Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 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
SHIRLEY C. CARIS FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P. O. BOX 14315

Original Return

City or town, state, and ZIP code
SCOTTSDALE AZ 85267-4315

A Employer identification number
86-0965394

B Telephone number (see page 10 of the instructions)
480-451-9244

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 13,244,469

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	154,364	154,364	154,364	
	4	Dividends and interest from securities	125,618	125,618	125,618	
	5a	Gross rents	7,600	7,600	7,600	
	b	Net rental income or (loss) 7,600				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	108,217			
	b	Gross sales price for all assets on line 6a 11,552,481				
	7	Capital gain net income (from Part IV, line 2)		28,221		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 2	144,636		144,636	
	12	**Total.** Add lines 1 through 11	540,435	315,803	432,218	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) See Stmt 3	4,727			
	b	Accounting fees (attach schedule) Stmt 4	4,430			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 5	61,590	702		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) Stmt 6	123,124	96,683		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	193,871	97,385	0	0
	25	Contributions, gifts, grants paid	554,900			554,900
	26	**Total expenses and disbursements.** Add lines 24 and 25	748,771	97,385	0	554,900
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-208,336			
	b	**Net investment income** (if negative, enter -0-)		218,418		
	c	**Adjusted net income** (if negative, enter -0-)			432,218	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	8,908,176	8,979,687	8,979,687
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) See Statement 7	1,269,607	1,274,447	1,224,782
	14	Land, buildings, and equipment basis ▶ 3,040,000			
		Less accumulated depreciation (attach sch) ▶ Stmt 8	3,040,000	3,040,000	3,040,000
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	13,217,783	13,294,134	13,244,469
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	13,217,783	13,294,134	
	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			
	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)	13,217,783	13,294,134	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	13,217,783	13,294,134	

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	13,217,783
2	Enter amount from Part I, line 27a	2	-208,336
3	Other increases not included in line 2 (itemize) ▶ See Statement 9	3	344,992
4	Add lines 1, 2, and 3	4	13,354,439
5	Decreases not included in line 2 (itemize) ▶ See Statement 10	5	60,305
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,294,134

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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	UBS INVESTMENT ACCOUNT			
b	UBS PIMCO ACCOUNT			
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	3,567			3,567
b	24,654			24,654
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				3,567
b				24,654
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	28,221
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	137,800	10,829,193	0.012725
2008	184,600	3,669,837	0.050302
2007	110,600	3,838,991	0.028810
2006	30,000	3,026,984	0.009911
2005	25,000	844,041	0.029619

2 **Total** of line 1, column (d)	2	0.131367
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	0.026273
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	10,141,305
5 Multiply line 4 by line 3	5	266,443
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,184
7 Add lines 5 and 6	7	268,627
8 Enter qualifying distributions from Part XII, line 4	8	554,900

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	2,184
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	2,184
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	2,184
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1,376		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 822		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	2,198
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached		8	14
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ Refunded ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(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? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ AZ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities (continued)

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)		11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	

Website address ▶ N/A

14 The books are in care of ▶ SHIRLEY CARIS FOUNDATION Telephone no ▶
P. O. BOX 14315
Located at ▶ SCOTTSDALE AZ ZIP+4 ▶ 85267

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

				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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ 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)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 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		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

			Yes	No
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)? N/A	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	**7b**		

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

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

(a) Name and address		(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CATHERINE ANN HART P. O BOX 14315	SCOTTSDALE AZ 85267	PRESIDENT 3.00	0	0	0
SHERRY LYNN COWAN P. O. Box 639	PAYSON AZ 85547	SECR/TREAS. 3.00	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		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

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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	0
b	Average of monthly cash balances	1b	9,070,959
c	Fair market value of all other assets (see page 25 of the instructions)	1c	1,224,782
d	**Total** (add lines 1a, b, and c)	1d	10,295,741
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	10,295,741
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	154,436
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,141,305
6	**Minimum investment return.** Enter 5% of line 5	6	507,065

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	507,065
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 2,184		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,184
3	Distributable amount before adjustments Subtract line 2c from line 1	3	504,881
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	504,881
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	504,881

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	554,900
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	554,900
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	2,184
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	552,716

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

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Part XIII Undistributed Income (see 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				504,881
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			541,460	
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 554,900				
a Applied to 2009, but not more than line 2a			541,460	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				13,440
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				491,441
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)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

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

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

	Tax year (a) 2010	Prior 3 years (b) 2009	(c) 2008	(d) 2007	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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))

N/A

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

N/A

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

Check here ▶ [X] 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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 11				554,900
Total			▶ **3a**	554,900
b Approved for future payment N/A				
Total			▶ **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					154,364
4 Dividends and interest from securities					125,618
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					7,600
7 Other investment income	541900	144,636			
8 Gain or (loss) from sales of assets other than inventory					108,217
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		144,636		0	395,799

13 **Total.** Add line 12, columns (b), (d), and (e) 13 540,435

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
N/A	

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

[signature] 10/13/11 President

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Steven M. Dean, CPA	Steven M. Dean, CPA	05/31/11	
Firm's name ▶ Cosse' & Wallace, CPA's		PTIN	P00963306
Firm's address ▶ P.O. Box 3969 Sedona, AZ 86340		Firm's EIN ▶	86-0694276
		Phone no	928-282-3040

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
UBS INVESTMENT ACCOUNT RET OF PRINC.	Various	Various	Purchase	$ 962	$ 962	$	$	$
UBS INVESTMENT ACCOUNT	Various	Various	Purchase	131,027	120,703			10,324
UBS INVESTMENT ACCOUNT CD'S	Various	Various	Purchase	1,880,000	1,880,000			
UBS PIMCO ACCOUNT	Various	Various	Purchase	415,043	413,081			1,962
UBS PIMCO ACCOUNT RET OF PRINC	Various	Various	Purchase	394,085	394,085			
UBS MAC ACCOUNT	Various	Various	Purchase	8,668,058	8,602,538			65,520
UBS MAC ACCOUNT CONSENT FEE	Various	Various	Purchase	32,895	32,895			
UBS MAC ACCOUNT RETURN OF PRINC	Various	Various	Purchase	2,190				2,190
Total				$ 11,524,260	$ 11,444,264	$ 0	$ 0	$ 79,996

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
CRYOCELL	$ 144,636	$	$ 144,636
Total	$ 144,636	$ 0	$ 144,636

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Legal Fees	$ 4,727	$	$	$
Total	$ 4,727	$ 0	$ 0	$ 0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	$ 4,430	$	$	$
Total	$ 4,430	$ 0	$ 0	$ 0

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL INCOME TAX	$ 18,977	$	$	$
AZ TAXES	10,883			
PROPERTY TAXES	31,028			
FOREIGN TAXES PAID INVESTMENT AC	702	702		
Total	$ 61,590	$ 702	$ 0	$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
UBS MANAGEMENT FEES	51,045	51,045		
DEL RIO/JACKRABBIT LLC	45,638	45,638		
OFFICE	813			
INSURANCE	17,836			
STORAGE	1,980			
REPAIR/MAINTENENACE	5,212			
OTHER MNGT FEES	600			
Total	$ 123,124	$ 96,683	$ 0	$ 0

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
JACKRABBIT 72, LLC	$ 304,743	$ 292,684	Cost	$ 223,244
DEL RIO 246, LLC	948,219	965,118	Cost	723,790
TEXAS REVENUE SHARING AGREEMENT	16,645	16,645	Cost	277,748
Total	$ 1,269,607	$ 1,274,447		$ 1,224,782

Statement 8 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
LAND/BUILDING/FURN/FIXT(SCLC)	$ 3,040,000	$ 3,040,000	$	$ 3,040,000
Total	$ 3,040,000	$ 3,040,000	$ 0	$ 3,040,000

Statement 9 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
NET UNREALIZED GAINS ON BOOKS NOT ON RETURN	$ 344,992
Total	$ 344,992

Statement 10 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
BOOK INCOME LESS THAN 1099/RETURN INCOME	$ 60,146
MISC. DIFFERENCES	159
Total	$ 60,305

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
SEDONA CREATIVE LIFE CTR SCOTTSDALE AZ 85267	PO BOX 14315	501 C (3)	CHARITABLE PROGRAM	55,000
XAVIER COLLEGE PREPAR. PHOENIX AZ 85012	4710 N 5TH STREET	501 C (3)	CHARITABLE PROGRAM	120,000
XAVIER FOUNDATION, INC PHOENIX AZ 85012	4710 N 5TH STREET	501 C (3)	CHARITABLE PROGRAM	25,000
GARDENS FOR HUMANITY SEDONA AZ 86351	2990 VALLEY VISTA DRIVE	501 C (3)	CHARITABLE PROGRAM	3,000
MEDICINE HORSE CENTER MANCOS CO 81328	PO BOX 1074	501 C (3)	CHARITABLE PROGRAM	55,000
TIME OUT, INC. PAYSON AZ 85547	PO BOX 306	501 C (3)	CHARITABLE PROGRAM	40,000
KITCHEN ON THE STREET PHOENIX AZ 85032	3218 E BELL ROAD #203	501 C (3)	CHARITABLE PROGRAM	20,000
AMERICAN HEART ASSOC. TEMPE AZ 85282	2929 S 48TH STREET	501 C (3)	CHARITABLE PROGRAM	10,000
ARIZONA WOMENS BOARD KDNY PARADISE VALLEY AZ 85253	5921 E INDIAN BEND ROAD	501 C (3)	CHARITABLE PROGRAM	3,000
ARIZONA STORM VBALL SCHOL PHOENIX AZ 85085	515 E CAREFREE HWY #981	501 C (3)	CHARITABLE PROGRAM	1,000
BANNER HEALTH FOUNDATION PHOENIX AZ 85004	2025 N 3RD STREET	501 C (3)	CHARITABLE PROGRAM	5,000
BARROW NEUROLOGICAL FOUND PHOENIX AZ 85013	350 W THOMAS	501 C (3)	CHARITABLE PROGRAM	10,000
BROPHY COLLEGE PREPAR. PHOENIX AZ 85012	4701 N CENTRAL	501 C (3)	CHARITABLE PROGRAM	15,000
CARING BRIDGE EAGAN MN 55121	1715 YANKEE DOODLE ROAD	501 C (3)	CHARITABLE PROGRAM	1,000
CHILDRENS HOSPITAL BOSTON BOSTON MA 02115	300 LONGWOOD AVENUE	501 C (3)	CHARITABLE PROGRAM	25,000
HOSPICE OF THE VALLEY PHOENIX AZ 85014	1510 E FLOWER STREET	501 C (3)	CHARITABLE PROGRAM	1,000
MCDOWELL SONORAN CONSERV. SCOTTSDALE AZ 85254	16435 N SCOTTSDALE ROAD	501 C (3)	CHARITABLE PROGRAM	5,000
NYC DANCE ALLIANCE FOUND. NEW YORK NY 10024	PO BOX 952	501 C (3)	CHARITABLE PROGRAM	10,000
RYAN HOUSE PHOENIX AZ 85013	110 W MERRELL STREET	501 C (3)	CHARITABLE PROGRAM	5,000

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name Address	Address Relationship	Status	Purpose	Amount
UMOM NEW DAY CENTERS PHOENIX AZ 85008	3333 E VAN BUREN	501 C (3)	CHARITABLE PROGRAM	7,500
VERDE VALLEY SANCTUARY SEDONA AZ 86339	PO BOX 595	501 C (3)	CHARITABLE PROGRAM	5,000
FACES OF AUTISM SCOTTSDALE AZ 85254	7655 E GELDING DR ST A-3	501 C (3)	CHARITABLE PROGRAM	25,000
GRACIE LEE MEMORIAL FUND PAYSON AZ 85547	308 E AERO DRIVE	501 C (3)	CHARITABLE PROGRAM	30,000
PAYSON SUPPLY LINE PAYSON AZ 85541	514 E TIMBER DRIVE	501 C (3)	CHARITABLE PROGRAM	12,400
SPECTRUM COLLEGE TRANS. SCOTTSDALE AZ 85254	7655 E GELDING DR STE A-3	501 C (3)	CHARITABLE PROGRAM	5,000
SDVP FOOD BANK PAYSON AZ 85541	511 S ST PHILLIPS	501 C (3)	CHARITABLE PROGRAM	11,000
TONTO RIM SEARCH & RESCUE STRAWBERRY AZ 85544	PO BOX 357	501 C (3)	CHARITABLE PROGRAM	50,000
Total				554,900

UBS Financial Services Inc.

2010 Informational Tax Statement

2010 Realized Gain/Loss Summary *(Includes sale proceeds not reported on Form 1099-B)*

This Realized Gain/Loss Summary is not a tax reporting document and has not been submitted to the IRS. If your sale amount matches the amount on Form 1099-B, which is reported to the IRS, it is marked as such Please rely on the confirmations previously provided to you as your official activity record.

Estimated 2010 Gain/Loss for transactions with trade dates through 12/31/10 has been incorporated into this statement. Realized gain/loss is based on the sales amount less the cost basis. Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss. Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products. Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order. An asterisk (*) indicates a UBS Financial Services adjustment to cost basis. The number "1" indicates cost basis information has been provided by a source other than UBS Financial Services Gain/Loss may not have been adjusted for all capital changes. Gain/Loss values that may be subject to Wash Sale provisions are not indicated here "Earnings" in the Purchase Date column indicates the position sold was acquired on various dates through dividend reinvestment and that the Gain/Loss has been aggregated

Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium. Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amount because the reporting requirements are different

Gain/Loss from short sale closings are reported as short-term regardless of the holding period of property used to close the short position. Clients should consult their tax advisors as to whether exceptions may apply in their particular case to change this classification. The potential application of the "Constructive Sale" provisions (Sec.1259) for short-against-the box transactions is not considered Clients should discuss the possible application of these provisions with their tax advisor.

	Purchase	Sale	Gains	Losses	Net Gain/Loss
Short-term Gain/Loss:	$ 120,702.76	$ 131,026.95	$ 10,324.19	$	$ 10,324.19
Sub Total:	**$ 120,702.76**	**$ 131,026.95**	**$ 10,324.19**	**$**	**$ 10,324.19**
Total:	**$ 120,702.76**	**$ 131,026.95**	**$ 10,324.19**	**$**	**$ 10,324.19**

Short-Term Gain/Loss

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
CALAMOS CONVERTIBLE	Trade	21.067		03/18/10	12/02/10	420.29	404 07	16 22		Y
FUND CLASS A	Trade	58.321		06/17/10	12/02/10	1,163 50	1,083.60	79.90		Y

Continued on page 9

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
CALAMOS CONVERTIBLE	Trade	26.604		09/16/10	12/02/10	530 75	503 61	27.14		Y
FUND CLASS A	Trade	388.457		02/08/10	12/02/10	7,749.72	7,000.00	749.72		Y
	Trade	645.508		02/18/10	12/02/10	12,877.88	11,999 99	877.89		Y
	Trade	1,766.234		03/11/10	12/02/10	35,236.37	34,000.00	1,236.37		Y
	Trade	1,058 330		03/24/10	12/02/10	21,113 68	20,256 44	857.24		Y
	Trade	522.739		03/31/10	12/02/10	10,428 64	10,000.00	428 64		Y
	Trade	103 146		04/29/10	12/02/10	2,057.76	2,000 00	57 76		Y
	Sub-Total:	**4,590.406**				**91,578.59**	**87,247.71**	**4,330.88**		
GOLDMAN SACHS SMALL MID CAP GROWTH FUND CLASS A	Trade	156.470		02/08/10	12/02/10	2,295.42	1,819.75	475 67		Y
MFS UTILITIES FUND A	Trade	128 146		02/08/10	12/02/10	2,068.28	1,781 23	287.05		Y
OAKMARK INTL FUND	Trade	534 011		02/08/10	12/02/10	10,060 77	8,399 99	1,660.78		Y
CLASS I	Trade	309 891		02/18/10	12/02/10	5,838.35	5,057 42	780.93		Y
	Sub-Total:	**843.902**				**15,899.12**	**13,457.41**	**2,441.71**		
THORNBURG INTERNATIONAL	Trade	366 173		02/08/10	12/02/10	10,033 14	8,400.01	1,633.13		Y
VALUE FUND CLASS A	Trade	334.029		02/18/10	12/02/10	9,152.40	7,996 65	1,155.75		Y
	Sub-Total:	**700.202**				**19,185.54**	**16,396.66**	**2,788.88**		
Total Short-Term Gain/Loss						**131,026.95**	**120,702.76**	**10,324.19**		

Your Financial Advisor or Contact
BILTMORE FINANCIAL GROUP
602-957-5100/800-247-1754

UBS Financial Services Inc.

2010 Consolidated Form 1099

Corrected 03/13/11

C12L095384-X

Short-Term Gain/Loss

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
FHLMC PL G03432 05 5000 DUE 11/01/37 FACTOR 0 374602200000	*Trade*	155,000.000		02/17/10	11/04/10	72,164.52	70,887.08	1,277 44		
FNMA PL 735580 05 0000 DUE 06/01/35 FACTOR 0 398426120000	*Trade*	69,000.000		02/17/10	11/04/10	33,174.43	32,192.45	981.98		
FNMA PL 190391 06.0000 RATE 6 00% DUE 09/01/38 FACTOR 0.404374020000	*Trade*	62,000 000		02/18/10	11/04/10	31,294 29	30,481.48	812.81		
FNMA PL 745275 . B/E 05.000% 020136 DTD010106 FACTOR 0.441985700000	*Trade*	73,000 000		02/18/10	11/04/10	39,131 38	37,864.66	1,266.72		
US TSY INFL PROT NOTE	*Trade*	64,000.000		02/17/10	08/17/10	82,482 53	84,140.99	(1,658 46)		Y
03.000 % DUE 07/15/12 FACTOR 1.221450000000	*Trade*	41,000.000		02/17/10	08/19/10	52,778 62	53,899.27	(1,120.65)		Y
	Sub-Total:	**105,000.000**				**135,261.15**	**138,040.26**	**(2,779.11)**		
US TSY NOTE 02.500 % DUE 01/15/29 FACTOR 1.022900000000	*Trade*	1,000.000		11/04/10	10/04/10	1,203.96	1,252 28	(48.32)		Y
US TSY NOTE 01.000 % DUE 12/31/11 DTD 12/31/09 FC 06/30/10	*Trade*	102,000 000		02/17/10	08/13/10	102,812 81	102,362 58	450 23		Y
Total Short-Term Gain/Loss						**415,042.54**	**413,080.79**	**1,961.75**		

UBS Financial Services Inc.

2010 Consolidated Form 1099

Corrected 03/13/11

C12G139631-X

2010 Realized Gain/Loss Summary *(Includes sale proceeds not reported on Form 1099-B)*

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Estimated 2010 Gain/Loss for transactions with trade dates through 12/31/10 has been incorporated into this statement Realized gain/loss is based on the sales amount less the cost basis Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order An asterisk (*) indicates a UBS Financial Services adjustment to cost basis The number "1" indicates cost basis information has been provided by a source other than UBS Financial Services Gain/Loss may not have been adjusted for all capital changes Gain/Loss values that may be subject to Wash Sale provisions are not indicated here "Earnings" in the Purchase Date column indicates the position sold was acquired on various dates through dividend reinvestment and that the Gain/Loss has been aggregated

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	Purchase	Sale	Gains	Losses	Net Gain/Loss
Short-term Gain/Loss	$ 8,602,537 92	$ 8,668,057 70	$ 86,263 11	$ (20,743 33)	$ 65,519 78
Unclassified Gain/Loss		423,488.20			
Sub Total:	**$ 8,602,537.92**	**$ 8,668,057.70**	**$ 86,263.11**	**$ (20,743.33)**	**$ 65,519.78**
Activity with Gain/Loss not calculated due to missing information	$	$ 423,488 20	$	$	$
Total:	**$ 8,602,537.92**	**$ 9,091,545.90**	**$ 86,263.11**	**$ (20,743.33)**	**$ 65,519.78**

Short-Term Gain/Loss

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
ALLIED WASTE NORTH AMER 07 125% 051516 DTD051706 CALL@MW+50BP SER B	*Trade*	15,000 000		02/19/10	06/16/10	16,050 00	16,281 60	(231 60)		Y
ANHEUSER BUSCH INBEV 05 375% 011520 DTD101609 CALL @ MW +35BPS	*Trade*	58,000 000		02/22/10	07/01/10	62,842 42	59,946 48	2,895 94		Y
AT&T INC NTS B/E 05 800% 021519 DTD020309 FC081509 CALL@MW+45BP	*Trade*	16,000 000		02/19/10	06/18/10	17,802 08	16,955 52	846 56		Y

Continued on page 38

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
BACM 2007-1 A-4 DUE 01/15/49 05.4510 FACTOR 1.000000000000	*Trade*	44,000 000		03/26/10	08/12/10	45,543.44	43,422.50	2,120.94		Y
BERKSHIRE HATHAWAY INC 03.200% 021115 DTD021110 CALL@MW+15BP FC081110	*Trade*	56,000.000		02/26/10	04/12/10	56,545 44	56,471.52	73.92		Y
CAPITAL ONE FINCL CORP 07.375% 052314 DTD052209 FC112309 NTS	*Trade*	34,000 000		02/22/10	07/06/10	39,082 66	38,717.50	365 16		Y
CELLU TISSUE HLDGS INC 11.500% 060114 DTD060309 FC120109 NTS B/E	*Tender*	24,000 000		03/26/10	12/28/10	27,137 04	26,940 00	197.04		
CHESAPEAKE ENERGY CORP 06.375% 061515 DTD061505 FC121505 NTS B/E	*Redemption*	17,000 000		02/25/10	07/22/10	17,541 96	16,532 50	1,009.46		Y
CIE GEN GEOPHYSIQUE B/E 07.500% 051515 DTD042805 FC111505	*Trade*	17,000 000		03/03/10	11/03/10	17,573.75	17,000.00	573 75		Y
CISCO SYSTEMS INC B/E 05.500% 011540 DTD111709 FC011510 M\W T +20BP	*Trade*	50,000 000		02/19/10	03/30/10	47,588 00	47,438 00	150 00		Y
COMCAST CORP NEW 06.450% 031537 DTD030206 FC091506 CALL@M/W+25BP	*Trade*	42,000 000		02/19/10	03/09/10	42,691.74	42,309 54	382.20		Y
FNMA BOND 01.750 % DUE 050713 DTD 031510 FC 05072010	*Trade*	63,000 000		04/01/10	09/17/10	64,484 09	62,874.69	1,609.40		Y

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Your Financial Advisor or Contact
BILTMORE FINANCIAL GROUP
602-957-5100/800-247-1754

UBS Financial Services Inc.

2010 Consolidated Form 1099

Corrected 03/13/11

C12G139633-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
FNMA TBA	Trade	313,000.000		03/03/10	05/10/10	325,324 38	322,658.99	2,665.39		Y
05.0000% MAT IN 30 YEARS	Trade	38,000.000		04/16/10	05/10/10	39,496 25	39,163.75	332.50		Y
FACTOR 1.000000000000										
	Sub-Total:	**351,000.000**				**364,820.63**	**361,822.74**	**2,997.89**		
FNMA TBA 06.0000% MAT IN 30 YEARS FACTOR 1 000000000000	Trade	(183,000 000)		08/09/10	10/08/10	198,011.72	197,697 19	314.53		Y
FNMA TBA 05.5000% MAT IN 30 YEARS FACTOR 1.000000000000	Trade	393,000.000		07/07/10	09/10/10	418,115.16	419,988 05	(1,872 89)		Y
FNMA TBA 05.0000% MAT IN 30 YEARS FACTOR 1.000000000000	Trade	409,000 000		07/07/10	09/10/10	431,351 21	430,855.94	495.27		Y
FNMA 15YR MAY TBA	Trade	151,000.000		03/09/10	04/15/10	158,715 16	159,104 45	(389 29)		Y
05.0000% MAT IN 15 YEARS	Trade	59,000.000		03/09/10	05/13/10	62,604 53	62,166 64	437 89		Y
FACTOR 1.00000000000										
	Sub-Total:	**210,000.000**				**221,319.69**	**221,271.09**	**48.60**		
FNMA 30YR AUG 6% TBA 06.0000% MAT IN 30 YEARS FACTOR 1.00000000000	Trade	183,000 000		06/04/10	08/09/10	198,340 55	196,725 00	1,615.55		Y
FNMA 30YR JUNE 6% TBA 06.0000% MAT IN 30 YEARS FACTOR 1.00000000000	Trade	183,000.000		04/16/10	06/04/10	197,818 71	194,866.41	2,952.30		Y
FNMA 5 00% NOV 30YR TBA 05.0000% MAT IN 30 YEARS FACTOR 1.00000000000	Trade	(409,000.000)		09/10/10	11/05/10	436,671.41	429,961 25	6,710.16		Y
FNMA 5 5% 30YR NOV TBA 05.5000% MAT IN 30 YEARS FACTOR 1.00000000000	Trade	(393,000 000)		09/10/10	11/05/10	423,488 20	417,071 25	6,416 95		

Continued on page 40

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
FNMA 5.5% 30YR JAN TBA 05.5000% MAT IN 30 YEARS FACTOR 1.00000000000	Trade	393,000.000		11/05/10	11/22/10	422,536.41	421,922.34	614.07		Y
FNMA 5 5 MAY 30YR TBA 05.5000% MAT IN 30 YEARS FACTOR 1.00000000000	Trade	54,000 000		03/03/10	04/15/10	56,683.13	56,733.75	(50.62)		Y
	Trade	393,000 000		03/03/10	05/10/10	415,658 91	412,895 63	2,763.28		Y
	Sub-Total:	**447,000.000**				**472,342.04**	**469,629.38**	**2,712.66**		
FNMA 5 5% JULY 30YR TBA 05.5000% MAT IN 30 YEARS FACTOR 1.00000000000	Trade	393,000 000		05/10/10	07/07/10	422,475 00	413,325 47	9,149.53		Y
FNMA 5% JAN 30YR TBA 05.0000% MAT IN 30 YEARS FACTOR 1.00000000000	Trade	409,000 000		11/05/10	11/22/10	434,179.06	435,073 75	(894.69)		Y
FNMA 5% JULY 30YR TBA 05.0000% MAT IN 30 YEARS FACTOR 1 00000000000	Trade	351,000.000		05/10/10	07/07/10	372,060.00	361,859 07	10,200 93		Y
	Trade	58,000 000		05/13/10	07/07/10	61,480 00	60,084.38	1,395.62		Y
	Sub-Total:	**409,000.000**				**433,540.00**	**421,943.45**	**11,596.55**		
FNMA 6% DEC 30YR TBA 06.0000% MAT IN 30 YEARS FACTOR 1.00000000000	Trade	183,000.000		10/08/10	12/06/10	198,983.91	197,189 65	1,794 26		Y
GENL ELEC CAP CORP B/E 05.500% 010820 DTD010810 FC070810	Trade	66,000.000		02/19/10	06/18/10	68,752 86	65,682.54	3,070.32		Y
GENL MILLS INC NTS B/E 05.650% 021519 DTD020309 FC081509 CALL@MW+40BP	Trade	30,000.000		02/19/10	04/14/10	32,299.20	31,827.90	471.30		Y
GOLDMAN SACHS GROUP NTS 06 000% 050114 DTD050609 FC110109 B/E	Trade	2,000 000		02/25/10	11/12/10	2,239.00	2,192 46	46 54		Y

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Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
INTL PAPER CO B/E 07.500% 081521 DTD081009 FC021510 M\W +50BP	*Trade*	34,000.000		02/19/10	05/13/10	38,890.22	37,696.48	1,193.74		Y
J P MORGAN CHASE & CO 06.300% 042319 DTD042309 FC102309 NTS	*Trade*	34,000 000		02/19/10	07/01/10	38,544 44	37,206.88	1,337.56		Y
KANSAS CITY STHN RWY 4PR 08.000% 060115 DTD053008 CALL@MW+50BP NTS	*Trade*	16,000 000		03/10/10	04/08/10	16,760 00	16,580.00	180 00		Y
KRAFT FOODS INC NTS 06.125% 082318 DTD052208 FC022309	*Trade*	46,000.000		02/19/10	07/01/10	52,207 70	49,471.16	2,736.54		Y
LAMAR MEDIA CORP B/E 07.250% 010113 DTD122302 FC070103	*Redemption*	16,000 000		02/25/10	06/07/10	16,193 28	16,080 00	113 28		Y
PETROHAWK ENERGY CORP 09.125% 071513 DTD071206 CALL @ M/W +50BP	*Redemption*	18,000.000		08/19/10	09/20/10	18,821 34	18,864.00	(42 66)		Y
PROLOGIS TRUST NTS B/E 07.375% 103019 DTD103009 FC043010 M\W +50BP	*Tender*	35,000 000		10/13/10	12/07/10	38,676 75	37,349 55	1,327.20		
QUICKSILVER RESOURCES 11.750% 010116 DTD062509 CALL@MW+50BP INC NTS B/E	*Trade*	14,000 000		02/25/10	12/09/10	16,275 00	15,960 00	315 00		Y
RAILAMER INC NTS B/E 09.250% 070117 DTD062309 CALL@MAKE WHOLE +50BP	*Redemption*	2,000 000		04/12/10	06/24/10	2,060 00	2,135 00	(75.00)		Y

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UBS Financial Services Inc.

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Corrected 03/13/11

C12G139636-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
REGIONS FINANCIAL NTS 07.750% 111014 DTD111009 FC051010 B/E	Trade	23,000.000		03/09/10	11/23/10	22,166.25	24,135.28	(1,969 03)		Y
SIMON PPTY GROUP LP NTS 06 750% 051514 DTD051509 CALL@MW+50BP B/E	Trade	14,000 000		02/25/10	07/06/10	15,659.14	15,459.78	199.36		Y
SOUTHERN COPPER CORP NTS 06.750% 041640 DTD041610 FC101610 M\W T +35BPS	Trade	1,000 000		04/13/10	09/09/10	1,053.98	992.50	61 48		Y
STATER BROS HLDG INC NTS 08.125% 061512 DTD061704 FC121504 B/E	Tender	34,000 000		03/15/10	11/29/10	34,127 50	34,255.00	(127 50)	*	Y
TECK RESOURCES LTD NTS 10.250% 051516 DTD050809 CALL@MW+50BP B/E	Tender	14,000.000		03/03/10	12/20/10	17,080 00	16,765 00	315.00		
TIME WARNER CABLE INC 06.200% 070113 DTD061908 CALL@MW+40BP NTS	Trade	34,000.000		02/19/10	04/13/10	37,707.36	37,398.64	308.72		Y
UNION PAC CORP NTS 05 125% 021514 DTD022009 FC081509 CALL@MW	Trade	41,000.000		03/09/10	04/14/10	44,011.86	44,278.36	(266 50)		Y
UNITED STATES TREAS BOND 03.500 % DUE 02/15/39 DTD 02/15/09 FC 08/15/09	Trade	10,000 000		05/05/10	07/09/10	9,092.58	8,596 09	496.49		Y
	Trade	25,000.000		06/07/10	07/09/10	22,731 45	22,283 20	448.25		Y
	Trade	25,000 000		08/27/10	10/20/10	23,333 00	24,769 53	(1,436 53)		Y
	Trade	15,000 000		09/23/10	10/20/10	13,999 81	14,523 05	(523 24)		Y
	Trade	70,000.000		09/23/10	11/05/10	62,770.31	67,774.22	(5,003.91)		Y
	Trade	5,000 000		09/29/10	11/05/10	4,483 59	4,850 78	(367.19)		Y
	Trade	25,000.000		09/29/10	11/16/10	21,579 10	24,253.91	(2,674.81)		Y
	Sub-Total:	**175,000.000**				**157,989.84**	**167,050.78**	**(9,060.94)**		

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UBS Financial Services Inc.

2010 Consolidated Form 1099

Corrected 03/13/11

C12G139637-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
US TSY NOTE 03.125 %	Trade	50,000 000		02/16/10	03/05/10	52,533 20	52,546 88	(13.68)		Y
DUE 04/30/13	Trade	120,000.000		02/16/10	03/09/10	126,084 38	126,112 50	(28.12)		Y
DTD 04/30/08 FC 10/31/08	Trade	45,000 000		02/16/10	04/07/10	46,965 23	47,292.19	(326 96)		Y
	Trade	150,000 000		02/16/10	04/15/10	156,744 14	157,640 63	(896 49)		Y
	Trade	60,000 000		02/16/10	04/21/10	62,707 03	63,056.25	(349 22)		Y
	Trade	35,000 000		02/16/10	04/26/10	36,528 52	36,782 81	(254 29)		Y
	Trade	23,000 000		02/16/10	04/30/10	24,108 67	24,171.56	(62 89)		Y
	Trade	7,000 000		04/14/10	04/30/10	7,337.42	7,305 43	31 99		Y
	Trade	15,000.000		04/14/10	05/04/10	15,737.70	15,654.49	83 21		Y
	Trade	103,000 000		04/14/10	08/02/10	109,795 58	107,494 17	2,301.41		Y
	Trade	55,000.000		05/07/10	08/02/10	58,628 71	58,033.60	595.11		Y
	Trade	70,000 000		05/28/10	08/02/10	74,618 36	73,822.65	795.71		Y
	Trade	60,000.000		07/06/10	08/02/10	63,958 60	63,745 31	213.29		Y
	Sub-Total:	**793,000.000**				**835,747.54**	**833,658.47**	**2,089.07**		
US TSY NOTE 03.375 %	Trade	57,000 000		02/16/10	03/10/10	60,281.95	60,355.43	(73.48)		Y
DUE 07/31/13	Trade	193,000 000		03/05/10	03/10/10	204,112 58	204,293 52	(180 94)		Y
DTD 07/31/08 FC 01/31/09	Trade	59,000.000		03/05/10	04/01/10	62,026 05	62,452 42	(426.37)		Y
	Sub-Total:	**309,000.000**				**326,420.58**	**327,101.37**	**(680.79)**		
US TSY NOTE 02 750 %	Trade	40,000 000		06/18/10	06/23/10	39,343 75	38,984.37	359.38		Y
DUE 02/15/19	Trade	30,000 000		06/18/10	07/09/10	29,685 94	29,238.28	447.66		Y
DTD 02/15/09 FC 08/15/09	Trade	60,000.000		07/01/10	07/09/10	59,371 88	59,981.25	(609.37)		Y
	Trade	35,000.000		07/01/10	08/17/10	36,071.88	34,989.06	1,082.82		Y
	Trade	95,000.000		07/01/10	08/18/10	98,273 05	94,970 32	3,302.73		Y
	Trade	70,000.000		08/11/10	08/18/10	72,411.72	71,818 36	593.36		Y
	Sub-Total:	**330,000.000**				**335,158.22**	**329,981.64**	**5,176.58**		
US TSY NOTE 03.500 %	Trade	30,000 000		08/18/10	10/15/10	32,446 88	32,416.41	30 47		Y
DUE 05/15/20	Trade	65,000 000		08/18/10	11/04/10	70,971.88	70,235.55	736 33		Y
DTD 05/15/10 FC 11/15/10	Trade	50,000 000		08/18/10	11/08/10	54,417.97	54,027 34	390 63		Y
	Trade	20,000 000		08/18/10	11/08/10	21,720 31	21,610 94	109.37		Y
	Trade	32,000.000		11/05/10	11/08/10	34,827.50	34,801 25	26 25		Y
	Trade	4,000 000		11/05/10	11/16/10	4,234 53	4,350 16	(115 63)		Y
	Sub-Total:	**201,000.000**				**218,619.07**	**217,441.65**	**1,177.42**		

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UBS Financial Services Inc.

2010 Consolidated Form 1099

Corrected 03/13/11

C12G139638-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
US TSY NOTE 01 375 %	Trade	18,000 000		07/09/10	08/27/10	18,322 73	18,196 88	125.85		Y
DUE 05/15/13	Trade	52,000 000		07/09/10	09/29/10	53,086 72	52,568 75	517 97		Y
DTD 05/15/10 FC 11/15/10	Trade	58,000 000		08/02/10	09/29/10	59,212 11	58,928 91	283 20		Y
	Trade	100,000 000		08/02/10	10/26/10	102,218 75	101,601 56	617 19		Y
	Sub-Total:	**228,000.000**				**232,840.31**	**231,296.10**	**1,544.21**		
US TSY NOTE 04.875 %	Trade	34,000 000		02/16/10	03/15/10	35,985 55	36,127 66	(142 11)		Y
DUE 07/31/11	Trade	75,000 000		02/16/10	03/22/10	79,297 85	79,693 36	(395 51)		Y
DTD 07/31/06 FC 01/31/07	Trade	10,000 000		02/16/10	03/29/10	10,564 06	10,625 78	(61 72)		Y
	Trade	80,000 000		02/16/10	04/22/10	84,312 50	85,006 25	(693 75)		Y
	Trade	22,000 000		02/16/10	05/07/10	23,189 38	23,376 72	(187 34)		Y
	Sub-Total:	**221,000.000**				**233,349.34**	**234,829.77**	**(1,480.43)**		
WAL MART STORES INC NTS 06 500% 081537 DTD082407 FC021508	Trade	30,000 000		02/22/10	04/13/10	33,702 60	33,283 80	418 80		Y
WESTPAC BANKING CORATION 04 875% 111919 DTD111909 FC051910 NTS B/E	Trade	50,000 000		02/25/10	07/01/10	51,828 00	49,331 00	2,497 00		Y
Total Short-Term Gain/Loss						**8,668,057.70**	**8,602,537.92**	**65,519.78**		

Unclassified Gain/Loss

This section includes securities that cannot be classified as short-term or long-term due to missing information or the product is one for which a gain/loss calculation is not provided This section may also include securities not reported on Form 1099-B, as well as securities classified as a percentage of both short-term and long-term holding periods, the "60/40 rule " Broad-Based index options may also be subject to Mark-to-Market rules Please consult your tax advisor for proper tax treatment of these types of transactions

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
FNMA 5 5% 30YR NOV TBA 05 5000% MAT IN 30 YEARS FACTOR 1 00000000000	Trade	393,000 000			11/05/10	423,488 20		-Not Calculated-	Not calculated	
Total Unclassified Gain/Loss						**423,488.20**				

Form **8868** (Rev January 2011)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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 SHIRLEY C. CARIS FAMILY FOUNDATION	**Employer identification number** 86-0965394
	Number, street, and room or suite no If a P.O box, see instructions. P. O. BOX 14315	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SCOTTSDALE AZ 85267-4315	

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 ▶ SHIRLEY CARIS FOUNDATION
  P. O. BOX 14315
  SCOTTSDALE AZ 85267

  Telephone No. ▶ 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 08/15/11 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 2010 or

▶ [ ] tax year beginning , and ending .

2 If this 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**	$ 2,198
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**	$ 1,376
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**	$ 822

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