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Form **990-PF**

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

OMB No 1545-0052

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☒ Address change

☐ Name change

Name of foundation

TWILIGHT & MARC FREEDMAN FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P O Box 1501, NJ-130-03-31

City or town state, and ZIP code

PENNINGTON

NJ

08534-1501

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,380,377

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

A Employer identification number

76-0683871

B Telephone number (see page 10 of the instructions)

609-274-6968

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 ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions gifts grants etc received (attach schedule)	135,338			
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	26,940	26,003		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	150,114			
b Gross sales price for all assets on line 6a	744,422			
7 Capital gain net income (from Part IV, line 2)		150,114		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	0
12 Total. Add lines 1 through 11	312,392	176,117	0	0
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	0	0	0	0
c Other professional fees (attach schedule)	9,622	5,773	0	3,849
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	2,554	0	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel conferences and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	0	0	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	12,176	5,773	0	3,849
25 Contributions, gifts, grants paid	182,400			182,400
26 Total expenses and disbursements Add lines 24 and 25	194,576	5,773	0	186,249
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	117,816			
b Net investment income (if negative, enter -0-)		170,344		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2010)

(HTA)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		322	466	466
	2	Savings and temporary cash investments		40,714	55,986	55,986
	3	Accounts receivable ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use			0	
	9	Prepaid expenses and deferred charges			0	
	10 a	Investments—U S and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		1,198,464	1,179,165	1,323,925
	c	Investments—corporate bonds (attach schedule)		0	0	0
	11	Investments—land, buildings, and equipment basis ▶	0			
	Less: accumulated depreciation (attach schedule) ▶	0	0	0	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		0	0	0	
14	Land, buildings, and equipment basis ▶	0				
	Less: accumulated depreciation (attach schedule) ▶	0	0	0	0	
15	Other assets (describe ▶)		0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		1,239,500	1,235,617	1,380,377	
Liabilities	17	Accounts payable and accrued expenses			0	
	18	Grants payable				
	19	Deferred revenue			0	
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ▶)		0	0	
	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 and complete lines 27 through 31 ▶ ☒					
	27	Capital stock, trust principal, or current funds		1,239,500	1,235,617	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)		1,239,500	1,235,617		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		1,239,500	1,235,617		

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	1,239,500
2	Enter amount from Part I, line 27a	2	117,816
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	12,802
4	Add lines 1, 2, and 3	4	1,370,118
5	Decreases not included in line 2 (itemize) ▶ EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	5	134,501
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,235,617

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0
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	150,114
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }			3	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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	172,891	1,107,337	0.156132
2008	163,633	1,381,071	0.118483
2007	192,191	1,743,760	0.110216
2006	196,882	1,552,664	0.126803
2005	204,247	1,523,065	0.134103
2 Total of line 1, column (d)			2 0.645737
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 0.129147
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,247,599
5 Multiply line 4 by line 3			5 161,124
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,703
7 Add lines 5 and 6			7 162,827
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 186,249

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of 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 instructions)		1	1,703
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, col. (b)			
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	1,703
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,703
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1,349		
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 0		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	1,349
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	354
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	0
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ 0 Refunded ☐		11	0

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6968 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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 page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here**5b**

N/A

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? If "Yes" to 6b, file Form 8870**6b**

X

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**

X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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 page 23 of the instructions). If none, enter "NONE"**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

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

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

Amount

1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,223,042
b	Average of monthly cash balances	1b	43,556
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,266,598
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,266,598
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	18,999
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,247,599
6	Minimum investment return. Enter 5% of line 5	6	62,380

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	62,380
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,703
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	1,703
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	60,677
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	60,677
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	60,677

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	186,249
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	186,249
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,703
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	184,546

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				60,677
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	130,940			
b From 2006	124,689			
c From 2007	107,546			
d From 2008	94,863			
e From 2009	120,222			
f Total of lines 3a through e	578,260			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 186,249				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				60,677
e Remaining amount distributed out of corpus	125,572			
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	703,832			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	130,940			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	572,892			
10 Analysis of line 9				
a Excess from 2006	124,689			
b Excess from 2007	107,546			
c Excess from 2008	94,863			
d Excess from 2009	120,222			
e Excess from 2010	125,572			

Part XIV Private Operating Foundations (see page 27 of the 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)

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

b 85% of line 2a

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

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

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

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

a "Assets" alternative test—enter

(1) Value of all assets

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

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

c "Support" alternative test—enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0

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

1 Information Regarding Foundation Managers:

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

MARC FREEDMAN

TWILIGHT FREEDMAN

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	182,400
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	26,940	
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	150,114	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____		0		0	0
b	_____		0		0	0
c	_____		0		0	0
d	_____		0		0	0
e	_____		0		0	0
12	Subtotal Add columns (b), (d), and (e)		0		177,054	0
13	Total Add line 12, columns (b), (d), and (e)				13	177,054

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

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

[illegible]

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

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

[illegible]

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

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

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

Manuel | 5-18-11 | *PRESIDENT*
 Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature 	Date 5/4/2011	Check ☒ if self-employed	PTIN P00364310
	Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
	Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no 412-355-6000	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2010

Name of the organization

Employer identification number

TWILIGHT & MARC FREEDMAN FOUNDATION

76-0683871

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

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

Name of organization TWILIGHT & MARC FREEDMAN FOUNDATION	Employer identification number 76-0683871
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MR AND MRS MARC FREEDMAN 3002 TRIWAY LANE HOUSTON TX 77043-1319 Foreign State or Province Foreign Country	\$ 135,338	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
2	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Page 1 of 1 of Part II

Name of organization

TWILIGHT & MARC FREEDMAN FOUNDATION

Employer identification number

76-0683871

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	4650 SHARES F SYSCO STOCK	\$ 135,338	12/8/2010
		\$ 0	
		\$ 0	
		\$ 0	
		\$ 0	
		\$ 0	
		\$ 0	
		\$ 0	

TWILIGHT & MARC FREEDMAN FOUNDATION

76-0683871 Page 1 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

INSTITUTE FOR HUMAN UNDERSTANDING

Street

City ROCHESTER	State VT	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 500

Name

SHRINERS HOSPITAL FOR CHILDREN

Street

City TAMPA	State FL	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 5,000

Name

MARCH OF DIMES FDN

Street

City WHITE PLAINS	State NY	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 5,000

Name

CYCTIC FIBROSIS FDN

Street

City BETHESDA	State MD	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 500

Name

JUVENILE DIABETES

Street

City NEY YORK	State NY	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 500

Name

COLLEGE OF THE MIDLAND FOUNDATION

Street

City TEXAS CITY	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 2,500

TWILIGHT & MARC FREEDMAN FOUNDATION

76-0683871 Page 2 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

HADASSAH

Street

City	State	Zip Code	Foreign Country
HOUSTON	TX		
Relationship	Foundation Status		
NONE	501(C)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			2,000

Name

COOPERATIVE FOR EDUCATION

Street

City	State	Zip Code	Foreign Country
CINCINATI	OH		
Relationship	Foundation Status		
NONE	501(C)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			200

Name

HABITAT FOR HUMANITY

Street

City	State	Zip Code	Foreign Country
AMERICUS	GA		
Relationship	Foundation Status		
NONE	501(C)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			1,500

Name

LATIN AMERICA YOUTH CTR

Street

City	State	Zip Code	Foreign Country
WASHINGTON	DC		
Relationship	Foundation Status		
NONE	501(C)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			500

Name

AMERICAN RED CROSS NATIONAL HEADQUARTERS

Street

City	State	Zip Code	Foreign Country
WASHINGTON	DC		
Relationship	Foundation Status		
NONE	501(C)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			14,000

Name

UNITED WAY OF GREATER HOUSTON

Street

City	State	Zip Code	Foreign Country
HOUSTON	TX		
Relationship	Foundation Status		
NONE	501(C)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			22,500

TWILIGHT & MARC FREEDMAN FOUNDATION

76-0683871 Page 3 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

THE BROOKWOOD COMMUNITY

Street

City BROOKSHIRE	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 500

Name

ALS

Street

City SAN ANTONIO	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 1,000

Name

UNIVERSITY OF TEXAS MD ANDERSON CANCER CTR

Street

City HOUSTON	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 50,000

Name

HOUSTON READ COMMISSION

Street

City HOUSTON	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 500

Name

THE COUNCIL ON ALCHOHOL AND DRUGS HOUSTON

Street

City HOUSTON	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 2,700

Name

RONALD MCDONALD HOUSE CHARITIES

Street

City HOUSTON	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 5,000

TWILIGHT & MARC FREEDMAN FOUNDATION

76-0683871 Page 4 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ATLANTIS FOUNDATION

Street

City SEABROOK	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 500

Name

HOPE STONE, INC

Street

City HOUSTON	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 500

Name

FAIRHAVEN UNITED METHODIST CHURCH

Street

City HOUSTON	State TX	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3)		
Purpose of grant/contribution GENERAL OPERATING			Amount 67,000

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		
Short Term CG Distributions										126	0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements
1	X	WELLPOINT INC	94973V107			6/19/2009		4/22/2010	601	520		81
2	X	WELLPOINT INC	94973V107			12/2/2009		12/8/2010	569	551		18
3	X	WSTN DIGITAL CORP DEL	958102105			9/14/2009		4/22/2010	399	352		47
4	X	XILINX INC	983919101			9/14/2009		11/8/2010	9,699	8,211		1,488
5	X	XILINX INC	983919101			12/2/2009		11/8/2010	4,349	3,741		608
6	X	XILINX INC	983919101			12/2/2009		11/9/2010	1,457	1,263		194
7	X	GARMIN LTD (KAYMAN IS)	G37260109			9/14/2009		4/22/2010	367	369		-2
8	X	GARMIN LTD (KAYMAN IS)	G37260109			9/14/2009		6/14/2010	2,719	3,024		-305
9	X	GARMIN LTD (KAYMAN IS)	G37260109			9/14/2009		6/15/2010	3,182	3,577		-395
10	X	NABORS INDUSTRIES LTD	G6359F103			11/25/2009		4/22/2010	862	848		14
11	X	ACE LIMITED	H0023R105			10/10/2008		4/22/2010	521	403		118
12	X	ACE LIMITED	H0023R105			10/29/2008		7/26/2010	634	656		-22
13	X	ACE LIMITED	H0023R105			6/30/2010		7/26/2010	740	727		13
14	X	ACE LIMITED	H0023R105			10/10/2008		7/26/2010	1,057	806		251
15	X	ACE LIMITED	H0023R105			6/28/2010		7/26/2010	3,701	3,737		-36
16	X	ACE LIMITED	H0023R105			2/26/2009		7/26/2010	2,273	1,641		632
17	X	GARMIN LTD	H2906T109			9/14/2009		6/30/2010	3,559	4,241		-682
18	X	GARMIN LTD	H2906T109			9/14/2009		6/30/2010	922	1,143		-221
19	X	GARMIN LTD	H2906T109			12/2/2009		6/30/2010	3,063	3,095		-32
20	X	GARMIN LTD	H2906T109			12/2/2009		6/30/2010	3,018	3,085		-47
21	X	CHECK POINT SOFTWARE TEC	M22465104			9/14/2009		2/16/2010	8,565	7,407		1,158
22	X	CHECK POINT SOFTWARE TEC	M22465104			12/2/2009		2/16/2010	5,171	5,299		-128
23	X	AES CORP	00130H105			9/22/2009		4/22/2010	241	302		-61
24	X	AES CORP	00130H105			9/22/2009		6/1/2010	6,553	10,125		-3,572
25	X	AES CORP	00130H105			9/22/2009		6/2/2010	3,090	4,814		-1,724
26	X	AES CORP	00130H105			12/2/2009		6/2/2010	4,116	5,716		-1,600
27	X	AES CORP	00130H105			12/2/2009		6/3/2010	2,232	3,026		-794
28	X	AETNA INC NEW	00817Y108			9/14/2009		4/22/2010	307	307		0
29	X	ALTERA CORP	021441100			11/8/2010		12/8/2010	753	677		76
30	X	AMGEN INC COM PV \$0 0001	031162100			11/5/2007		4/22/2010	583	564		19
31	X	AMGEN INC COM PV \$0 0001	031162100			7/30/2009		12/8/2010	532	636		-104
32	X	APOLLO GROUP INC CL A	037604105			9/14/2009		1/1/2010	7,161	7,993		-832
33	X	APOLLO GROUP INC CL A	037604105			12/2/2009		1/1/2010	4,476	4,224		252
34	X	ARCHER DANIELS MIDLD	039483102			5/28/2008		1/19/2010	427	568		-142
35	X	ARCHER DANIELS MIDLD	039483102			6/19/2008		1/19/2010	519	566		-47
36	X	ARCHER DANIELS MIDLD	039483102			10/7/2008		1/19/2010	1,404	805		599
37	X	ARCHER DANIELS MIDLD	039483102			9/14/2009		1/19/2010	7,569	7,123		446
38	X	ARCHER DANIELS MIDLD	039483102			9/14/2009		4/5/2010	5,722	5,658		64
39	X	ARCHER DANIELS MIDLD	039483102			12/2/2009		4/5/2010	8,858	9,769		-911
40	X	BMC SOFTWARE INC	055921100			9/14/2009		4/22/2010	816	755		61
41	X	BMC SOFTWARE INC	055921100			12/2/2009		7/19/2010	4,334	4,628		-294
42	X	BMC SOFTWARE INC	055921100			12/2/2009		7/20/2010	1,459	1,569		-110
43	X	BMC SOFTWARE INC	055921100			9/14/2009		8/30/2010	7,848	8,039		-191
44	X	BMC SOFTWARE INC	055921100			9/14/2009		8/31/2010	2,973	3,095		-122
45	X	BMC SOFTWARE INC	055921100			12/2/2009		8/31/2010	1,523	1,647		-124
46	X	CSX CORP	126408103			3/16/2009		2/8/2010	2,343	1,371		972
47	X	CSX CORP	126408103			4/14/2009		2/8/2010	998	657		341
48	X	CSX CORP	126408103			5/18/2009		2/8/2010	1,041	682		359
49	X	CSX CORP	126408103			9/14/2009		2/8/2010	4,556	4,957		-401
50	X	CSX CORP	126408103			12/2/2009		2/8/2010	5,424	6,175		-751

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions															Amount	
Short Term CG Distributions															126	
															0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Cost, Other Basis and Expenses		Net Gain or Loss			
											Valuation Method	Expense of Sale and Cost of Improvements		Depreciation		
51	X	CA INC	12673P105			9/14/2009		4/19/2010	453	457			-4			
52	X	CA INC	12673P105			9/14/2009		4/22/2010	234	228			6			
53	X	CA INC	12673P105			9/14/2009		12/8/2010	479	457			22			
54	X	CAPITAL ONE FINL	14040H105			4/6/2010		4/19/2010	856	865			-9			
55	X	CAPITAL ONE FINL	14040H105			4/6/2010		4/22/2010	894	865			29			
56	X	CARDINAL HEALTH INC OHIO	14149Y108			3/2/2010		4/22/2010	1,075	1,072			3			
57	X	CHEVRON CORP	166764100			6/25/2007		4/19/2010	804	830			-26			
58	X	CHEVRON CORP	166764100			6/25/2007		4/22/2010	810	830			-20			
59	X	CHEVRON CORP	166764100			1/4/2008		12/8/2010	861	936			-75			
60	X	CHUBB CORP	171232101			9/14/2009		4/5/2010	8,303	7,912			391			
61	X	CHUBB CORP	171232101			12/2/2009		12/8/2010	589	500			89			
62	X	CITIGROUP INC	172967101			7/26/2010		12/8/2010	595	549			46			
63	X	COCA COLA ENTERPRISES	191219104			5/24/2007		4/22/2010	56	46			10			
64	X	COCA COLA ENTERPRISES	191219104			6/13/2007		4/22/2010	504	407			97			
65	X	COCA COLA ENTERPRISES	191219104			6/13/2007		6/1/2010	78	68			10			
66	X	COCA COLA ENTERPRISES	191219104			8/1/2007		6/1/2010	1,070	923			147			
67	X	COCA COLA ENTERPRISES	191219104			12/11/2007		6/1/2010	470	451			19			
68	X	COCA COLA ENTERPRISES	191219104			1/25/2008		6/1/2010	757	688			69			
69	X	COCA COLA ENTERPRISES	191219104			3/20/2008		6/1/2010	1,253	1,185			68			
70	X	COCA COLA ENTERPRISES	191219104			9/14/2009		6/1/2010	3,367	2,691			676			
71	X	COCA COLA ENTERPRISES	191219104			9/14/2009		6/2/2010	3,132	2,524			608			
72	X	COCA COLA ENTERPRISES	191219104			12/2/2009		6/2/2010	4,245	3,277			968			
73	X	COMPUTER SCIENCE CRP	205363104			12/2/2009		6/3/2010	2,238	1,718			520			
74	X	COMPUTER SCIENCE CRP	205363104			12/2/2009		4/19/2010	544	520			24			
75	X	COMPUTER SCIENCE CRP	205363104			12/2/2009		5/24/2010	2,312	2,636			-324			
76	X	COMPUTER SCIENCE CRP	205363104			12/2/2009		5/25/2010	4,055	4,767			-712			
77	X	COMPUTER SCIENCE CRP	205363104			12/2/2009		12/8/2010	473	561			-88			
78	X	CONAGRA FOODS INC	205887102			9/14/2009		4/22/2010	498	448			50			
79	X	CONOCOPHILLIPS	20825C104			9/14/2009		4/19/2010	557	468			89			
80	X	CONOCOPHILLIPS	20825C104			9/14/2009		4/22/2010	564	468			96			
81	X	CONOCOPHILLIPS	20825C104			12/2/2009		12/8/2010	644	525			119			
82	X	DARDEN RESTAURANTS INC	237194105			9/14/2009		4/22/2010	483	350			133			
83	X	DARDEN RESTAURANTS INC	237194105			11/10/2009		4/26/2010	7,472	5,420			2,052			
84	X	DISCOVER FINL SVCS	254709108			12/2/2009		3/31/2010	8,612	8,805			-193			
85	X	DISCOVER FINL SVCS	254709108			12/2/2009		3/31/2010	5,317	5,502			-185			
86	X	DOVER CORP	260003108			9/14/2009		4/22/2010	488	381			107			
87	X	DOVER CORP	260003108			12/2/2009		8/9/2010	4,549	3,880			659			
88	X	DOVER CORP	260003108			12/2/2009		8/10/2010	2,217	1,882			335			
89	X	DOVER CORP	260003108			12/2/2009		12/8/2010	580	418			162			
90	X	EATON CORP	278058102			2/8/2010		4/19/2010	772	631			141			
91	X	EATON CORP	278058102			4/6/2010		9/8/2010	384	385			-1			
92	X	EATON CORP	278058102			2/8/2010		9/8/2010	3,637	3,028			609			
93	X	EATON CORP	278058102			4/6/2010		9/8/2010	6,062	154			28			
94	X	ENSCO PLC-SPON ADR	29358Q109			10/19/2009		1/5/2010	6,854	6,155			-93			
95	X	ENSCO PLC-SPON ADR	29358Q109			12/2/2009		1/5/2010	4,070	4,233			-838			
96	X	EXXON MOBIL CORP COM	30231G102			9/14/2009		4/19/2010	677	701			-163			
97	X	EXXON MOBIL CORP COM	30231G102			12/2/2009		12/8/2010	720	762			-42			
98	X	FAMILY DOLLAR STORES	307000109			9/14/2009		4/1/2010	12,713	9,068			3,645			
99	X	FAMILY DOLLAR STORES	307000109			12/2/2009		4/12/2010	7,211	5,943			1,268			
100	X	FLOWERVE CORP	34354P105			9/14/2009		4/22/2010	1,148	973			175			
101	X															
Totals									744,422	594,308	0		150,114			
Securities									0	0			0			
Other sales																

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions															Amount	
Short Term CG Distributions															126	
															0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss		
102	X	FLWRSERVE CORP	34354P105			9/14/2009		8/9/2010	7,124	6,812				312		
103	X	FLWRSERVE CORP	34354P105			12/2/2009		8/9/2010	1,119	1,129				-10		
104	X	FLWRSERVE CORP	34354P105			12/2/2009		8/10/2010	3,908	4,002				-94		
105	X	FOREST LABS INC	345838106			9/14/2009		4/22/2010	270	292				-22		
106	X	FOREST LABS INC	345838106			12/2/2009		5/3/2010	2,225	2,604				-379		
107	X	FOREST LABS INC	345838106			12/2/2009		5/4/2010	2,414	2,858				-444		
108	X	FOREST LABS INC	345838106			12/2/2009		5/5/2010	1,695	2,001				-306		
109	X	JOHNSON AND JOHNSON CO	478160104			12/2/2009		5/5/2010	1,755	1,736				19		
110	X	KROGER CO	501044101			7/11/2005		4/22/2010	116	98				18		
111	X	KROGER CO	501044101			7/12/2005		4/22/2010	116	98				18		
112	X	L-3 COMMNC TNS HLDGS	502424104			7/16/2009		4/22/2010	962	705				257		
113	X	LAUDER ESTEE COS INC A	518439104			1/12/2010		4/19/2010	671	501				170		
114	X	LAUDER ESTEE COS INC A	518439104			1/12/2010		4/22/2010	675	501				174		
115	X	LAUDER ESTEE COS INC A	518439104			1/26/2010		6/21/2010	3,506	3,158				348		
116	X	LAUDER ESTEE COS INC A	518439104			1/12/2010		6/21/2010	654	551				103		
117	X	LAUDER ESTEE COS INC A	518439104			1/26/2010		6/22/2010	7,449	6,797				652		
118	X	LAUDER ESTEE COS INC A	518439104			1/12/2010		6/22/2010	1,232	1,053				179		
119	X	LAUDER ESTEE COS INC A	518439104			1/12/2010		6/23/2010	171	150				21		
120	X	LAUDER ESTEE COS INC A	518439104			1/26/2010		6/23/2010	798	749				49		
121	X	LAUDER ESTEE COS INC A	518439104			1/12/2010		12/8/2010	778	501				277		
122	X	LAUDER ESTEE COS INC A	518439104			1/12/2010		12/13/2010	9,756	6,365				3,391		
123	X	LAUDER ESTEE COS INC A	518439104			1/12/2010		12/14/2010	6,532	4,160				2,372		
124	X	LIMITED BRANDS INC	532716107			6/3/2010		12/8/2010	1,553	1,331				222		
125	X	LOCKHEED MARTIN CORP	539830109			9/9/2009		4/22/2010	858	1,151				-293		
126	X	MARATHON OIL CORP	565849106			9/14/2009		4/22/2010	321	328				-7		
127	X	MCKESSON CORPORATION C	58155Q103			9/14/2009		4/22/2010	1,335	1,166				169		
128	X	MCKESSON CORPORATION C	58155Q103			9/14/2009		11/1/2010	5,790	5,015				775		
129	X	MCKESSON CORPORATION C	58155Q103			9/14/2009		11/2/2010	5,445	4,723				722		
130	X	MEDCO HEALTH SOLUTIONS	58405U102			9/23/2008		4/22/2010	638	459				179		
131	X	MEDCO HEALTH SOLUTIONS	58405U102			12/2/2008		7/12/2010	4,248	4,822				-574		
132	X	MEDCO HEALTH SOLUTIONS	58405U102			9/23/2008		7/12/2010	623	504				119		
133	X	MEDCO HEALTH SOLUTIONS	58405U102			12/2/2008		7/13/2010	3,648	4,115				-467		
134	X	MEDCO HEALTH SOLUTIONS	58405U102			9/23/2008		7/13/2010	513	413				100		
135	X	MEDCO HEALTH SOLUTIONS	58405U102			12/2/2009		7/14/2010	2,340	2,636				-296		
136	X	MEDCO HEALTH SOLUTIONS	58405U102			9/23/2008		7/14/2010	342	275				67		
137	X	MEDCO HEALTH SOLUTIONS	58405U102			9/9/2009		9/27/2010	13,480	16,305				-2,825		
138	X	MICROSOFT CORP	594918104			3/10/2009		4/22/2010	966	497				469		
139	X	MICROSOFT CORP	594918104			3/23/2009		4/22/2010	281	160				121		
140	X	MICROSOFT CORP	594918104			1/6/2010		10/25/2010	7,450	9,059				-1,609		
141	X	MOTOROLA INC COM	620076109			9/14/2009		12/8/2010	489	503				-14		
142	X	NRG ENERGY INC	629377508			9/14/2009		4/22/2010	222	275				-53		
143	X	NEWS CORP CL A	65248E104			8/31/2010		12/8/2010	430	376				54		
144	X	NORTHROP GRUMMAN CORP	666807102			9/14/2009		4/22/2010	681	494				187		
145	X	NORTHROP GRUMMAN CORP	666807102			9/14/2009		10/18/2010	10,978	8,802				2,176		
146	X	NORTHROP GRUMMAN CORP	666807102			9/14/2009		10/19/2010	2,425	1,978				447		
147	X	OCCIDENTAL PETE CORP CA	674599105			7/17/2008		4/19/2010	835	767				68		
148	X	PFIZER INC	717081103			4/14/2009		3/1/2010	20,748	19,293				1,455		
149	X	PRIDE INTL INC DEL	74153Q102			12/2/2009		3/1/2010	12,147	13,042				-895		
150	X	PRIDE INTL INC DEL	74153Q102			10/21/2009		3/1/2010	6,430	7,803				-1,373		
151	X	PRIDE INTL INC DEL	74153Q102			10/21/2009		4/5/2010	6,131	6,615				-484		
152	X	PRIDE INTL INC DEL	74153Q102			12/2/2009		4/5/2010	8,017	8,235				-218		
Totals									744,422	594,308	0	0	150,114	0		
Securities									0	0	0	0	0	0		
Other sales									0	0	0	0	0	0		

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount				
Short Term CG Distributions										126				
										0				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
									Gross Sales Price	Cost or Other Basis	Valuation Method			
153	X	QWEST COMM INTL INC COM	749121109			9/14/2009		1/26/2010	10,062	8,835				1,227
154	X	QWEST COMM INTL INC COM	749121109			9/14/2009		4/22/2010	1,034	707				327
155	X	RAYTHEON CO DELAWARE N	755111507			9/14/2009		4/19/2010	582	462				120
156	X	RAYTHEON CO DELAWARE N	755111507			12/2/2009		12/8/2010	469	521				-52
157	X	ROSS STORES INC COM	778296103			9/14/2009		4/19/2010	553	476				77
158	X	ROSS STORES INC COM	778296103			9/14/2009		4/22/2010	577	476				101
159	X	ROSS STORES INC COM	778296103			9/14/2009		11/8/2010	6,473	4,859				1,614
160	X	ROSS STORES INC COM	778296103			9/14/2009		11/9/2010	695	524				171
161	X	SAFEMART INC NEW	786514208			9/14/2009		4/22/2010	532	407				125
162	X	SAFEMART INC NEW	786514208			12/2/2009		12/8/2010	430	457				-27
163	X	SANDISK CORP INC	80004C101			8/9/2010		12/8/2010	959	924				35
164	X	SYSCO CORPORATION	871829107			9/14/2009		4/22/2010	304	260				44
165	X	SYSCO CORPORATION	871829107			9/14/2009		8/30/2010	7,875	7,421				454
166	X	SYSCO CORPORATION	871829107			12/2/2009		8/30/2010	83	85				-2
167	X	SYSCO CORPORATION	871829107			12/2/2009		8/31/2010	4,446	4,577				-131
168	X	SYSCO CORPORATION	871829107			12/2/2010		12/3/2010	136,066	837				135,229
169	X	TJX COS INC NEW	872540109			12/14/2009		4/19/2010	449	381				68
170	X	TJX COS INC NEW	872540109			12/14/2009		4/22/2010	472	381				91
171	X	TARGET CORP COM	87612E106			3/2/2010		4/19/2010	549	518				31
172	X	TARGET CORP COM	87612E106			3/2/2010		4/22/2010	571	518				53
173	X	TRAVELERS COS INC	89417E109			9/14/2009		4/19/2010	523	491				32
174	X	TRAVELERS COS INC	89417E109			9/14/2009		4/22/2010	525	491				34
175	X	TRAVELERS COS INC	89417E109			12/2/2009		4/26/2010	6,524	6,622				-98
176	X	TRAVELERS COS INC	89417E109			12/2/2009		12/8/2010	551	530				21
177	X	UNUM GROUP	91529Y106			9/14/2009		4/5/2010	6,979	6,050				929
178	X	UNUM GROUP	91529Y106			9/14/2009		4/22/2010	250	220				30
179	X	UNUM GROUP	91529Y106			9/14/2009		12/8/2010	918	880				38
180	X	VERIZON COMMUNICATIONS	92343V104			1/28/2008		4/22/2010	116	150				-34
181	X	VERIZON COMMUNICATIONS	92343V104			1/29/2008		4/22/2010	174	231				-57
182	X	WAL-MART STORES INC	931142103			2/15/2008		4/22/2010	54	49				5
183	X	WAL-MART STORES INC	931142103			9/23/2008		4/22/2010	489	531				-42
184	X	WALGREEN CO	931422109			6/1/2010		8/16/2010	1,690	1,949				-259
185	X	WALGREEN CO	931422109			6/2/2010		8/16/2010	4,676	5,401				-725
186	X	WALGREEN CO	931422109			6/1/2010		10/11/2010	3,267	3,151				116
187	X	WALGREEN CO	931422109			6/3/2010		10/11/2010	202	194				8
188	X	WALGREEN CO	931422109			6/3/2010		10/12/2010	1,524	1,458				66
189	X	WALGREEN CO	931422109			6/14/2010		10/12/2010	2,100	1,853				247
190	X	WALGREEN CO	931422109			6/14/2010		10/13/2010	3,439	2,958				481
191	X	WALGREEN CO	931422109			6/15/2010		10/13/2010	3,786	3,280				506
192	X	WALGREEN CO	931422109			6/15/2010		10/14/2010	3,508	3,070				438
193	X	FOREST LABS INC	345838106			12/2/2009		12/8/2010	642	635				7
194	X	FREEMT-MCMRAN CPR & GL	35671D857			4/12/2010		4/22/2010	784	851				-67
195	X	FREEMT-MCMRAN CPR & GL	35671D857			4/12/2010		7/26/2010	14,648	17,535				-2,887
196	X	FRONTIER COMMUNICATION	35906A108			1/29/2008		9/8/2010	31	40				-9
197	X	FRONTIER COMMUNICATION	35906A108			2/7/2008		9/8/2010	23	28				-5
198	X	FRONTIER COMMUNICATION	35906A108			5/8/2008		9/8/2010	69	90				-21
199	X	FRONTIER COMMUNICATION	35906A108			12/18/2008		9/8/2010	46	54				-8
200	X	FRONTIER COMMUNICATION	35906A108			4/7/2009		9/8/2010	8	8				0
201	X	FRONTIER COMMUNICATION	35906A108			5/7/2009		9/8/2010	46	47				-1
202	X	FRONTIER COMMUNICATION	35906A108			6/1/2009		9/8/2010	46	46				0
203	X	FRONTIER COMMUNICATION	35906A108			6/2/2009		9/8/2010	61	61				0
									744,422		594,308		150,114	
Securities									0		0		0	
Other sales									0		0		0	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals								
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss						
															Short Term CG Distributions		Securities		Other sales	
204	X	FRONTIER COMMUNICATION	35906A108	-	-	6/22/2009	-	9/8/2010	85	85	-	-	-	0						
205	X	FRONTIER COMMUNICATION	35906A108	-	-	9/14/2009	-	9/8/2010	123	129	-	-	-	-6						
206	X	FRONTIER COMMUNICATION	35906A108	-	-	12/2/2009	-	9/8/2010	323	359	-	-	-	-36						
207	X	GAP INC DELAWARE	364760108	-	-	9/14/2009	-	4/22/2010	771	654	-	-	-	117						
208	X	GAP INC DELAWARE	364760108	-	-	10/26/2009	-	12/8/2010	853	908	-	-	-	-55						
209	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	12/4/2008	-	4/19/2010	1,425	616	-	-	-	809						
210	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	1/2/2009	-	4/19/2010	158	84	-	-	-	74						
211	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	4/26/2010	-	5/24/2010	280	306	-	-	-	-26						
212	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	12/2/2009	-	5/24/2010	3,922	4,692	-	-	-	-770						
213	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	4/26/2010	-	5/25/2010	278	306	-	-	-	-28						
214	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	1/2/2009	-	5/25/2010	7,237	8,714	-	-	-	-1,477						
215	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	1/2/2009	-	6/28/2010	2,750	1,673	-	-	-	1,077						
216	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	1/5/2009	-	6/28/2010	2,612	1,696	-	-	-	916						
217	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	1/7/2009	-	6/28/2010	4,125	2,591	-	-	-	1,534						
218	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	3/24/2009	-	6/28/2010	1,925	1,565	-	-	-	360						
219	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	5/1/2009	-	6/28/2010	2,337	2,174	-	-	-	163						
220	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	8/12/2009	-	6/28/2010	1,237	1,468	-	-	-	-231						
221	X	GOLDMAN SACHS GROUP INC	38141G104	-	-	4/26/2010	-	6/28/2010	5,489	6,128	-	-	-	-629						
222	X	HEWLETT PACKARD CO DEL	428236103	-	-	8/24/2007	-	4/19/2010	426	384	-	-	-	42						
223	X	HEWLETT PACKARD CO DEL	428236103	-	-	8/27/2007	-	4/19/2010	106	96	-	-	-	10						
224	X	HEWLETT PACKARD CO DEL	428236103	-	-	8/27/2007	-	9/13/2010	267	337	-	-	-	-70						
225	X	HEWLETT PACKARD CO DEL	428236103	-	-	9/23/2008	-	9/13/2010	2,062	2,556	-	-	-	-494						
226	X	HEWLETT PACKARD CO DEL	428236103	-	-	10/15/2008	-	9/13/2010	2,482	2,621	-	-	-	-139						
227	X	HEWLETT PACKARD CO DEL	428236103	-	-	12/1/2008	-	9/13/2010	3,245	2,892	-	-	-	353						
228	X	HEWLETT PACKARD CO DEL	428236103	-	-	9/14/2009	-	9/13/2010	4,772	5,729	-	-	-	-957						
229	X	HEWLETT PACKARD CO DEL	428236103	-	-	12/2/2009	-	9/13/2010	5,727	7,434	-	-	-	-1,707						
230	X	HEWLETT PACKARD CO DEL	428236103	-	-	12/2/2009	-	9/14/2010	2,364	2,974	-	-	-	-610						
231	X	HONEYWELL INTL INC DEL	438516106	-	-	10/10/2008	-	4/22/2010	464	320	-	-	-	144						
232	X	INTL BUSINESS MACHINES	459200101	-	-	9/23/2008	-	4/22/2010	1,284	1,160	-	-	-	124						
233	X	INTL BUSINESS MACHINES	459200101	-	-	12/2/2009	-	6/14/2010	129	128	-	-	-	1						
234	X	INTL BUSINESS MACHINES	459200101	-	-	3/16/2009	-	6/14/2010	647	456	-	-	-	191						
235	X	INTL BUSINESS MACHINES	459200101	-	-	12/29/2008	-	6/14/2010	1,553	968	-	-	-	585						
236	X	INTL BUSINESS MACHINES	459200101	-	-	10/15/2008	-	6/14/2010	1,294	915	-	-	-	379						
237	X	INTL BUSINESS MACHINES	459200101	-	-	9/23/2008	-	6/14/2010	1,682	1,509	-	-	-	173						
238	X	INTL BUSINESS MACHINES	459200101	-	-	12/2/2009	-	6/15/2010	129	128	-	-	-	1						
239	X	INTL BUSINESS MACHINES	459200101	-	-	3/16/2009	-	6/15/2010	646	456	-	-	-	190						
240	X	INTL BUSINESS MACHINES	459200101	-	-	12/29/2008	-	6/15/2010	1,680	1,048	-	-	-	632						
241	X	INTL BUSINESS MACHINES	459200101	-	-	10/15/2008	-	6/15/2010	1,421	1,006	-	-	-	415						
242	X	INTL BUSINESS MACHINES	459200101	-	-	9/23/2008	-	6/15/2010	2,067	1,857	-	-	-	210						
243	X	INTL BUSINESS MACHINES	459200101	-	-	12/2/2009	-	12/8/2010	1,449	1,284	-	-	-	165						
244	X	INTL PAPER CO	460146103	-	-	12/2/2009	-	12/8/2010	531	527	-	-	-	4						
245	X	JOHNSON AND JOHNSON CO	478160104	-	-	8/5/2009	-	4/22/2010	645	605	-	-	-	40						
246	X	JOHNSON AND JOHNSON CO	478160104	-	-	12/2/2009	-	5/3/2010	2,415	2,378	-	-	-	37						
247	X	JOHNSON AND JOHNSON CO	478160104	-	-	12/2/2009	-	5/4/2010	2,523	2,507	-	-	-	16						

Line 16c (990-PF) - Other Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		9,622	5,773	0	3,849
1	MLTC FEES AS AGENT	9,622	5,773		3,849
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		2,554	0	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	1,326			
2	ESTIMATED EXCISE TAX PAID	1,228			
3					
4					
5					
6					
7					
8					
9					
10					

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Long Term CG Distributions	Short Term CG Distributions	Amount		Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
			126	0									
1	WELLPOINT INC		94973V107		6/19/2009	601		520	81				149,988
2	WELLPOINT INC		94973V107		12/2/2009	569		551	18				18
3	WSTN DIGITAL CORP DEL		958102105		9/14/2009	399		352	47				47
4	XILINX INC		983919101		9/14/2009	9,699		8,211	1,488				1,488
5	XILINX INC		983919101		12/2/2009	4,349		3,741	608				608
6	XILINX INC		983919101		12/2/2009	1,457		1,263	194				194
7	GARMIN LTD (KAYMAN IS)		G37260109		9/14/2009	367		369	-2				-2
8	GARMIN LTD (KAYMAN IS)		G37260109		9/14/2009	2,719		3,024	-305				-305
9	GARMIN LTD (KAYMAN IS)		G37260109		9/14/2009	3,182		3,577	-395				-395
10	NABORS INDUSTRIES LTD		G6359F103		11/25/2009	862		848	14				14
11	ACE LIMITED		H0023R105		10/10/2008	521		403	118				118
12	ACE LIMITED		H0023R105		10/29/2008	634		656	-22				-22
13	ACE LIMITED		H0023R105		6/30/2010	740		727	13				13
14	ACE LIMITED		H0023R105		10/10/2008	1,057		806	251				251
15	ACE LIMITED		H0023R105		6/28/2010	3,701		3,737	-36				-36
16	ACE LIMITED		H0023R105		2/26/2009	2,273		1,641	632				632
17	GARMIN LTD		H2906T109		9/14/2009	3,559		4,241	-682				-682
18	GARMIN LTD		H2906T109		9/14/2009	922		1,143	-221				-221
19	GARMIN LTD		H2906T109		12/2/2009	3,063		3,095	-32				-32
20	GARMIN LTD		H2906T109		12/2/2009	3,018		3,065	-47				-47
21	CHECK POINT SOFTWARE TECH		M22465104		9/14/2009	8,565		7,407	1,158				1,158
22	CHECK POINT SOFTWARE TECH		M22465104		12/2/2009	5,171		5,299	-128				-128
23	AES CORP		00130H105		9/22/2009	241		302	-61				-61
24	AES CORP		00130H105		9/22/2009	6,553		10,125	-3,572				-3,572
25	AES CORP		00130H105		9/22/2009	3,090		4,814	-1,724				-1,724
26	AES CORP		00130H105		12/2/2009	4,116		5,716	-1,600				-1,600
27	AES CORP		00130H105		12/2/2009	2,232		3,026	-794				-794
28	AETNA INC NEW		00817Y108		9/14/2009	307		307	0				0
29	ALTERA CORP		021441100		11/8/2010	753		677	76				76
30	AMGEN INC COM PV \$0.0001		031162100		11/5/2007	583		564	19				19
31	AMGEN INC COM PV \$0.0001		031162100		7/30/2009	532		636	-104				-104
32	APOLLO GROUP INC CL A		037604105		9/14/2009	7,161		7,993	-832				-832
33	APOLLO GROUP INC CL A		037604105		12/2/2009	4,476		4,224	252				252
34	ARCHER DANIELS MIDLD		039483102		5/28/2008	427		569	-142				-142
35	ARCHER DANIELS MIDLD		039483102		6/19/2008	519		566	-47				-47
36	ARCHER DANIELS MIDLD		039483102		10/7/2008	1,404		805	599				599
37	ARCHER DANIELS MIDLD		039483102		9/14/2009	7,569		7,123	446				446
38	ARCHER DANIELS MIDLD		039483102		9/14/2009	5,722		5,658	64				64
39	ARCHER DANIELS MIDLD		039483102		12/2/2009	8,858		9,769	-911				-911
40	BMC SOFTWARE INC		055921100		9/14/2009	816		755	61				61
41	BMC SOFTWARE INC		055921100		12/2/2009	4,334		4,628	-294				-294
42	BMC SOFTWARE INC		055921100		12/2/2009	1,459		1,569	-110				-110
43	BMC SOFTWARE INC		055921100		9/14/2009	7,848		8,039	-191				-191
44	BMC SOFTWARE INC		055921100		9/14/2009	2,973		3,095	-122				-122
45	BMC SOFTWARE INC		055921100		12/2/2009	1,523		1,647	-124				-124
46	CSX CORP		126408103		3/16/2009	2,343		1,371	972				972
47	CSX CORP		126408103		4/14/2009	998		657	341				341
48	CSX CORP		126408103		5/18/2009	1,041		682	359				359
49	CSX CORP		126408103		9/14/2009	4,556		4,957	-401				-401
50	CSX CORP		126408103		12/2/2009	5,424		6,175	-751				-751
51	CA INC		12673P105		9/14/2009	453		457	-4				-4
52	CA INC		12673P105		9/14/2009	234		228	6				6
53	CA INC		12673P105		9/14/2009	479		457	22				22
54	CAPITAL ONE FINL		14040H105		4/6/2010	856		865	-9				-9
55	CAPITAL ONE FINL		14040H105		4/6/2010	894		865	29				29
56	CARDINAL HEALTH INC OHIO		14145Y108		3/2/2010	1,075		1,072	3				3
57	CHEVRON CORP		166764100		6/25/2007	804		830	-26				-26

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount		Totals		744,296		594,308		149,988		0		0		0		149,988			
		Long Term CG Distributions		Short Term CG Distributions		Date		Gross Sales Price		Depreciation Allowed		Cost or Other Basis Plus Expense of Sale		Gain or Loss		FM V as of 12/31/69		Excess of FMV Over Adj Basis		Gains Minus Excess of FMV Over Adjusted Basis or Losses	
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold																
58	CHEVRON CORP	166764100		6/25/2007	4/22/2010		810	0	830					-20						-20	
59	CHEVRON CORP	166764100		1/4/2008	12/8/2010		861	0	936					-75						-75	
60	CHUBB CORP	171232101		9/14/2009	4/5/2010		8,303	0	7,912					391						391	
61	CHUBB CORP	171232101		12/2/2009	12/8/2010		589	0	500					89						89	
62	CITIGROUP INC	172967101		7/26/2010	12/8/2010		595	0	549					46						46	
63	COCA COLA ENTERPRISES	191219104		5/24/2007	4/22/2010		56	0	46					10						10	
64	COCA COLA ENTERPRISES	191219104		6/13/2007	4/22/2010		504	0	407					97						97	
65	COCA COLA ENTERPRISES	191219104		6/13/2007	6/1/2010		78	0	68					10						10	
66	COCA COLA ENTERPRISES	191219104		8/1/2007	6/1/2010		1,070	0	923					147						147	
67	COCA COLA ENTERPRISES	191219104		12/11/2007	6/1/2010		470	0	451					19						19	
68	COCA COLA ENTERPRISES	191219104		1/25/2008	6/1/2010		757	0	688					69						69	
69	COCA COLA ENTERPRISES	191219104		3/20/2008	6/1/2010		1,253	0	1,185					68						68	
70	COCA COLA ENTERPRISES	191219104		9/14/2009	6/1/2010		3,367	0	2,891					676						676	
71	COCA COLA ENTERPRISES	191219104		9/14/2009	6/2/2010		3,132	0	2,524					608						608	
72	COCA COLA ENTERPRISES	191219104		12/2/2009	6/2/2010		4,245	0	3,277					968						968	
73	COCA COLA ENTERPRISES	191219104		12/2/2009	6/3/2010		2,238	0	1,718					520						520	
74	COMPUTER SCIENCE CRP	205363104		9/14/2009	4/19/2010		544	0	520					24						24	
75	COMPUTER SCIENCE CRP	205363104		12/2/2009	5/24/2010		2,312	0	2,636					-324						-324	
76	COMPUTER SCIENCE CRP	205363104		12/2/2009	5/25/2010		4,055	0	4,767					-712						-712	
77	COMPUTER SCIENCE CRP	205363104		12/2/2009	12/8/2010		473	0	561					-88						-88	
78	CONAGRA FOODS INC	205887102		9/14/2009	4/22/2010		498	0	448					50						50	
79	CONOCOPHILLIPS	20825C104		9/14/2009	4/19/2010		557	0	468					89						89	
80	CONOCOPHILLIPS	20825C104		9/14/2009	4/22/2010		564	0	468					96						96	
81	CONOCOPHILLIPS	20825C104		12/2/2009	12/8/2010		644	0	525					119						119	
82	DARDEN RESTAURANTS INC	237194105		9/14/2009	4/22/2010		483	0	350					133						133	
83	DARDEN RESTAURANTS INC	237194105		9/14/2009	4/26/2010		7,472	0	5,420					2,052						2,052	
84	DISCOVER FINL SVCS	254709108		11/10/2009	3/31/2010		8,612	0	8,805					-193						-193	
85	DISCOVER FINL SVCS	254709108		12/2/2009	3/31/2010		5,317	0	5,502					-185						-185	
86	DOVER CORP	260003108		9/14/2009	4/22/2010		488	0	381					107						107	
87	DOVER CORP	260003108		12/2/2009	8/9/2010		4,549	0	3,890					659						659	
88	DOVER CORP	260003108		12/2/2009	8/10/2010		2,217	0	1,882					335						335	
89	DOVER CORP	260003108		12/2/2009	12/8/2010		580	0	418					162						162	
90	EATON CORP	278058102		2/8/2010	4/19/2010		772	0	631					141						141	
91	EATON CORP	278058102		4/6/2010	9/8/2010		384	0	385					-1						-1	
92	EATON CORP	278058102		2/8/2010	9/8/2010		3,637	0	3,028					609						609	
93	EATON CORP	278058102		2/8/2010	9/8/2010		154	0	126					28						28	
94	EATON CORP	278058102		4/6/2010	9/8/2010		6,062	0	6,155					-93						-93	
95	ENSCO PLC-SPON ADR	293580109		10/19/2009	1/5/2010		6,854	0	7,692					-838						-838	
96	ENSCO PLC-SPON ADR	293580109		12/2/2009	1/5/2010		4,070	0	4,233					-163						-163	
97	EXXON MOBIL CORP COM	30231G102		9/14/2009	4/19/2010		677	0	701					-24						-24	
98	EXXON MOBIL CORP COM	30231G102		12/2/2009	12/8/2010		720	0	762					-42						-42	
99	FAMILY DOLLAR STORES	307000109		9/14/2009	4/12/2010		12,713	0	9,068					3,645						3,645	
100	FAMILY DOLLAR STORES	307000109		12/2/2009	4/12/2010		7,211	0	5,943					1,268						1,268	
101	FLOWERVE CORP	34354P105		9/14/2009	8/9/2010		7,124	0	6,812					312						312	
102	FLOWERVE CORP	34354P105		12/2/2009	8/9/2010		1,119	0	1,129					-10						-10	
103	FLOWERVE CORP	34354P105		12/2/2009	8/10/2010		3,908	0	4,002					-94						-94	
104	FLOWERVE CORP	34354P105		12/2/2009	4/22/2010		270	0	292					-22						-22	
105	FOREST LABS INC	345838106		9/14/2009	5/3/2010		2,225	0	2,604					-379						-379	
106	FOREST LABS INC	345838106		12/2/2009	5/4/2010		2,414	0	2,858					-444						-444	
107	FOREST LABS INC	345838106		12/2/2009	5/5/2010		1,695	0	2,001					-306						-306	
108	FOREST LABS INC	345838106		12/2/2009	5/5/2010		1,755	0	1,736					19						19	
109	JOHNSON AND JOHNSON COM	501044101		7/1/2005	4/22/2010		116	0	98					18						18	
110	KROGER CO	501044101		7/12/2005	4/22/2010		116	0	98					18						18	
111	KROGER CO	501044101		7/16/2009	4/22/2010		962	0	705					257						257	
112	L-3 COMMNCNTS HLDGS	502424104		1/12/2010	4/19/2010		671	0	501					170						170	
113	LAUDER ESTEE COS INC A	518439104		1/12/2010	4/22/2010		675	0	501					174						174	
114	LAUDER ESTEE COS INC A	518439104						0													

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Long Term CG Distributions	Short Term CG Distributions	Amount	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
115	LAUDER ESTEE COS INC A		126	518439104		1/26/2010	6/21/2010	3,506	0	3,158	348			0	149,988
116	LAUDER ESTEE COS INC A			518439104		1/12/2010	6/21/2010	654	0	551	103			0	103
117	LAUDER ESTEE COS INC A			518439104		1/26/2010	6/22/2010	7,449	0	6,797	652			0	652
118	LAUDER ESTEE COS INC A			518439104		1/12/2010	6/22/2010	1,232	0	1,053	179			0	179
119	LAUDER ESTEE COS INC A			518439104		1/12/2010	6/23/2010	171	0	150	21			0	21
120	LAUDER ESTEE COS INC A			518439104		1/26/2010	6/23/2010	798	0	749	49			0	49
121	LAUDER ESTEE COS INC A			518439104		1/12/2010	12/8/2010	778	0	501	277			0	277
122	LAUDER ESTEE COS INC A			518439104		1/12/2010	12/13/2010	9,756	0	6,365	3,391			0	3,391
123	LAUDER ESTEE COS INC A			518439104		6/3/2010	12/8/2010	6,532	0	4,160	2,372			0	2,372
124	LIMITED BRANDS INC			532716107		9/9/2009	4/22/2010	1,553	0	1,331	222			0	222
125	LOCKHEED MARTIN CORP			539830109		9/14/2009	4/22/2010	858	0	1,151	-293			0	-293
126	MARATHON OIL CORP			565849106		9/14/2009	4/22/2010	321	0	328	-7			0	-7
127	MCKESSON CORPORATION COM			58155Q103		9/14/2009	4/22/2010	1,335	0	1,166	169			0	169
128	MCKESSON CORPORATION COM			58155Q103		9/14/2009	1/11/2010	5,790	0	5,015	775			0	775
129	MCKESSON CORPORATION COM			58155Q103		9/14/2009	1/12/2010	5,445	0	4,723	722			0	722
130	MEDCO HEALTH SOLUTIONS I			58405U102		9/23/2008	4/22/2010	638	0	459	179			0	179
131	MEDCO HEALTH SOLUTIONS I			58405U102		12/2/2009	7/12/2010	4,248	0	4,822	-574			0	-574
132	MEDCO HEALTH SOLUTIONS I			58405U102		9/23/2008	7/12/2010	623	0	504	119			0	119
133	MEDCO HEALTH SOLUTIONS I			58405U102		12/2/2009	7/13/2010	3,648	0	4,115	-467			0	-467
134	MEDCO HEALTH SOLUTIONS I			58405U102		9/23/2008	7/13/2010	513	0	413	100			0	100
135	MEDCO HEALTH SOLUTIONS I			58405U102		12/2/2009	7/14/2010	2,340	0	2,636	-296			0	-296
136	MEDCO HEALTH SOLUTIONS I			58405U102		9/23/2008	7/14/2010	342	0	275	67			0	67
137	MEDCO HEALTH SOLUTIONS I			58405U102		9/9/2009	4/22/2010	13,480	0	16,305	-2,825			0	-2,825
138	MICROSOFT CORP			594918104		3/10/2009	9/27/2010	966	0	497	469			0	469
139	MICROSOFT CORP			594918104		3/23/2009	4/22/2010	281	0	160	121			0	121
140	MICROSOFT CORP			594918104		1/6/2010	10/25/2010	7,450	0	9,059	-1,609			0	-1,609
141	MOTOROLA INC COM			620076109		9/14/2009	12/8/2010	489	0	503	-14			0	-14
142	NRG ENERGY INC			629377508		9/14/2009	4/22/2010	222	0	275	-53			0	-53
143	NEWS CORP CL A			65248E104		8/31/2010	12/8/2010	430	0	376	54			0	54
144	NORTHROP GRUMMAN CORP			666807102		9/14/2009	4/22/2010	681	0	494	187			0	187
145	NORTHROP GRUMMAN CORP			666807102		9/14/2009	10/18/2010	10,978	0	8,802	2,176			0	2,176
146	NORTHROP GRUMMAN CORP			666807102		9/14/2009	10/19/2010	2,425	0	1,978	447			0	447
147	OCCIDENTAL PETE CORP CAL			674599105		7/17/2008	4/19/2010	835	0	767	68			0	68
148	Pfizer Inc			717081103		9/14/2009	3/1/2010	20,748	0	19,293	1,455			0	1,455
149	Pfizer Inc			717081103		12/2/2009	3/1/2010	12,147	0	13,042	-895			0	-895
150	PRIDE INTL INC DEL			74153Q102		10/21/2009	3/1/2010	6,430	0	7,803	-1,373			0	-1,373
151	PRIDE INTL INC DEL			74153Q102		10/21/2009	4/5/2010	6,131	0	6,615	-484			0	-484
152	PRIDE INTL INC DEL			74153Q102		12/2/2009	4/5/2010	8,017	0	8,235	-218			0	-218
153	QWEST COMM INTL INC COM			749121109		9/14/2009	1/26/2010	10,062	0	8,835	1,227			0	1,227
154	QWEST COMM INTL INC COM			749121109		9/14/2009	4/22/2010	1,034	0	707	327			0	327
155	RAYTHEON CO DELAWARE NEW			755111507		9/14/2009	4/19/2010	582	0	462	120			0	120
156	RAYTHEON CO DELAWARE NEW			755111507		12/2/2009	12/8/2010	469	0	521	-52			0	-52
157	ROSS STORES INC COM			778296103		9/14/2009	4/19/2010	553	0	476	77			0	77
158	ROSS STORES INC COM			778296103		9/14/2009	4/22/2010	577	0	476	101			0	101
159	ROSS STORES INC COM			778296103		9/14/2009	1/18/2010	6,473	0	4,859	1,614			0	1,614
160	ROSS STORES INC COM			778296103		9/14/2009	1/19/2010	695	0	524	171			0	171
161	SAFEWAY INC NEW			786514208		9/14/2009	4/22/2010	532	0	407	125			0	125
162	SAFEWAY INC NEW			786514208		12/2/2009	12/8/2010	430	0	457	-27			0	-27
163	SANDISK CORP INC			80004C101		8/9/2010	12/8/2010	959	0	924	35			0	35
164	SYSCO CORPORATION			871829107		9/14/2009	4/22/2010	304	0	260	44			0	44
165	SYSCO CORPORATION			871829107		9/14/2009	8/30/2010	7,875	0	7,421	454			0	454
166	SYSCO CORPORATION			871829107		12/2/2009	8/30/2010	83	0	85	-2			0	-2
167	SYSCO CORPORATION			871829107		12/2/2009	8/31/2010	4,446	0	4,577	-131			0	-131
168	SYSCO CORPORATION			871829107		12/2/2010	12/3/2010	136,066	0	837	135,229			0	135,229
169	TJX COS INC NEW			872540109		12/14/2009	4/19/2010	449	0	381	68			0	68
170	TJX COS INC NEW			872540109		12/14/2009	4/22/2010	472	0	381	91			0	91
171	TARGET CORP COM			87612E106		3/2/2010	4/19/2010	549	0	518	31			0	31

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis of Losses
			Long Term CG Distributions	Short Term CG Distributions											
			126	0				744,296		0	594,308	149,988	0	0	149,988
172	TARGET CORP	COM	87612E106			3/2/2010	4/22/2010	571	0	518	53			0	53
173	TRAVELERS COS INC		89417E109			9/14/2009	4/19/2010	523		0	32			0	32
174	TRAVELERS COS INC		89417E109			9/14/2009	4/22/2010	525		491	34			0	34
175	TRAVELERS COS INC		89417E109			12/2/2009	4/26/2010	6,524		6,622	-98			0	-98
176	TRAVELERS COS INC		89417E109			12/2/2009	12/8/2010	551		530	21			0	21
177	UNUM GROUP		91529Y106			9/14/2009	4/5/2010	6,979		6,050	929			0	929
178	UNUM GROUP		91529Y106			9/14/2009	4/22/2010	250		30	30			0	30
179	UNUM GROUP		91529Y106			9/14/2009	12/8/2010	918		880	38			0	38
180	VERIZON COMMUNICATNS COM		92343V104			1/28/2008	4/22/2010	116		150	-34			0	-34
181	VERIZON COMMUNICATNS COM		92343V104			1/29/2008	4/22/2010	174		231	-57			0	-57
182	WAL-MART STORES INC		931142103			2/15/2008	4/22/2010	54		49	5			0	5
183	WAL-MART STORES INC		931142103			9/23/2008	4/22/2010	489		531	-42			0	-42
184	WALGREEN CO		931422109			6/1/2010	8/16/2010	1,690		1,949	-259			0	-259
185	WALGREEN CO		931422109			6/2/2010	8/16/2010	4,676		5,401	-725			0	-725
186	WALGREEN CO		931422109			6/1/2010	10/11/2010	3,257		3,151	116			0	116
187	WALGREEN CO		931422109			6/3/2010	10/11/2010	202		194	8			0	8
188	WALGREEN CO		931422109			6/3/2010	10/12/2010	1,524		1,458	66			0	66
189	WALGREEN CO		931422109			6/14/2010	10/12/2010	2,100		1,853	247			0	247
190	WALGREEN CO		931422109			6/15/2010	10/13/2010	3,439		2,958	481			0	481
191	WALGREEN CO		931422109			6/15/2010	10/13/2010	3,786		3,280	506			0	506
192	WALGREEN CO		931422109			6/15/2010	10/14/2010	3,508		3,070	438			0	438
193	FOREST LABS INC		345838105			12/2/2009	12/8/2010	642		635	7			0	7
194	FREERT-MCMRAN CPR & GLD		35671D857			4/12/2010	4/22/2010	784		851	-67			0	-67
195	FREERT-MCMRAN CPR & GLD		35671D857			4/12/2010	7/26/2010	14,648		17,535	-2,887			0	-2,887
196	FRONTIER COMMUNICATIONS		35906A108			1/29/2008	9/8/2010	31		40	-9			0	-9
197	FRONTIER COMMUNICATIONS		35906A108			2/7/2008	9/8/2010	23		28	-5			0	-5
198	FRONTIER COMMUNICATIONS		35906A108			5/8/2008	9/8/2010	69		90	-21			0	-21
199	FRONTIER COMMUNICATIONS		35906A108			12/18/2008	9/8/2010	46		54	-8			0	-8
200	FRONTIER COMMUNICATIONS		35906A108			4/7/2009	9/8/2010	8		8	0			0	0
201	FRONTIER COMMUNICATIONS		35906A108			5/7/2009	9/8/2010	46		47	-1			0	-1
202	FRONTIER COMMUNICATIONS		35906A108			6/1/2009	9/8/2010	46		46	0			0	0
203	FRONTIER COMMUNICATIONS		35906A108			6/2/2009	9/8/2010	61		61	0			0	0
204	FRONTIER COMMUNICATIONS		35906A108			6/22/2009	9/8/2010	85		85	0			0	0
205	FRONTIER COMMUNICATIONS		35906A108			9/14/2009	9/8/2010	123		129	-6			0	-6
206	FRONTIER COMMUNICATIONS		35906A108			12/2/2009	9/8/2010	323		359	-36			0	-36
207	GAP INC DELAWARE		364760108			9/14/2009	4/22/2010	771		654	117			0	117
208	GAP INC DELAWARE		364760108			10/26/2009	12/8/2010	853		908	-55			0	-55
209	GOLDMAN SACHS GROUP INC		38141G104			12/4/2008	4/19/2010	1,425		616	809			0	809
210	GOLDMAN SACHS GROUP INC		38141G104			1/2/2009	4/19/2010	158		84	74			0	74
211	GOLDMAN SACHS GROUP INC		38141G104			4/26/2010	5/24/2010	280		306	-26			0	-26
212	GOLDMAN SACHS GROUP INC		38141G104			12/2/2009	5/24/2010	3,922		4,892	-770			0	-770
213	GOLDMAN SACHS GROUP INC		38141G104			4/26/2010	5/25/2010	278		306	-28			0	-28
214	GOLDMAN SACHS GROUP INC		38141G104			12/2/2009	5/25/2010	7,237		8,714	-1,477			0	-1,477
215	GOLDMAN SACHS GROUP INC		38141G104			1/2/2009	6/28/2010	2,750		1,673	1,077			0	1,077
216	GOLDMAN SACHS GROUP INC		38141G104			1/5/2009	6/28/2010	2,612		1,696	916			0	916
217	GOLDMAN SACHS GROUP INC		38141G104			1/7/2009	6/28/2010	4,125		2,591	1,534			0	1,534
218	GOLDMAN SACHS GROUP INC		38141G104			3/24/2009	6/28/2010	1,925		1,565	360			0	360
219	GOLDMAN SACHS GROUP INC		38141G104			5/1/2009	6/28/2010	2,337		2,174	163			0	163
220	GOLDMAN SACHS GROUP INC		38141G104			8/12/2009	6/28/2010	1,237		1,468	-231			0	-231
221	GOLDMAN SACHS GROUP INC		38141G104			4/26/2010	6/28/2010	5,499		6,128	-629			0	-629
222	HEWLETT PACKARD CO DEL		428236103			8/24/2007	4/19/2010	426		384	42			0	42
223	HEWLETT PACKARD CO DEL		428236103			8/27/2007	4/19/2010	106		96	10			0	10
224	HEWLETT PACKARD CO DEL		428236103			8/27/2007	9/13/2010	267		337	-70			0	-70
225	HEWLETT PACKARD CO DEL		428236103			9/23/2008	9/13/2010	2,062		2,556	-494			0	-494
226	HEWLETT PACKARD CO DEL		428236103			10/15/2008	9/13/2010	2,482		2,621	-139			0	-139
227	HEWLETT PACKARD CO DEL		428236103			12/1/2008	9/13/2010	3,245		2,892	353			0	353
228	HEWLETT PACKARD CO DEL		428236103			9/14/2009	9/13/2010	4,772		5,729	-957			0	-957

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Long Term CG Distributions Short Term CG Distributions	Amount		CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	149,988
		126	0														
229	HEWLETT PACKARD CO DEL	428236103				12/2/2009	9/13/2010		5,727	0	7,434	-1,707			0		149,988
230	HEWLETT PACKARD CO DEL	428236103				12/2/2009	9/14/2010		2,364	0	2,974	-610			0		-1,707
231	HONEYWELL INTL INC DEL	438516106				10/10/2008	4/22/2010		464	0	320	144			0		-610
232	INTL BUSINESS MACHINES	459200101				9/23/2008	4/22/2010		1,284	0	1,160	124			0		144
233	INTL BUSINESS MACHINES	459200101				12/2/2009	6/14/2010		129	0	128	1			0		124
234	INTL BUSINESS MACHINES	459200101				3/16/2009	6/14/2010		647	0	456	191			0		1
235	INTL BUSINESS MACHINES	459200101				12/29/2008	6/14/2010		1,553	0	968	585			0		191
236	INTL BUSINESS MACHINES	459200101				10/15/2008	6/14/2010		1,294	0	915	379			0		585
237	INTL BUSINESS MACHINES	459200101				9/23/2008	6/14/2010		1,682	0	1,509	173			0		379
238	INTL BUSINESS MACHINES	459200101				12/2/2009	6/15/2010		129	0	128	1			0		173
239	INTL BUSINESS MACHINES	459200101				3/16/2009	6/15/2010		646	0	456	190			0		1
240	INTL BUSINESS MACHINES	459200101				12/29/2008	6/15/2010		1,680	0	1,048	632			0		190
241	INTL BUSINESS MACHINES	459200101				10/15/2008	6/15/2010		1,421	0	1,006	415			0		632
242	INTL BUSINESS MACHINES	459200101				9/23/2008	6/15/2010		2,067	0	1,857	210			0		415
243	INTL BUSINESS MACHINES	459200101				12/2/2009	12/8/2010		1,449	0	1,284	165			0		210
244	INTL PAPER CO	460146103				12/2/2009	12/8/2010		531	0	527	4			0		165
245	JOHNSON AND JOHNSON COM	478160104				8/5/2009	4/22/2010		645	0	605	40			0		4
246	JOHNSON AND JOHNSON COM	478160104				12/2/2009	5/3/2010		2,415	0	2,378	37			0		40
247	JOHNSON AND JOHNSON COM	478160104				12/2/2009	5/4/2010		2,523	0	2,507	16			0		37
										0					0		16

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

[illegible]

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

• **Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date		Amount
1 Credit from prior year return		1	121
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments	12/31/2010	6	1,228
7 Total		7	1,349

Primary Account 58230955

TOTAL MERRILL

PRICewaterhouse COOPERS LLP
600 GRANT STREET, #5100
PITTSBURGH PA 15219-2709

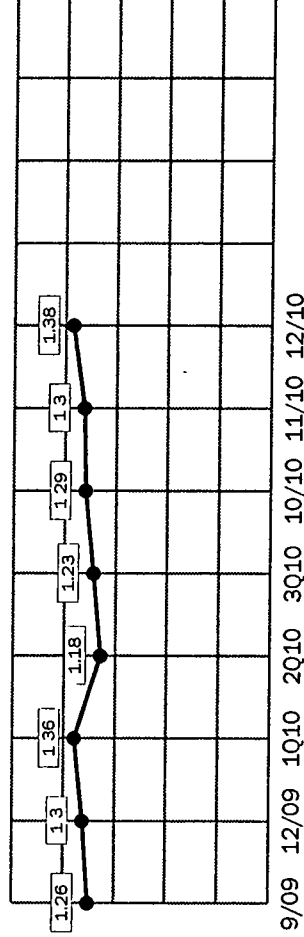
YOUR MERRILL LYNCH REPORT

December 01, 2010 - December 31, 2010

PORTFOLIO SUMMARY

	December 31	November 30	Month Change
Net Portfolio Value	\$1,380,377.42	\$1,301,710.24	\$78,667.18 ▲
Your assets	\$1,380,377.42	\$1,301,710.24	\$78,667.18 ▲
Your liabilities	-	-	-
Your Net Cash Flow (Inflows/Outflows)	(\$136,585.74)	(\$3,608.58)	
Securities You Transferred In/Out	\$136,291.50		
Subtotal Net Contributions	(\$294.24)	(\$3,608.58)	
Your Dividends/Interest Income	\$7,013.34	\$1,074.95	
Your Market Change	\$71,948.08	\$17,317.36	
Subtotal Investment Earnings	\$78,961.42	\$18,392.31	

Net Portfolio Value (in millions), 2009-2010



Need Investment Guidance?
Call Your Financial Advisor

Your Financial Advisor:

REBECCA J RUSH
1221 MCKINNEY SUITE 3900
HOUSTON TX 77010
rebecca_rush@ml.com
(713) 658-1526

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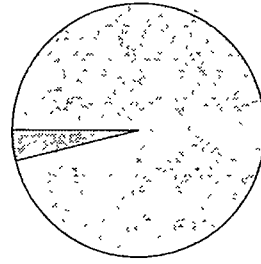
Primary Account: 582-30955

YOUR PORTFOLIO REVIEW

December 01, 2010 - December 31, 2010

ASSET ALLOCATION

Estimated Accrued Interest not included
May not reflect all holdings



Equities 96%
Cash/Money Accounts 4%

TOTAL

100%

CURRENT INCOME



	This Report	Year To Date
Tax Exempt Interest	-	-
Taxable Interest	-	-
Tax-Exempt Dividends	-	386.73
Taxable Dividends	7,013.34	26,555.58
Total	\$7,013.34	\$26,942.31

Your Estimated Annual Income - \$23,880.59

TOP FIVE PORTFOLIO HOLDINGS

Based on Estimated Market Value

	Current Value	% of Portfolio
BIF MONEY FUND	55,986.00	4.06%
CHEVRON CORP	47,632.50	3.45%
MICROSOFT CORP	40,999.79	2.97%
CONOCOPHILLIPS	38,136.00	2.76%
INTL BUSINESS MACHINES	35,662.68	2.58%

FINANCIAL MARKET INDICATORS

	This Report	Last Report	Previous Year End
S&P 500	1257.64	1180.55	1115.10
Three-Month Treasury Bills	.12%	10%	05%
Long-Term Treasury Bonds	4.35%	4.02%	4.63%
One-Month LIBOR	.26%	.26%	.23%
NASDAQ	2652.87	2498.23	2269.15



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6840 0275112 0022988 STZ8999A103651



Account Number: 582-30955

TOTAL MERRILL*

MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N.A.
AGENT OF THE TWILIGHT & MARC
FREEDMAN FOUNDATION
UAD 5/27/2009

Net Portfolio Value:

\$1,380,377.42

Your Financial Advisor:
REBECCA J RUSH
1221 MCKINNEY SUITE 3900
HOUSTON TX 77010
rebecca_rush@ml.com
(713) 658-1526

Trust Officer:
ANDREA PROCOPIO
609-274-8454

TRUST MANAGEMENT ACCOUNT

Your Investment Manager - Private Investors/ BlackRock Large Cap Core

December 01, 2010 - December 31, 2010

ASSETS

	December 31	November 30
Cash/Money Accounts	56,452.21	33,596.80
Fixed Income	-	-
Equities	1,323,925.21	1,268,113.44
Mutual Funds	-	-
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	1,380,377.42	1,301,710.24
TOTAL ASSETS	\$1,380,377.42	\$1,301,710.24

LIABILITIES

Debit Balance	-	-
Short Market Value	-	-
NET PORTFOLIO VALUE	\$1,380,377.42	\$1,301,710.24

CASH FLOW

	This Statement	Year to Date
Opening Cash/Money Accounts	\$33,596.80	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	570.28	2,189.63
Subtotal	570.28	2,189.63
DEBITS		
Electronic Transfers	-	-
Other Debits	(136,003.67)	(186,947.67)
ML Trust Fees	(1,152.35)	(13,418.05)
Non ML Trust Fees	-	-
Bill Payment	-	-
Subtotal	(\$137,156.02)	(\$200,365.72)
Net Cash Flow	(\$136,585.74)	(\$198,176.09)
Dividends/Interest Income	7,013.34	26,942.31
Security Purchases/Debits	(16,769.16)	(557,616.27)
Security Sales/Credits	169,196.97	744,265.96
Closing Cash/Money Accounts	\$56,452.21	
Securities You Transferred In/Out	136,291.50	136,291.50

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+

FREEDMAN FOUNDATION

Account Number: 582-30955

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

CASH/MONEY ACCOUNTS		Quantity	Total		Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
Description			Cost Basis					
CASH		0 49	0 49			.49		
BIF MONEY FUND		50,124 00	50,124 00	1.0000		50,124.00	30	.06
TOTAL			50,124 49			50,124.49	30	.06

EQUITIES		Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
Description	Symbol Acquired		Cost Basis							
ACE LIMITED	ACE	65	50.0500		3,253.25	62.2500	4,046.25	793.00		86 2.12
	12/02/09	90	49.3700		4,443.30	62.2500	5,602.50	1,159.20		119 2.12
	06/29/10	73	51.5820		3,765.49	62.2500	4,544.25	778.76		97 2.12
	06/30/10	53	51.6041		2,735.02	62.2500	3,299.25	564.23		70 2.12
Subtotal		281			14,197.06		17,492.25	3,295.19		372 2.12
AETNA INC NEW	AET	245	30.6000		7,497.00	30.5100	7,474.95	(22.05)		10 .13
	12/02/09	150	29.7300		4,459.50	30.5100	4,576.50	117.00		6 .13
Subtotal		395			11,956.50		12,051.45	94.95		16 .13
ALTERA CORP COM	ALTR	584	33.7865		19,731.32	35.5800	20,778.72	1,047.40		141 .67
	11/09/10	63	33.6909		2,122.53	35.5800	2,241.54	119.01		16 .67
Subtotal		647			21,853.85		23,020.26	1,166.41		157 .67
AMGEN INC COM PV \$0.0001	AMGN	18	56.3200		1,013.76	54.9000	988.20	(25.56)		
	11/21/07	21	53.3100		1,119.51	54.9000	1,152.90	33.39		
	03/03/08	17	45.4200		772.14	54.9000	933.30	161.16		
	03/18/09	12	50.6900		608.28	54.9000	658.80	50.52		
	07/13/09	23	57.9800		1,333.54	54.9000	1,262.70	(70.84)		
	07/22/09	7	58.3400		408.38	54.9000	384.30	(24.08)		
	07/30/09	25	63.5300		1,588.25	54.9000	1,372.50	(215.75)		
	09/14/09	60	59.1700		3,550.20	54.9000	3,294.00	(256.20)		
	12/02/09	120	57.7300		6,927.60	54.9000	6,588.00	(339.60)		
	10/18/10	188	57.1555		10,745.25	54.9000	10,321.20	(424.05)		
	10/19/10	42	57.5957		2,419.02	54.9000	2,305.80	(113.22)		
Subtotal		533			30,485.93		29,261.70	(1,224.23)		





FREEDMAN FOUNDATION

Account Number: 582-30955

TOTAL MERRILL*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
APPLE INC	AAPL	05/03/10	18	266.0644	4,789.16	322.5600	5,806.08	1,016.92		
		05/04/10	18	259.2788	4,667.02	322.5600	5,806.08	1,139.06		
		05/05/10	13	254.0946	3,303.23	322.5600	4,193.28	890.05		
Subtotal			49		12,759.41		15,805.44	3,046.03		
AT&T INC	T	08/24/05	12	20.6700	248.04	29.3800	352.56	104.52	21	5.85
		12/15/05	37	24.8500	919.45	29.3800	1,087.06	167.61	64	5.85
		01/20/06	58	24.7500	1,435.50	29.3800	1,704.04	268.54	100	5.85
		01/25/07	33	36.9000	1,217.70	29.3800	969.54	(248.16)	57	5.85
		02/26/09	47	24.0700	1,131.29	29.3800	1,380.86	249.57	81	5.85
		03/17/09	40	24.9800	999.20	29.3800	1,175.20	176.00	69	5.85
		09/14/09	10	26.5700	265.70	29.3800	293.80	28.10	18	5.85
		12/02/09	140	27.5600	3,858.40	29.3800	4,113.20	254.80	241	5.85
Subtotal			377		10,075.28		11,076.26	1,000.98	651	5.85
CA INC	CA	09/14/09	735	22.7800	16,743.30	24.4400	17,963.40	1,220.10	118	.65
		12/02/09	475	22.6300	10,749.25	24.4400	11,609.00	859.75	76	.65
Subtotal			1,210		27,492.55		29,572.40	2,079.85	194	.65
CAPITAL ONE FINL	COF	04/06/10	655	43.1669	28,274.34	42.5600	27,876.80	(397.54)	131	.46
CARDINAL HEALTH INC OHIO	CAH	03/02/10	550	35.6900	19,629.50	38.3100	21,070.50	1,441.00	429	2.03
		04/06/10	190	36.3000	6,897.00	38.3100	7,278.90	381.90	149	2.03
Subtotal			740		26,526.50		28,349.40	1,822.90	578	2.03
CHEVRON CORP	CVX	06/25/07	9	82.9700	746.73	91.2500	821.25	74.52	26	3.15
		01/04/08	3	93.5100	280.53	91.2500	273.75	(6.78)	9	3.15
		09/14/09	300	71.0700	21,321.00	91.2500	27,375.00	6,054.00	865	3.15
		12/02/09	210	79.0000	16,590.00	91.2500	19,162.50	2,572.50	605	3.15
Subtotal			522		38,938.26		47,632.50	8,694.24	1,505	3.15
CHUBB CORP	CB	09/14/09	145	49.3900	7,161.56	59.6400	8,647.80	1,486.24	215	2.48
		12/02/09	175	49.9700	8,744.75	59.6400	10,437.00	1,692.25	259	2.48
Subtotal			320		15,906.31		19,084.80	3,178.49	474	2.48



FREEDMAN FOUNDATION

Account Number: 582-30955

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
CITIGROUP INC	C	06/28/10	5,250	4.0527	21,276.68	4,7300	24,832.50	3,555.82	
		07/26/10	1,975	4.1614	8,218.96	4,7300	9,341.75	1,122.79	
Subtotal			7,225		29,495.64		34,174.25	4,678.61	
COMPUTER SCIENCE CORP	CSC	09/14/09	265	51.9800	13,774.70	49.6000	13,144.00	(630.70)	212 1.61
		12/02/09	33	56.0200	1,848.66	49.6000	1,636.80	(211.86)	27 1.61
Subtotal			298		15,623.36		14,780.80	(842.56)	239 1.61
CONAGRA FOODS INC	CAG	09/14/09	390	22.3200	8,704.80	22.5800	8,806.20	101.40	359 4.07
		12/02/09	245	22.6800	5,556.60	22.5800	5,532.10	(24.50)	226 4.07
Subtotal			635		14,261.40		14,338.30	76.90	585 4.07
CONOCOPHILLIPS	COP	09/14/09	170	46.7100	7,940.70	68.1000	11,577.00	3,636.30	374 3.23
		12/02/09	105	52.4100	5,503.05	68.1000	7,150.50	1,647.45	231 3.23
		02/18/10	285	48.9000	13,936.50	68.1000	19,408.50	5,472.00	627 3.23
Subtotal			560		27,380.25		38,136.00	10,755.75	1,232 3.23
DARDEN RESTAURANTS INC	DRI	09/14/09	120	34.9100	4,189.21	46.4400	5,572.80	1,383.59	154 2.75
		12/02/09	170	32.4700	5,519.90	46.4400	7,894.80	2,374.90	218 2.75
Subtotal			290		9,709.11		13,467.60	3,758.49	372 2.75
DOVER CORP	DOV	09/14/09	245	38.0500	9,322.25	58.4500	14,320.25	4,998.00	270 1.88
		12/02/09	12	41.7700	501.24	58.4500	701.40	200.16	14 1.88
Subtotal			257		9,823.49		15,021.65	5,198.16	284 1.88
DR PEPPER SNAPPLE GROUP INC	DPS	07/12/10	120	38.6040	4,632.48	35.1600	4,219.20	(413.28)	120 2.84
		07/13/10	104	39.2527	4,082.29	35.1600	3,656.64	(425.65)	104 2.84
		07/14/10	87	39.3670	3,424.93	35.1600	3,058.92	(366.01)	87 2.84
		07/19/10	104	38.8355	4,038.90	35.1600	3,656.64	(382.26)	104 2.84
		07/20/10	52	39.3630	2,046.88	35.1600	1,828.32	(218.56)	52 2.84
		07/26/10	162	40.1233	6,499.99	35.1600	5,695.92	(804.07)	162 2.84
Subtotal			629		24,725.47		22,115.64	(2,609.83)	629 2.84
EATON CORP	ETN	02/08/10	170	63.0277	10,714.71	101.5100	17,256.70	6,541.99	395 2.28





FREEDMAN FOUNDATION

Account Number: 582-30955

TOTAL MERRILL*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Yield%
	EXXON MOBIL CORP COM	XOM	09/14/09	200	70.0600	14,012.01	73.1200	14,624.00	611.99	352 2.40
			12/02/09	120	76.1900	9,142.80	73.1200	8,774.40	(368.40)	212 2.40
	Subtotal			320		23,154.81		23,398.40	243.59	564 2.40
	FOREST LABS INC	FRX	09/14/09	500	29.1700	14,585.01	31.9800	15,990.00	1,404.99	
			12/02/09	35	31.7002	1,109.51	31.9800	1,119.30	9.79	
	Subtotal			535		15,694.52		17,109.30	1,414.78	
	FREERT-MCMRAN CPR & GLD	FCX	04/12/10	24	85.0600	2,041.44	120.0900	2,882.16	840.72	48 1.66
			04/26/10	100	81.0003	8,100.03	120.0900	12,009.00	3,908.97	200 1.66
			06/14/10	43	66.2427	2,848.44	120.0900	5,163.87	2,315.43	86 1.66
			06/15/10	55	66.1867	3,640.27	120.0900	6,604.95	2,964.68	110 1.66
	Subtotal			222		16,630.18		26,659.98	10,029.80	444 1.66
	GAP INC DELAWARE	GPS	09/14/09	425	21.7300	9,235.25	22.1400	9,409.50	174.25	170 1.80
			10/26/09	125	22.6400	2,830.00	22.1400	2,767.50	(62.50)	50 1.80
			12/02/09	365	22.0900	8,062.85	22.1400	8,081.10	18.25	146 1.80
			07/26/10	400	18.8086	7,523.44	22.1400	8,856.00	1,332.56	160 1.80
	Subtotal			1,315		27,651.54		29,114.10	1,462.56	526 1.80
	HERSHEY COMPANY	HSY	10/11/10	71	49.1942	3,492.79	47.1500	3,347.65	(145.14)	91 2.71
			10/12/10	72	49.6737	3,576.51	47.1500	3,394.80	(181.71)	93 2.71
			10/13/10	143	50.6600	7,244.38	47.1500	6,742.45	(501.93)	184 2.71
			10/14/10	70	50.8597	3,560.18	47.1500	3,300.50	(259.68)	90 2.71
	Subtotal			356		17,873.86		16,785.40	(1,088.46)	458 2.71
	HONEYWELL INTL INC DEL	HON	10/10/08	70	31.9200	2,234.40	53.1600	3,721.20	1,486.80	85 2.27
			09/14/09	140	40.0100	5,601.40	53.1600	7,442.40	1,841.00	170 2.27
			12/02/09	135	39.7900	5,371.65	53.1600	7,176.60	1,804.95	164 2.27
	Subtotal			345		13,207.45		18,340.20	5,132.75	419 2.27
	INTL BUSINESS MACHINES	IBM	09/14/09	125	119.0100	14,876.25	146.7600	18,345.00	3,468.75	325 1.77
	CORP IBM		12/02/09	118	128.3700	15,147.66	146.7600	17,317.68	2,170.02	307 1.77
	Subtotal			243		30,023.91		35,662.68	5,638.77	632 1.77

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FREEDMAN FOUNDATION

Account Number: 582-30955

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
Description					Cost Basis							
INTL PAPER CO		IP	09/14/09	360	24.1700		8,701.20	27.2400	9,806.40	1,105.20	180	1.83
			12/02/09	200	26.3100		5,262.00	27.2400	5,448.00	186.00	100	1.83
			03/02/10	255	24.7700		6,316.35	27.2400	6,946.20	629.85	128	1.83
			05/24/10	99	22.1865		2,196.47	27.2400	2,696.76	500.29	50	1.83
			05/25/10	191	21.5153		4,109.44	27.2400	5,202.84	1,093.40	96	1.83
Subtotal				1,105			26,585.46		30,100.20	3,514.74	554	1.83
JOHNSON AND JOHNSON COM		JNJ	08/05/09	41	60.4602		2,478.87	61.8500	2,535.85	56.98	89	3.49
			09/14/09	360	60.3500		21,726.00	61.8500	22,266.00	540.00	778	3.49
			12/02/09	137	64.2200		8,798.14	61.8500	8,473.45	(324.69)	296	3.49
Subtotal				538			33,003.01		33,275.30	272.29	1,163	3.49
KROGER CO		KR	07/12/05	6	19.4816		116.89	22.3600	134.16	17.27	3	1.87
			12/20/05	20	19.0300		380.60	22.3600	447.20	66.60	9	1.87
			12/21/05	15	19.0300		285.45	22.3600	335.40	49.95	7	1.87
			06/22/06	13	20.1500		261.95	22.3600	290.68	28.73	6	1.87
			12/18/06	3	23.6400		70.92	22.3600	67.08	(3.84)	2	1.87
			12/29/06	28	23.1900		649.32	22.3600	626.08	(23.24)	12	1.87
			04/07/08	119	24.8000		2,951.20	22.3600	2,660.84	(290.36)	50	1.87
			09/14/09	110	22.2500		2,447.50	22.3600	2,459.60	12.10	47	1.87
			12/02/09	200	23.0100		4,602.00	22.3600	4,472.00	(130.00)	84	1.87
Subtotal				514			11,765.83		11,493.04	(272.79)	220	1.87
L-3 COMMNCNTNS HLDGS		LLL	07/16/09	45	70.4102		3,168.46	70.4900	3,172.05	3.59	72	2.26
			09/14/09	120	77.9400		9,352.80	70.4900	8,458.80	(894.00)	192	2.26
			12/02/09	105	79.0900		8,304.45	70.4900	7,401.45	(903.00)	168	2.26
Subtotal				270			20,825.71		19,032.30	(1,793.41)	432	2.26
LIMITED BRANDS INC		LTD	06/01/10	360	25.4041		9,145.48	30.7300	11,062.80	1,917.32	216	1.95
			06/02/10	384	25.5344		9,805.21	30.7300	11,800.32	1,995.11	231	1.95
			06/03/10	66	26.5625		1,753.13	30.7300	2,028.18	275.05	40	1.95
Subtotal				810			20,703.82		24,891.30	4,187.48	487	1.95





FREEDMAN FOUNDATION

Account Number: 582-30955

TOTAL MERRILL*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
LOCKHEED MARTIN CORP	LMT	09/14/09	21	80.71	1,714.91	69.9100	1,468.11		63 4.29
		12/02/09	90	75.6400	6,807.60	69.9100	6,291.90	(515.70)	270 4.29
Subtotal			75	78.7500	5,906.25	69.9100	5,243.25	(663.00)	225 4.29
MARATHON OIL CORP	MRO	09/14/09	186		12,713.85		13,003.26	(1,178.70)	558 4.29
		12/02/09	225	32.7800	7,375.51	37.0300	8,331.75	956.24	225 2.70
Subtotal			150	32.8800	4,932.00	37.0300	5,554.50	622.50	150 2.70
MCKESSON CORPORATION COM	MCK	09/14/09	375		12,307.51		13,886.25	1,578.74	375 2.70
		12/02/09	63	58.2500	3,669.75	70.3800	4,433.94	764.19	46 1.02
Subtotal			155	62.8200	9,737.10	70.3800	10,908.90	1,171.80	112 1.02
MICROSOFT CORP	MSFT	03/23/09	218		13,406.85		15,342.84	1,935.99	158 1.02
		03/26/09	42	17.7200	744.24	27.9100	1,172.22	427.98	27 2.29
		04/01/09	52	18.4900	961.48	27.9100	1,451.32	489.84	34 2.29
		05/06/09	89	19.1300	1,702.57	27.9100	2,483.99	781.42	57 2.29
		11/10/09	66	19.8400	1,309.44	27.9100	1,842.06	532.62	43 2.29
		11/16/09	205	29.1000	5,965.50	27.9100	5,721.55	(243.95)	132 2.29
		12/02/09	255	29.8098	7,601.50	27.9100	7,117.05	(484.45)	164 2.29
		01/06/10	465	30.0400	13,968.60	27.9100	12,978.15	(990.45)	298 2.29
		01/12/10	40	30.6500	1,226.00	27.9100	1,116.40	(109.60)	26 2.29
Subtotal			255	30.2198	7,706.05	27.9100	7,117.05	(589.00)	164 2.29
MOTOROLA INC COM	MOT	09/13/10	1,469		41,185.38		40,999.79	(185.59)	945 2.29
		09/14/10	2,293	8.2421	18,899.14	9.0700	20,797.51	1,898.37	
		10/25/10	233	8.3219	1,939.01	9.0700	2,113.31	174.30	
Subtotal			816	7.9982	6,526.61	9.0700	7,401.12	874.51	
NABORS INDUSTRIES LTD	NBR	11/25/09	3,342		27,364.76		30,311.94	2,947.18	
		12/02/09	400	21.1290	8,451.61	23.4600	9,384.00	932.39	
Subtotal			265	20.9300	5,546.45	23.4600	6,216.90	670.45	
			665		13,998.06		15,600.90	1,602.84	

FREEDMAN FOUNDATION

Account Number:582-30955

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
NEWS CORP CL A	NWSA	08/30/10	714	12.4484	8,888.16	14.5600	10,395.84	1,507.68	108	1.03
		08/31/10	390	12.4733	4,864.59	14.5600	5,678.40	813.81	59	1.03
Subtotal			1,104		13,752.75		16,074.24	2,321.49	167	1.03
NORTHROP GRUMMAN CORP	NOC	09/14/09	77	49.3900	3,803.03	64.7800	4,988.06	1,185.03	145	2.90
		12/02/09	180	56.0400	10,087.20	64.7800	11,660.40	1,573.20	339	2.90
Subtotal			257		13,890.23		16,648.46	2,758.23	484	2.90
NRG ENERGY INC	NRG	09/14/09	430	27.4600	11,807.81	19.5400	8,402.20	(3,405.61)		
		12/02/09	265	25.0200	6,630.30	19.5400	5,178.10	(1,452.20)		
Subtotal			695		18,438.11		13,580.30	(4,857.81)		
OCCIDENTAL PETE CORP CAL	OXY	07/17/08	2	76.6450	153.29	98.1000	196.20	42.91	4	1.54
		11/19/08	6	47.1500	282.90	98.1000	588.60	305.70	10	1.54
		12/11/08	2	59.0500	118.10	98.1000	196.20	78.10	4	1.54
		01/07/09	37	58.1700	2,152.29	98.1000	3,629.70	1,477.41	57	1.54
		01/08/09	29	58.6400	1,700.56	98.1000	2,844.90	1,144.34	45	1.54
		03/30/09	31	56.2200	1,742.82	98.1000	3,041.10	1,298.28	48	1.54
		04/02/09	8	61.5000	492.00	98.1000	784.80	292.80	13	1.54
		04/17/09	16	59.4000	950.40	98.1000	1,569.60	619.20	25	1.54
		05/06/09	20	63.6700	1,273.40	98.1000	1,962.00	688.60	31	1.54
		07/02/09	18	63.0600	1,135.08	98.1000	1,765.80	630.72	28	1.54
		12/02/09	105	82.0800	8,618.40	98.1000	10,300.50	1,682.10	160	1.54
Subtotal			274		18,619.24		26,879.40	8,260.16	425	1.54
PRUDENTIAL FINANCIAL INC	PRU	05/24/10	73	55.7382	4,068.89	58.7100	4,285.83	216.94	84	1.95
		05/25/10	141	54.2166	7,644.55	58.7100	8,278.11	633.56	163	1.95
Subtotal			214		11,713.44		12,563.94	850.50	247	1.95
QWEST COMM INTL INC COM	Q	09/14/09	875	3.6600	3,202.50	7.6100	6,658.75	3,456.25	280	4.20
		12/02/09	1,960	4.0000	7,840.00	7.6100	14,915.60	7,075.60	628	4.20
Subtotal			2,835		11,042.50		21,574.35	10,531.85	908	4.20



Match Sources
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FREEDMAN FOUNDATION

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TOTAL MERRILL*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
RAYTHEON CO DELAWARE NEW	RTN	09/14/09	330	46.1800	15,239.41	46.3400	15,292.20	52.79	495 3.23
		12/02/09	190	52.0000	9,880.00	46.3400	8,804.60	(1,075.40)	285 3.23
Subtotal			520		25,119.41		24,096.80	(1,022.61)	780 3.23
ROSS STORES INC COM	ROST	09/14/09	202	47.5800	9,611.17	63.2500	12,776.50	3,165.33	130 1.01
		12/02/09	210	44.8800	9,424.80	63.2500	13,282.50	3,857.70	135 1.01
Subtotal			412		19,035.97		26,059.00	7,023.03	265 1.01
SAFEWAY INC NEW	SWY	09/14/09	310	20.3000	6,293.01	22.4900	6,971.90	678.89	149 2.13
		12/02/09	185	22.8100	4,219.85	22.4900	4,160.65	(59.20)	89 2.13
Subtotal			495		10,512.86		11,132.55	619.69	238 2.13
SANDISK CORP INC	SNDK	08/09/10	267	46.1440	12,320.45	49.8600	13,312.62	992.17	
		08/10/10	150	45.4555	6,818.33	49.8600	7,479.00	660.67	
		08/16/10	141	42.4392	5,983.93	49.8600	7,030.26	1,046.33	
Subtotal			558		25,122.71		27,821.88	2,699.17	
SARA LEE CORP COM	SLE	06/21/10	273	14.8186	4,045.48	17.5100	4,780.23	734.75	126 2.62
		06/22/10	618	14.9761	9,255.23	17.5100	10,821.18	1,565.95	285 2.62
		06/23/10	68	14.8651	1,010.83	17.5100	1,190.68	179.85	32 2.62
Subtotal			959		14,311.54		16,792.09	2,480.55	443 2.62
SYMANTEC CORP COM	SYMC	09/27/10	881	15.5032	13,658.32	16.7400	14,747.94	1,089.62	
		11/01/10	344	16.4595	5,662.10	16.7400	5,758.56	96.46	
		11/02/10	325	16.7508	5,444.04	16.7400	5,440.50	(3.54)	
Subtotal			1,550		24,764.46		25,947.00	1,182.54	
TARGET CORP COM	TGT	03/02/10	225	51.7600	11,646.01	60.1300	13,529.25	1,883.24	225 1.66
		04/06/10	280	53.7800	15,058.40	60.1300	16,836.40	1,778.00	281 1.66
Subtotal			505		26,704.41		30,365.65	3,661.24	506 1.66
TEXAS INSTRUMENTS	TXN	10/07/09	390	23.0797	9,001.12	32.5000	12,675.00	3,673.88	203 1.60
		12/02/09	230	26.3600	6,062.80	32.5000	7,475.00	1,412.20	120 1.60
Subtotal			620		15,063.92		20,150.00	5,086.08	323 1.60

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Account Number: 582-30955

December 01, 2010 - December 31, 2010

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FREEDMAN FOUNDATION

Account Number: 582-30955

TOTAL MERRILL*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2010 - December 31, 2010

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
WELLPOINT INC	WLP	06/19/09	16	51.0206	816.33	56.8600	909.76	93.43		
		07/01/09	21	51.3100	1,077.51	56.8600	1,194.06	116.55		
		07/07/09	18	51.6900	930.42	56.8600	1,023.48	93.06		
		09/14/09	190	54.0800	10,275.20	56.8600	10,803.40	528.20		
		12/02/09	135	55.0300	7,429.05	56.8600	7,676.10	247.05		
Subtotal			380		20,528.51		21,606.80	1,078.29		
WILLIAMS COMPANIES DEL	WMB	08/30/10	377	18.5115	6,978.87	24.7200	9,319.44	2,340.57	189	2.02
		08/31/10	222	18.2242	4,045.79	24.7200	5,487.84	1,442.05	111	2.02
		09/07/10	515	19.0998	9,836.40	24.7200	12,730.80	2,894.40	258	2.02
		09/08/10	33	19.2672	635.82	24.7200	815.76	179.94	17	2.02
Subtotal			1,147		21,496.88		28,353.84	6,856.96	575	2.02
WSTN DIGITAL CORP DEL	WDC	09/14/09	325	35.1900	11,436.76	33.9000	11,017.50	(419.26)		
		12/02/09	280	39.2400	10,987.20	33.9000	9,492.00	(1,495.20)		
Subtotal			605		22,423.96		20,509.50	(1,914.46)		
TOTAL					1179,165		1,323,925.21	144,809.89	23,847	1.80
TOTAL PRINCIPAL INVESTMENTS					1,229,289.97		1,374,049.70	144,809.89	23,877	1.74

Total values exclude N/A items

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	465.72	465.72		465.72		
BIF MONEY FUND	5,862.00	5,862.00	1.0000	5,862.00	4	.06
TOTAL		6,327.72		6,327.72	4	.06
TOTAL INCOME INVESTMENTS		6,327.72		6,327.72	3	.06



FREEDMAN FOUNDATION

Account Number: 582-30955

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

December 01, 2010 - December 31, 2010

LONG PORTFOLIO		Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS		1,229,137.86	1,380,377.42	144,809.89		23,881	1.73

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
12/01	Dividend		CONOCOPHILLIPS DIVIDEND	313.50		386.73
			HOLDING 570.0000			
			PAY DATE 12/01/2010			
12/01	Dividend		CONAGRA FOODS INC DIVIDEND	146.05		
			HOLDING 635.0000			
			PAY DATE 12/01/2010			
12/01	Dividend		KROGER CO DIVIDEND	53.97		
			HOLDING 514.0000			
			PAY DATE 12/01/2010			
12/01	Dividend		XILINX INC DIVIDEND	89.60		
			HOLDING 560.0000			
			PAY DATE 12/01/2010			
12/02	Dividend		TJX COS INC NEW DIVIDEND	82.50		
			HOLDING 550.0000			
			PAY DATE 12/02/2010			
12/09	Dividend		MICROSOFT CORP DIVIDEND	235.04		

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Fixed Sources
and
Variable Sources

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print File by the due date for filing your return. See instructions	Name of exempt organization	Employer identification number
	TWILIGHT & MARC FREEDMAN FOUNDATION	76-0683871
	Number, street, and room or suite no. If a P O box, see instructions	
	P O Box 1501, NJ2-130-03-31	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	PENNINGTON	NJ 08534-1501

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► MLTC, A DIVISION OF BANK OF AMERICA, N.A.

Telephone No ► 609-274-6968

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ► ☒ calendar year 2010 or
 ► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	1,703
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	1,349
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	354

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Paperwork Reduction Act Notice, see Instructions.
(HTA)

Form **8868** (Rev. 1-2011)