTLER TOLEDO INTL INC	MTD	06/04/10	**5,406 04**	112.625	151.21	**7,258.08**	**1,852.04** ST		
135	MICROS SYSTEMS INC	MCRS	12/09/09	**4,023.41**	29.803	43.86	**5,921.10**	**1,897.69** LT		

Citi Personal Wealth Management

citi

Ref: 00002384 00054165

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1,455	MICROSOFT CORP	MSFT	12/09/09	$ 43,297.89	$ 29.758	$ 27.91	$ 40,609.05	($ 2,688 84) LT		
109			09/21/10	2,747.73	25.208	27 91	3,042.19	294.46 ST		
2			09/27/10	49.58	24.788	27 91	55.82	6 24 ST		
34			10/05/10	817.31	24 038	27.91	948.94	131 63 ST		
1,600				46,912.51	29 32		44,656 00	(2,256 51)	2.293	1,024.00
165	MICROCHIP TECHNOLOGY INC	MCHP	12/09/09	4,631.22	28.068	34.21	5,644.65	1,013.43 LT	4.033	227 70
154	MONSANTO CO NEW	MON	12/09/09	12,823 04	83 266	69 64	10,724.56	(2,098 48) LT	1 608	172 48
102	MOVADO GROUP INC	MOV	12/09/09	948 59	9 299	16.14	1,646.28	697 69 LT		
112	N B T BANCORP INC	NBTB	04/08/09	2,387.84	21.32	24.15	2,704.80	316.96 LT		
18			04/27/09	400.68	22 26	24 15	434 70	34.02 LT		
4			05/05/09	93.92	23 48	24.15	96.60	2.68 LT		
3			08/18/10	62.88	20 96	24.15	72 45	9.57 ST		
137				2,945.32	21.499		3,308 55	363 23	3.312	109 60
106	NII HLDGS INC CLASS B NEW	NIHD	12/09/09	3,281 78	30.96	44 66	4,733.96	1,452 18 LT		
155	NESTLE S A SPONSORED ADR	NSRGY	12/09/09	7,390 29	47.679	58 82	9,117 10	1,726 81 LT	1.524	139.04
20	NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP INC SPON ADR	EDU	12/09/09	1,448 20	72.41	105.23	2,104.60	656 40 LT		
12			02/08/10	814 32	67 86	105.23	1,262 76	448.44 ST		
32				2,262.52	70.704		3,367.36	1,104 84		
180	NEWFIELD EXPLORATION COMPANY	NFX	12/09/09	7,148.70	39.715	72.11	12,979.80	5,831 10 LT		
381	NIPPON TEL & TEL SPON ADR	NTT	04/24/07	9,761 22	25.62	22.94	8,740.14	(1,021 08) LT	2 772	242.32
404	NISSAN MTR LTD SPONS ADR	NSANY	11/11/10	7,808.43	19.327	18.96	7,659 84	(148 59) ST	.464	35.55
224	NORFOLK SOUTHERN CORP	NSC	11/26/10	13,671.10	61.031	62.82	14,071 68	400.58 ST	2.292	322.56
180	NORTHEAST UTILITIES	NU	12/09/09	4,427.73	24 598	31.88	5,738 40	1,310 67 LT	3.215	184.50
206	NORTHWESTERN CORP	NWE	12/09/09	5,272 77	25.79	28.83	5,938.98	666.21 LT R	4.717	280 16
49	O REILLY AUTOMOTIVE INC NEW	ORLY	12/09/09	1,855 92	37.876	60.42	2,960.58	1,104 66 LT		
162	OCCIDENTAL PETROLEUM CORP-DEL	OXY	02/22/10	12,945 10	79.908	98.10	15,892 20	2,947 10 ST	1.549	246 24
170	ON SEMICONDUCTOR CORP	ONNN	12/09/09	1,400 80	8.24	9 88	1,679 60	278.80 LT		
15			11/05/10	123 14	8.209	9 88	148 20	25 06 ST		
185				1,523 94	8 238		1,827 80	303 86		
39	OTTER TAIL CORP	OTTR	12/09/09	909 09	23.31	22.54	879 06	(30 03) LT	5 279	46.41

Citi Personal Wealth Management

Ref: 00002384 00054166

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION   Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
55	OWENS & MINOR INC HLDG CO	OMI	04/12/10	$ 1,704 03	$ 30 982	$ 29.43	$ 1,618.65	($ 85 38) ST	2.405%	$ 38 94
273	PPG INDUSTRIES INC	PPG	12/09/09	16,205 28	59.36	84 07	22,951.11	6,745.83 LT	2.616	600.60
183	PARAMETRIC TECHNOLOGY CORP NEW	PMTC	12/09/09	2,801.71	15.309	22 53	4,122 99	1,321.28 LT		
385	PARTNER COMMUNICATIONS CO LTD ADR	PTNR	12/09/09	6,863.18	19 367	20 32	7,823.20	960.02 LT	7.903	618.31
68	PATNI COMPUTER SYSTEMS SPONSORED ADR	PTI	05/21/10	1,842 52	27.095	21.39	1,454.52	(388.00) ST		
61			05/24/10	1,699.02	27.852	21.39	1,304.79	(394.23) ST		
124			05/25/10	3,295.76	26.578	21.39	2,652.36	(643.40) ST		
253				6,837.30	27 025		5,411.67	(1,425.63)	.528	28 59
574	PEPSICO INC	PEP	12/09/09	35,495.76	61.839	65.33	37,499.42	2,003.66 LT		
31			06/03/10	1,958 58	63.18	65.33	2,025 23	66 65 ST		
1			09/28/10	65.98	65 98	65.33	65.33	(.65) ST		
4			11/10/10	259.13	64.783	65.33	261.32	2.19 ST		
610				37,779.45	61.934		39,851.30	2,071.85	2 938	1,171 20
88	PETSMART INC	PETM	12/09/09	2,296.36	26.095	39.82	3,504.16	1,207 80 LT	1.255	44.00
190	PFIZER INC	PFE	04/16/08	3,990.00	21 00	17.51	3,326.90	(663.10) LT		
190			06/18/08	3,423.97	18.02	17.51	3,326 90	(97.07) LT		
245			05/21/10	3,742.45	15 275	17.51	4,289.95	547.50 ST		
625				11,156.42	17.85		10,943 75	(212 67)	4 568	500.00
119	PORTLAND GENERAL ELECTRIC CO NEW	POR	12/09/09	2,457.05	20.647	21.70	2,582.30	125.25 LT	4 792	123.76
143	PRAXAIR INC	PX	12/09/09	11,793.98	82.475	95 47	13,652.21	1,858.23 LT	1 885	257 40
21	PRECISION CASTPARTS CORP	PCP	12/09/09	2,308 99	109.952	139 21	2,923 41	614.42 LT	.086	2.52
163	PREMIERE GLOBAL SERVICES INC	PGI	04/08/09	1,531 88	9 398	6 80	1,108.40	(423.48) LT		
11			03/30/10	92.31	8.391	6 80	74.80	(17.51) ST		
174				1,624.19	9.334		1,183 20	(440.99)		
249	T ROWE PRICE GROUP INC	TROW	12/09/09	12,110.44	48.636	64 54	16,070.46	3,960.02 LT	1.673	268 92
71	PROASSURANCE CORP	PRA	12/09/09	3,779 90	53.238	60 60	4,302.60	522.70 LT		
257	PROCTER & GAMBLE CO	PG	12/09/09	16,018 42	62 328	64.33	16,532.81	514.39 LT		
208			02/01/10	12,932 86	62.177	64 33	13,380 64	447.78 ST		
60			06/03/10	3,709.93	61.832	64.33	3,859 80	149.87 ST		
11			07/09/10	679 03	61 73	64 33	707.63	28 60 ST		
92			07/12/10	5,653.40	61.45	64.33	5,918.36	264.96 ST		
2			09/28/10	121 56	60.778	64.33	128.66	7 10 ST		
630				39,115.20	62.088		40,527.90	1,412.70	2.995	1,214.01

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION
Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
11	QAD INC CL B	QADB	12/09/09	$ 117.33	$ 11.15	$ 9 94	$ 109.34	($ 7 99) LT		
46	QAD INC CL A	QADA	12/09/09	561.82	12.213	9.10	418.60	(143 22) LT		
391	QUALCOMM INC	QCOM	12/09/09	17,488 65	44.728	49 49	19,350 59	1,861 94 LT	1.535	297 16
115	RAYTHEON COMPANY NEW	RTN	04/24/07	6,283.60	54 64	46.34	5,329.10	(954 50) LT		
196			12/09/09	10,133.63	51 702	46.34	9,082 64	(1,050.99) LT		
311				16,417 23	52 789		14,411.74	(2,005 49)	3 236	466 50
41	REGAL-BELOIT CORP	RBC	12/09/09	2,066 40	50 40	66.76	2,737.16	670.76 LT		
5			12/16/09	253 98	50.796	66.76	333 80	79 82 LT		
46				2,320 38	50 443		3,070 96	750 58	1.018	31.28
119	RESEARCH IN MOTION LTD-CAD Exchange rate: 1.0031096 Shares traded in: Canadian dollars	RIMM	12/09/09	7,722 86	64.898	58.13	6,917.47	(805.39) LT		
214	RESMED INC	RMD	12/09/09	5,560.79	25.985	34.64	7,412 96	1,852.17 LT		
144	RIO TINTO PLC-GBP	RIO	12/17/09	7,329.08	50 896	71 66	10,319 04	2,989 96 LT	1.233	127 30
208	ROYAL DUTCH SHELL PLC ADR CL A	RDSA	12/09/09	12,380.99	59.524	66.78	13,890.24	1,509 25 LT		
130			06/21/10	7,105 89	54 66	66 78	8,681.40	1,575 51 ST		
338				19,486 88	57 653		22,571 64	3,084.76	4 276	965.33
51	S & T BANCORP INC	STBA	04/08/09	1,146 48	22 48	22.59	1,152 09	5.61 LT	2 656	30 60
59	SAIA INC	SAIA	12/09/09	911 90	15 456	16 59	978 81	66 91 LT		
159	SCHLUMBERGER LTD	SLB	12/09/09	9,585 79	60 288	83 50	13,276 50	3,690 71 LT	1 005	133 56
21	SCHWEITZER-MAUDUIT INTL INC	SWM	12/09/09	1,402.80	66 80	62 92	1,321 32	(81 48) LT	953	12 60
192	SELECTIVE INSURANCE GROUP INC	SIGI	12/09/09	3,010 46	15 679	18 15	3,484.80	474.34 LT		
11			08/18/10	169.37	15 397	18.15	199.65	30 28 ST		
203				3,179 83	15 664		3,684 45	504.62	2 865	105 56
285	SERVICE CORP INTERNATIONAL	SCI	12/09/09	2,216.73	7.778	8 25	2,351.25	134.52 LT	1 939	45 60
55	THE SHAW GROUP INC	SHAW	03/02/10	1,923 89	34 979	34.23	1,882 65	(41 24) ST		
90			04/07/10	3,171 56	35.239	34 23	3,080.70	(90 86) ST		
145				5,095 45	35.141		4,963 35	(132 10)		
75	SIEMENS A G SPONS ADR	SI	07/26/10	7,471 03	99.613	124.25	9,318.75	1,847 72 ST	2 185	203 70

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION *Account number 13C-25426-10 2S6*

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
83	SIGNATURE BANK	SBNY	12/09/09	$ 2,550.59	$ 30.73	$ 50.06	$ 4,154.98	$ 1,604.39 LT		
31			02/08/10	1,058.96	34.159	50 06	1,551.86	492.90 ST		
114				**3,609 55**	**31.663**		**5,706.84**	**2,097 29**		
261	SKYWORKS SOLUTIONS INC	SWKS	11/18/10	**6,204.05**	23.77	28.63	**7,472.43**	**1,268.38** ST		
144	SOLERA HLDGS INC	SLH	12/09/09	**5,180.83**	35.978	51.32	**7,390.08**	**2,209.25** LT	**.584**	**43 20**
91	SOUTHWEST GAS CORP	SWX	12/09/09	**2,555.28**	28.08	36.67	**3,336.97**	**781.69** LT	**2 727**	**91.00**
54	SOUTHWESTERN ENERGY CO DEL	SWN	06/04/09	2,317.03	42 908	37.43	2,021.22	(295.81) LT		
54			12/09/09	2,200.39	40.748	37.43	2,021.22	(179.17) LT		
108				**4,517.42**	**41 828**		**4,042.44**	**(474 98)**		
650	SPECTRA ENERGY CORP	SE	12/09/09	**12,808.97**	19.706	24 99	**16,243.50**	**3,434 53** LT	**4 001**	**650.00**
116	STAGE STORES INC NEW	SSI	12/09/09	**1,395 31**	12.028	17 34	**2,011 44**	**616.13** LT	**1.73**	**34 80**
35	STANCORP FINANCIAL GROUP	SFG	12/09/09	**1,377.60**	39.36	45.14	**1,579 90**	**202 30** LT	**1 905**	**30.10**
306	STAPLES INC	SPLS	05/07/10	6,688.27	21.857	22 77	6,967.62	279.35 ST		
94			07/06/10	1,824.20	19 406	22.77	2,140 38	316 18 ST		
20			09/22/10	397.94	19.897	22.77	455.40	57.46 ST		
1			11/08/10	20 36	20.362	22 77	22.77	2 41 ST		
421				**8,930.77**	**21.213**		**9,586 17**	**655 40**	**1 581**	**151.56**
306	STATOILHYDRO ASA SPONS ADR	STO	12/09/09	**7,419 74**	24 247	23 77	**7,273 62**	**(146 12)** LT	**3 277**	**238 37**
305	STERLING BANCSHARES INC	SBIB	04/08/09	1,849.12	6.062	7.02	2,141.10	291 98 LT		
31			09/28/09	233.63	7.536	7.02	217 62	(16.01) LT		
336				**2,082.75**	**6.199**		**2,358 72**	**275 97**	**854**	**20.16**
92	STERICYCLE INC	SRCL	12/09/09	**5,328.41**	57.917	80 92	**7,444.64**	**2,116.23** LT		
154	SYNOPSYS INC	SNPS	04/08/09	3,273.72	21 257	26.91	4,144.14	870.42 LT		
7			04/09/09	152.46	21.78	26.91	188.37	35.91 LT		
12			03/30/10	269.04	22 419	26.91	322 92	53 88 ST		
173				**3,695.22**	**21.36**		**4,655 43**	**960.21**		
300	TD AMERITRADE HOLDING CORP	AMTD	02/05/10	5,075.97	16 919	18.99	5,697.00	621.03 ST		
130			09/02/10	1,956.50	15.05	18.99	2,468.70	512 20 ST		
430				**7,032.47**	**16 355**		**8,165.70**	**1,133.23**	**1 053**	**86.00**
302	TJX COMPANIES INC NEW	TJX	12/09/09	**11,206.34**	37.107	44.39	**13,405 78**	**2,199.44** LT	**1.351**	**181.20**
285	TARGET CORP	TGT	12/09/09	12,915 63	45.318	60.13	17,137 05	4,221.42 LT		
106			05/24/10	5,740 96	54.16	60.13	6,373 78	632.82 ST		
391				**18,656 59**	**47.715**		**23,510.83**	**4,854 24**	**1.663**	**391.00**

Citi Personal Wealth Management

Ref. 00002384 00054169

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
47	TECH DATA CORP	TECD	12/09/09	$ 2,074.58	$ 44.14	$ 44.02	$ 2,068 94	($ 5 64) LT		
178	TELENOR ASA ADR REPSTG	TELNY	12/09/09	7,424 38	41.71	48 90	8,704 20	1,279 82 LT	1 967	171.24
70	TERADATA CORP	TDC	12/09/09	2,103.50	30 05	41.16	2,881.20	777.70 LT		
24			02/18/10	720 67	30 028	41.16	987.84	267.17 ST		
27			12/22/10	1,127.63	41.764	41.16	1,111.32	(16.31) ST		
121				3,951.80	32 66		4,980 36	1,028 56		
136	TEREX CORP NEW	TEX	08/16/10	2,594.04	19 073	31 04	4,221.44	1,627 40 ST		
70			09/02/10	1,385.22	19 788	31 04	2,172 80	787.58 ST		
206				3,979 26	19.317		6,394 24	2,414 98		
524	TEXAS INSTRUMENTS INC	TXN	02/18/10	12,900.88	24 62	32.50	17,030.00	4,129 12 ST		
248			11/09/10	7,806.52	31 477	32 50	8,060.00	253 48 ST		
772				20,707 40	26 823		25,090 00	4,382.60	1 60	401.44
128	THOMPSON CREEK METALS CO INC-CAD	TC	12/09/09	1,378.55	10.769	14 72	1,884.16	505 61 LT		
32			03/30/10	437.70	13.678	14.72	471 04	33 34 ST		
160				1,816 25	11 352		2,355 20	538 95		
385	3M COMPANY	MMM	12/09/09	30,753.03	79 878	86 30	33,225.50	2,472 47 LT		
3			10/29/10	254.06	84.685	86 30	258.90	4.84 ST		
2			11/03/10	169.46	84.73	86.30	172 60	3.14 ST		
1			11/29/10	83 77	83.77	86.30	86 30	2.53 ST		
3			12/08/10	251.89	83 962	86.30	258 90	7.01 ST		
394				31,512 21	79 98		34,002.20	2,489 99	2.433	827.40
40	TIFFANY & CO NEW	TIF	04/20/10	1,980 34	49.508	62 27	2,490.80	510 46 ST		
22			05/06/10	1,009.76	45.898	62.27	1,369 94	360.18 ST		
77			10/19/10	3,857.41	50.096	62.27	4,794.79	937 38 ST		
81			10/20/10	4,045.95	49 95	62.27	5,043 87	997.92 ST		
220				10,893 46	49.516		13,699 40	2,805 94	1.605	220.00
229	TIM PARTICIPACOES S A-BRL SPONS ADR REPSTG PFD	TSU	12/07/10	7,793 95	34 034	34 14	7,818.06	24.11 ST	1 991	155 72
507	TRAVELERS COMPANIES INC	TRV	12/09/09	25,420.17	50 138	55.71	28,244 97	2,824 80 LT		
14			07/08/10	697 40	49.814	55.71	779.94	82 54 ST		
521				26,117 57	50.13		29,024 91	2,907.34	2.584	750.24
85	TREEHOUSE FOODS INC	THS	07/12/10	4,019 13	47 283	51.09	4,342.65	323 52 ST		
294	TRINA SOLAR LTD-USD SPONS ADR	TSL	11/03/10	7,814 43	26 579	23 42	6,885.48	(928.95) ST		

Citi Personal Wealth Management

Ref: 00002384 00054170

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
102	TUPPERWARE CORP	TUP	12/09/09	$ 4,881.92	$ 47.862	$ 47.67	$ 4,862.34	($ 19.58) LT		
5			04/29/10	264.45	52.89	47.67	238.35	(26.10) ST		
107				**5,146.37**	**48.097**		**5,100.69**	**(45.68)**	**2.517**	**128.40**
24	UNITED PARCEL SERVICE CL B	UPS	07/24/08	1,511 71	62.987	72 58	1,741 92	230.21 LT		
252			12/09/09	14,555 12	57.758	72.58	18,290.16	3,735 04 LT		
276				**16,066.83**	**58.213**		**20,032.08**	**3,965 25**	**2.59**	**518 88**
25	UNITED STATIONERS INC	USTR	12/09/09	1,369.25	54.77	63 81	1,595.25	226.00 LT		
4			08/18/10	192.72	48 18	63.81	255 24	62 52 ST		
29				**1,561 97**	**53 861**		**1,850.49**	**288 52**		
493	UNITED TECHNOLOGIES CORP	UTX	12/09/09	**33,201 63**	67.346	78.72	**38,808 96**	**5,607.33** LT	**2.159**	**838.10**
82	UNIVERSAL HEALTH SERVICES INC CLASS B	UHS	12/09/09	**2,289.03**	27.915	43.42	**3,560.44**	**1,271.41** LT	**46**	**16.40**
22	UNIVEST CORPORATION OF PA	UVSP	08/11/09	440.76	20 034	19.17	421 74	(19.02) LT		
6			12/09/09	98.46	16 41	19.17	115 02	16 56 LT		
28				**539.22**	**19.258**		**536.76**	**(2.46)**	**4.173**	**22.40**
84	V F CORP	VFC	07/29/10	6,673.17	79 442	86 18	7,239 12	565 95 ST		
98			08/31/10	6,978.13	71 205	86.18	8,445.64	1,467.51 ST		
182				**13,651.30**	**75 007**		**15,684.76**	**2,033 46**	**2.924**	**458.64**
278	VALEO SPONS ADR -USD-	VLEEY	12/02/10	**8,039.62**	28 919	28.45	**7,909 10**	**(130 52)** ST	**2.418**	**191.26**
47	VALMONT INDUSTRIES INC DEL	VMI	12/09/09	3,786.79	80.57	88.73	4,170.31	383 52 LT		
11			05/06/10	855.73	77.794	88.73	976.03	120.30 ST		
58				**4,642.52**	**80.043**		**5,146.34**	**503.82**	**.743**	**38.28**
146	VALSPAR CORP	VAL	11/06/09	3,877.76	26.56	34.48	5,034.08	1,156.32 LT		
106			12/09/09	2,847.69	26.865	34.48	3,654.88	807 19 LT		
252				**6,725 45**	**26.688**		**8,688.96**	**1,963.51**	**2 088**	**181 44**
733	VERISIGN INC	VRSN	12/09/09	**16,072 56**	21.927	32.67	**23,947.11**	**7,874.55** LT		
37	VIAD CORP-NEW	VVI	12/09/09	**709 29**	19.17	25.47	**942.39**	**233 10** LT	**.628**	**5.92**
40	VISA INC COM CL A	V	06/09/10	3,001.14	75.028	70 38	2,815.20	(185.94) ST		
22			06/21/10	1,685 70	76.622	70.38	1,548.36	(137.34) ST		
26			06/29/10	1,868.03	71 847	70.38	1,829.88	(38 15) ST		
19			07/06/10	1,399 54	73.659	70 38	1,337.22	(62 32) ST		
107				**7,954 41**	**74.34**		**7,530 66**	**(423.75)**	**.852**	**64.20**
244	VISHAY INTERTECHNOLOGY INC	VSH	12/09/09	1,657.40	6.792	14 68	3,581 92	1,924 52 LT		
35			03/30/10	327 92	9 369	14.68	513.80	185 88 ST		
279				**1,985 32**	**7.116**		**4,095.72**	**2,110 40**		

Citi Personal Wealth Management

citi

Ref: 00002384 00054171

Client Statement
December 1 - December 31, 2010

CATALYST FOUNDATION — Account number 13C-25426-10 2S6

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
16.6165	VISHAY PRECISION GROUP INC	VPG	12/09/09	$ 187.35	$ 11.826	$ 18.84	$ 313.05	$ 125.70 LT		
2.3835			03/30/10	37 07	16 312	18 84	44 91	7.84 ST		
19				224.42	11 812		357.96	133 54		
240	VIVO PARTICIPACOES SA ADR	VIV	12/28/10	7,890 67	32 877	32 59	7,821 60	(69.07) ST	3 188	249.36
283	VOLKSWAGEN A G NEW SP ADR	VLKAY	12/28/10	7,877.19	27.834	28.55	8,079 65	202 46 ST	1.096	88 58
35	WABTEC	WAB	12/09/09	1,378 65	39.39	52.89	1,851 15	472.50 LT	.075	1.40
437	WAL-MART STORES INC	WMT	12/09/09	23,639 95	54 096	53 93	23,567.41	(72.54) LT	2.243	528 77
28	WALTER ENERGY INC	WLT	12/09/09	1,927 52	68 84	127 84	3,579 52	1,652.00 LT	391	14 00
41	WARNACO GROUP INC	WRC	12/09/09	1,725 28	42.08	55.07	2,257.87	532 59 LT		
4			08/18/10	170 96	42.74	55 07	220.28	49.32 ST		
45				1,896 24	42.139		2,478.15	581 91		
84	WASHINGTON REAL EST INV TR SBI	WRE	12/09/09	2,301.15	27.47	30 99	2,603 16	302 01 LT *R*	5.598	145 74
669	WASTE MGMT INC DEL	WM	12/09/09	22,190.73	33 17	36 87	24,666.03	2,475 30 LT		
22			07/08/10	719 51	32.704	36 87	811 14	91.63 ST		
691				22,910 24	33.155		25,477.17	2,566 93	3 417	870 66
250	WELLS FARGO & CO NEW	WFC	12/09/09	6,541 95	26 167	30 99	7,747 50	1,205 55 LT	645	50 00
53	WESBANCO INC	WSBC	04/08/09	1,129 43	21.31	18 96	1,004 88	(124.55) LT	2 953	29.68
68	WHITING PETROLEUM CORP NEW	WLL	12/09/09	4,318 68	63.51	117.19	7,968 92	3,650 24 LT		
17	WOLVERINE WORLD-WIDE INC	WWW	12/09/09	453 73	26 69	31 88	541 96	88 23 LT		
19			02/04/10	463.31	24 384	31 88	605.72	142.41 ST		
36				917 04	25 473		1,147 68	230 64	1.38	15 84
368	YANZHOU COAL MINING CO LTD SPONS ADR REPSTG H SHS	YZC	06/30/10	7,164 41	19 468	30 60	11,260 80	4,096.39 ST	1 078	121 44
Total common stocks and options				$ 2,163,465.67			$ 2,496,133.25	$ 80,541.04 ST $ 252,126 54 LT	1 86	$ 46,601 03

Citi Personal Wealth Management

citi

Ref: 00002384 00054174

Client Statement

December 1 - December 31, 2010

CATALYST FOUNDATION **Account number 13C-25426-10 2S6**

Mutual funds

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Certain mutual funds may not be transferable to other broker-dealers. For further information, please refer to the fund's Prospectus or call your advisor.

Yield is the current distribution annualized, divided by the fund's net asset value at the end of the statement period. Distributions may consist of income, capital gains or the return of capital. Distributions and current dividend for funds are based upon information provided by an outside vendor and are not verified by us. ***"Tax-Based Cost vs. Current Value"*** *is being provided for information purposes only.* ***"Cash Distributions (since inception)"*** *when shown, may reflect distributions on positions no longer held in the account, and may not reflect all distributions received in cash due to but not limited to the following: investments made prior to 1/1/89, asset transfers, recent activity and certain adjustments made in your account.* ***"Total Purchases vs. Current Value"*** *is provided to assist you in comparing your* ***"Total purchases"*** *excluding reinvested distributions, with the current value of the fund's shares in your account.* ***"Fund Value Increase/Decrease"*** *reflects the difference between your total purchases and the current value of the fund's shares, plus cash distributions since inception.*

Number of shares	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)		Net Value Increase/ Decrease	Yield	Anticipated income (annualized)
22,725	FIXED INCOME SHARES FD SERIES C	FXICX	04/16/09	$ 258,383.25	$ 11.37	$ 12 68	$ 288,153.00	$ 29,769 75	LT		6 253%	$ 18,020 92
	Cash distributions (since inception)									88,011.68		
	Total Purchases vs. Current Value			258,383.25			288,153.00			29,769 75		
	Fund Value Increase/Decrease									117,781 43		
29,750	FIXED INCOME SHARES FD SERIES M	FXIMX	04/16/09	257,040.00	8.64	10.29	306,127.50	49,087.50	LT		5.218	15,975.74
	Cash distributions (since inception)									43,330 03		
	Total Purchases vs. Current Value			257,040 00			306,127 50			49,087 50		
	Fund Value Increase/Decrease									92,417.53		
Total mutual funds (Tax based)				$ 515,423.25			$ 594,280.50	$ 0.00	ST		5.72	
								$ 78,857.25	LT			$ 33,996.66
Total Fund Value Increase/Decrease										$ 210,198.96		

Total ln 10b $2,678,889 $3,090,414