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

OMB No 1545-0052

2010

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

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

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

Name of foundation **BERNICE A B KEYES T/W 40**
-104200166180
A Employer identification number **91-6111944**

Number and street (or P O box number if mail is not delivered to street address) Room/suite
KEYBANK, 4900 TIEDEMAN RD. OH-01-49-0150
B Telephone number (see page 10 of the instructions) **(800) 999-9658**

City or town, state, and ZIP code
BROOKLYN, OH 44144-2302
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 ☐

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) **\$ 1,889,881.**
J Accounting method. ☒ Cash ☐ Accrual
☐ Other (specify) _____
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)
1	Contributions, gifts, grants, etc., received (attach schedule)						
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B						
3	Interest on savings and temporary cash investments						
4	Dividends and interest from securities			38,372.	38,372.		STMT 1
5a	Gross rents						
b	Net rental income or (loss)						
6a	Net gain or (loss) from sale of assets not on line 10			56,118.			
b	Gross sales price for all assets on line 6a			628,278.			
7	Capital gain net income (from Part IV, line 2)				56,118.		
8	Net short-term capital gain						
9	Income modifications						
10a	Gross sales less returns and allowances						
b	Less Cost of goods sold						
c	Gross profit or (loss) (attach schedule)						
11	Other income (attach schedule)						
12	Total Add lines 1 through 11			94,490.	94,490.		
13	Compensation of officers, directors, trustees, etc.			19,942.	14,957.		4,986.
14	Other employee salaries and wages				NONE	NONE	
15	Pension plans, employee benefits				NONE	NONE	
16a	Legal fees (attach schedule)						
b	Accounting fees (attach schedule) STMT. 2			1,250.	NONE	NONE	1,250.
c	Other professional fees (attach schedule)						
17	Interest						
18	Taxes (attach schedule) (see page 14 of the instructions)			180.	103.		
19	Depreciation (attach schedule) and depletion						
20	Occupancy						
21	Travel, conferences, and meetings				NONE	NONE	
22	Printing and publications				NONE	NONE	
23	Other expenses (attach schedule) STMT. 4			25.			25.
24	Total operating and administrative expenses Add lines 13 through 23			21,397.	15,060.	NONE	6,261.
25	Contributions, gifts, grants paid			82,537.			82,537.
26	Total expenses and disbursements Add lines 24 and 25			103,934.	15,060.	NONE	88,798.
27	Subtract line 26 from line 12			-9,444.			
a	Excess of revenue over expenses and disbursements						
b	Net investment income (if negative, enter -0-)				79,430.		
c	Adjusted net income (if negative, enter -0-)						

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

JSA

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P 21

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			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule).			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule).			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)	STMT 5	1,597,166.	1,587,445.	1,889,881.
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		1,597,166.	1,587,445.	1,889,881.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	1,597,166.	1,587,445.	
	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)	1,597,166.	1,587,445.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,597,166.	1,587,445.	

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	1,597,166.
2	Enter amount from Part I, line 27a	2	-9,444.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	118.
4	Add lines 1, 2, and 3	4	1,587,840.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	395.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,587,445.

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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 SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	56,118.	
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

(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	99,633.	1,600,261.	0.06226046876
2008	121,300.	1,888,832.	0.06421958120
2007	129,678.	2,197,870.	0.05900166980
2006	73,642.	2,077,483.	0.03544770282
2005	101,206.	2,005,679.	0.05045971963
2 Total of line 1, column (d)			2 0.27138914221
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 0.05427782844
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,754,489.
5 Multiply line 4 by line 3			5 95,230.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 794.
7 Add lines 5 and 6			7 96,024.
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 88,798.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	1	1,589.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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	
3 Add lines 1 and 2	3	1,589.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,589.
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	340.
b Exempt foreign organizations-tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	1,146.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	1,486.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	103.
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		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)? 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		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 <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$		
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		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		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> STMT 8		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ▶ <u>N/A</u>			
14	The books are in care of ▶ <u>KEYBANK, N A</u> Telephone no ▶ <u>(216) 813-4556</u>			
	Located at ▶ <u>4900 TIEDEMAN RD. OH-01-49-0147, BROOKLYN, OH</u> ZIP + 4 ▶ <u>44144-2302</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶ <u></u>			X

<p>1a During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		1b	X
<p>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))</p> <p>a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes," list the years <input type="text"/></p> <p>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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="text"/></p>		1c	X
<p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		2b	X
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		3b	X
		4a	X
		4b	X

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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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐**5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
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? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		19,942.	-0-	-0-

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

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

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

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

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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	1,781,207.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,781,207.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,781,207.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	26,718.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,754,489.
6	Minimum investment return. Enter 5% of line 5	6	87,724.

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	87,724.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,589.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,589.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	86,135.
4	Recoveries of amounts treated as qualifying distributions	4	118.
5	Add lines 3 and 4	5	86,253.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	86,253.

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	88,798.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	88,798.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	88,798.

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				86,253.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			NONE	
b Total for prior years 20 08, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	2,829.			
b From 2006	NONE			
c From 2007	23,084.			
d From 2008	27,433.			
e From 2009	20,294.			
f Total of lines 3a through e	73,640.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 88,798.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				86,253.
e Remaining amount distributed out of corpus	2,545.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	76,185.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	2,829.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	73,356.			
10 Analysis of line 9				
a Excess from 2006	NONE			
b Excess from 2007	23,084.			
c Excess from 2008	27,433.			
d Excess from 2009	20,294.			
e Excess from 2010	2,545.			

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year SEE STATEMENT 16				
Total				3a 82,537.
b Approved for future payment				
Total				3b

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Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	38,372.	
		18	56,118.	
			94,490.	
			13	94,490.

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					14,680.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					146.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					3,931.	
934.00		25. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 665.00					05/19/2009 269.00	01/06/2010
2,132.00		10. APPLE INC COM PROPERTY TYPE: SECURITIES 1,335.00					01/25/2008 797.00	01/06/2010
1,609.00		50. AVON PRODS INC COM PROPERTY TYPE: SECURITIES 2,028.00					04/29/2008 -419.00	01/06/2010
2,073.00		45. BANK OF NOVA SCOTIA FGN COM PROPERTY TYPE: SECURITIES 2,014.00					10/21/2009 59.00	01/06/2010
1,454.00		25. BAXTER INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 1,507.00					02/04/2009 -53.00	01/06/2010
1,614.00		20. BHP BILLITON LTD SPONS ADR PROPERTY TYPE: SECURITIES 1,352.00					02/06/2008 262.00	01/06/2010
2,449.00		75. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES 3,161.00					11/07/2007 -712.00	01/06/2010
1,298.00		45. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES 945.00					04/16/2009 353.00	01/06/2010

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,448.00		100. CISCO SYS INC COM PROPERTY TYPE: SECURITIES 2,736.00					06/18/2007 -288.00	01/06/2010
2,911.00		35. COLGATE PALMOLIVE CO COM PROPERTY TYPE: SECURITIES 2,445.00					06/25/2008 466.00	01/06/2010
1,657.00		100. COMCAST CORP COM CL A PROPERTY TYPE: SECURITIES 1,874.00					07/20/2004 -217.00	01/06/2010
12,586.00		240. CONOCOPHILLIPS COM PROPERTY TYPE: SECURITIES 7,900.00					01/08/2004 4,686.00	01/06/2010
1,374.00		25. COVANCE INC COM PROPERTY TYPE: SECURITIES 2,140.00					07/16/2008 -766.00	01/06/2010
1,586.00		50. WALT DISNEY CO COM PROPERTY TYPE: SECURITIES 1,229.00					10/27/2004 357.00	01/06/2010
8,498.00		200. DOVER CORP COM PROPERTY TYPE: SECURITIES 7,969.00					08/24/2005 529.00	01/06/2010
13,517.00		765. EMC CORP COM PROPERTY TYPE: SECURITIES 9,914.00					04/20/2004 3,603.00	01/06/2010
4,064.00		230. EMC CORP COM PROPERTY TYPE: SECURITIES 2,864.00					04/11/2005 1,200.00	01/06/2010
1,983.00		20. EOG RESOURCES INC COM PROPERTY TYPE: SECURITIES 1,171.00					03/13/2009 812.00	01/06/2010
949.00		15. EATON CORP COM PROPERTY TYPE: SECURITIES 653.00					04/16/2009 296.00	01/06/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
696.00		20. EXPEDITORS INTL WASH INC COM PROPERTY TYPE: SECURITIES 665.00					05/19/2009 31.00	01/06/2010
1,397.00		20. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 1,596.00					04/25/2007 -199.00	01/06/2010
979.00		20. GENZYME CORP GENL DIVISION COM PROPERTY TYPE: SECURITIES 1,106.00					03/13/2009 -127.00	01/06/2010
2,017.00		50. HONEYWELL INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 1,696.00					02/19/2002 321.00	01/06/2010
1,971.00		95. INTEL CORP COM PROPERTY TYPE: SECURITIES 6,196.00					03/31/2000 -4,225.00	01/06/2010
2,635.00		60. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 2,013.00					04/16/2009 622.00	01/06/2010
1,360.00		30. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES 1,521.00					09/08/2004 -161.00	01/06/2010
5,123.00		90. NORTHROP GRUMMAN CORP COM PROPERTY TYPE: SECURITIES 4,586.00					09/08/2004 537.00	01/06/2010
5,976.00		105. NORTHROP GRUMMAN CORP COM PROPERTY TYPE: SECURITIES 5,287.00					10/19/2004 689.00	01/06/2010
1,225.00		50. ORACLE CORP COM PROPERTY TYPE: SECURITIES 1,021.00					07/16/2008 204.00	01/06/2010
1,348.00		55. ORACLE CORP COM PROPERTY TYPE: SECURITIES 1,097.00					06/18/2007 251.00	01/06/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,019.00		40. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES 2,018.00					09/11/2008 1.00	01/06/2010
5,230.00		65. PRAXAIR INC COM PROPERTY TYPE: SECURITIES 4,260.00					04/25/2007 970.00	01/06/2010
1,086.00		20. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES 700.00					04/16/2009 386.00	01/06/2010
3,589.00		75. QUALCOMM INC COM PROPERTY TYPE: SECURITIES 3,135.00					10/21/2009 454.00	01/06/2010
1,206.00		55. QUANTA SERVICES INC COM PROPERTY TYPE: SECURITIES 1,390.00					06/10/2009 -184.00	01/06/2010
1,341.00		25. HENRY SCHEIN INC COM PROPERTY TYPE: SECURITIES 1,159.00					05/11/2009 182.00	01/06/2010
3,392.00		50. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 1,620.00					02/27/2001 1,772.00	01/06/2010
2,136.00		110. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 2,417.00					04/29/2008 -281.00	01/06/2010
1,375.00		120. TAIWAN SEMICONDUCTOR MFG CO SPONS A PROPERTY TYPE: SECURITIES 1,287.00					06/18/2007 88.00	01/06/2010
2,467.00		50. TARGET CORP COM PROPERTY TYPE: SECURITIES 1,632.00					05/25/2000 835.00	01/06/2010
1,142.00		20. TEVA PHARMACEUTICAL INDS LTD SPONS A PROPERTY TYPE: SECURITIES 938.00					12/27/2007 204.00	01/06/2010

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,448.00		30. THERMO FISHER SCIENTIFIC INC COM PROPERTY TYPE: SECURITIES 1,760.00					12/27/2007 -312.00	01/06/2010
1,450.00		25. UNITED PARCEL SERVICE INC COM CL B PROPERTY TYPE: SECURITIES 1,957.00					03/20/2006 -507.00	01/06/2010
1,750.00		50. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES 956.00					05/11/2009 794.00	01/06/2010
2,092.00		65. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES 3,126.00					08/31/2001 -1,034.00	01/06/2010
3,458.00		40. VISA INC COM CL A PROPERTY TYPE: SECURITIES 3,065.00					10/21/2009 393.00	01/06/2010
906.00		10. TRANSOCEAN LTD FGN COM PROPERTY TYPE: SECURITIES 842.00					06/10/2009 64.00	01/06/2010
1,359.00		15. TRANSOCEAN LTD FGN COM PROPERTY TYPE: SECURITIES 835.00					03/13/2009 524.00	01/06/2010
781.00		45. COMCAST CORP COM CL A PROPERTY TYPE: SECURITIES 843.00					07/20/2004 -62.00	03/05/2010
4,686.00		270. COMCAST CORP COM CL A PROPERTY TYPE: SECURITIES 4,937.00					07/06/2004 -251.00	03/05/2010
14,408.00		200. ISHARES RUSSELL 2000 GWTH INDEX CLO PROPERTY TYPE: SECURITIES 10,082.00					04/21/2009 4,326.00	03/05/2010
18,010.00		250. ISHARES RUSSELL 2000 GWTH INDEX CLO PROPERTY TYPE: SECURITIES 10,710.00					03/13/2009 7,300.00	03/05/2010

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,068.00		155. GENZYME CORP GENL DIVISION COM PROPERTY TYPE: SECURITIES 8,575.00					03/13/2009 -507.00	04/06/2010
11,898.00		1117. TAIWAN SEMICONDUCTOR MFG CO SPONS PROPERTY TYPE: SECURITIES 11,977.00					06/18/2007 -79.00	04/08/2010
7,263.00		125. BAXTER INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 7,535.00					02/04/2009 -272.00	04/12/2010
13,060.00		175. TRANSOCEAN LTD FGN COM PROPERTY TYPE: SECURITIES 9,744.00					03/13/2009 3,316.00	05/05/2010
9,608.00		274. QUALCOMM INC COM PROPERTY TYPE: SECURITIES 9,979.00					03/13/2009 -371.00	06/16/2010
35.00		1. QUALCOMM INC COM PROPERTY TYPE: SECURITIES 36.00					03/13/2009 -1.00	06/16/2010
2.00		.216 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 3.00					08/31/2001 -1.00	07/16/2010
137.00		5. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 133.00					05/19/2009 4.00	08/25/2010
1,756.00		60. AVON PRODS INC COM PROPERTY TYPE: SECURITIES 2,434.00					04/29/2008 -678.00	08/25/2010
5,333.00		190. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES 8,008.00					11/07/2007 -2,675.00	08/25/2010
1,123.00		40. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES 1,635.00					02/28/2008 -512.00	08/25/2010

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
2,667.00	-	95. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES 2,513.00				03/13/2009 154.00	08/25/2010
7,581.00		380. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES 7,980.00				04/16/2009 -399.00	08/25/2010
2,121.00		100. CISCO SYS INC COM PROPERTY TYPE: SECURITIES 2,736.00				06/18/2007 -615.00	08/25/2010
4,772.00		225. CISCO SYS INC COM PROPERTY TYPE: SECURITIES 4,073.00				04/16/2009 699.00	08/25/2010
2,947.00		75. COVANCE INC COM PROPERTY TYPE: SECURITIES 6,421.00				07/16/2008 -3,474.00	08/25/2010
1,179.00		30. COVANCE INC COM PROPERTY TYPE: SECURITIES 1,269.00				02/04/2009 -90.00	08/25/2010
2,948.00		40. CUMMINS INC COM PROPERTY TYPE: SECURITIES 1,930.00				01/06/2010 1,018.00	08/25/2010
3,678.00		115. WALT DISNEY CO COM PROPERTY TYPE: SECURITIES 2,826.00				10/27/2004 852.00	08/25/2010
1,119.00		35. WALT DISNEY CO COM PROPERTY TYPE: SECURITIES 721.00				07/09/2003 398.00	08/25/2010
3,912.00		45. EOG RESOURCES INC COM PROPERTY TYPE: SECURITIES 2,635.00				03/13/2009 1,277.00	08/25/2010
4,709.00		80. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 6,386.00				04/25/2007 -1,677.00	08/25/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,766.00		30. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 1,971.00					04/21/2009 -205.00	08/25/2010
2,649.00		45. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 1,899.00					04/16/2002 750.00	08/25/2010
512.00		68. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 840.00					08/31/2001 -328.00	08/25/2010
23.00		3. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 35.00					07/09/2003 -12.00	08/25/2010
256.00		34. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 333.00					12/04/2002 -77.00	08/25/2010
30.00		4. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 31.00					08/05/2003 -1.00	08/25/2010
581.00		40. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 1,315.00					04/29/2008 -734.00	08/25/2010
1,307.00		90. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 1,401.00					01/06/2010 -94.00	08/25/2010
1,940.00		50. HONEYWELL INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 1,696.00					02/19/2002 244.00	08/25/2010
1,746.00		45. HONEYWELL INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 1,262.00					08/05/2003 484.00	08/25/2010
776.00		20. HONEYWELL INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 561.00					07/09/2003 215.00	08/25/2010

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
7,760.00		200. HONEYWELL INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 5,564.00				07/21/2003 2,196.00	08/25/2010
2,684.00		145. INTEL CORP COM PROPERTY TYPE: SECURITIES 9,457.00				03/31/2000 -6,773.00	08/25/2010
2,776.00		150. INTEL CORP COM PROPERTY TYPE: SECURITIES 9,394.00				08/07/2000 -6,618.00	08/25/2010
1,481.00		80. INTEL CORP COM PROPERTY TYPE: SECURITIES 2,215.00				08/31/2001 -734.00	08/25/2010
53,724.00		500. ISHARES BARCLAYS TIPS BOND FUND CLO PROPERTY TYPE: SECURITIES 51,851.00				10/21/2009 1,873.00	08/25/2010
53,239.00		1000. ISHARES S&P SMALLCAP 600 INDEX CLO PROPERTY TYPE: SECURITIES 45,650.00				06/10/2009 7,589.00	08/25/2010
4,517.00		125. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 4,194.00				04/16/2009 323.00	08/25/2010
2,710.00		75. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 1,862.00				02/04/2009 848.00	08/25/2010
21,966.00		300. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES 4,257.00				04/03/2003 17,709.00	08/25/2010
3,513.00		110. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES 5,578.00				09/08/2004 -2,065.00	08/25/2010
3,703.00		165. ORACLE CORP COM PROPERTY TYPE: SECURITIES 3,292.00				06/18/2007 411.00	08/25/2010

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
3,366.00		150. ORACLE CORP COM PROPERTY TYPE: SECURITIES 2,070.00				07/27/2005 1,296.00	08/25/2010
418.00		10. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES 505.00				09/11/2008 -87.00	08/25/2010
3,004.00		35. PRAXAIR INC COM PROPERTY TYPE: SECURITIES 2,294.00				04/25/2007 710.00	08/25/2010
12,017.00		140. PRAXAIR INC COM PROPERTY TYPE: SECURITIES 3,287.00				08/31/2001 8,730.00	08/25/2010
225.00		5. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES 175.00				04/16/2009 50.00	08/25/2010
1,123.00		25. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES 634.00				03/13/2009 489.00	08/25/2010
4,133.00		230. QUANTA SERVICES INC COM PROPERTY TYPE: SECURITIES 5,813.00				06/10/2009 -1,680.00	08/25/2010
535.00		10. HENRY SCHEIN INC COM PROPERTY TYPE: SECURITIES 463.00				05/11/2009 72.00	08/25/2010
6,819.00		125. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 4,050.00				02/27/2001 2,769.00	08/25/2010
2,727.00		50. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 1,228.00				08/31/2001 1,499.00	08/25/2010
1,007.00		75. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 1,648.00				04/29/2008 -641.00	08/25/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
201.00		15. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 314.00					07/16/2008 -113.00	08/25/2010
2,686.00		200. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 3,967.00					03/14/2008 -1,281.00	08/25/2010
4,029.00		300. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 5,254.00					04/16/2009 -1,225.00	08/25/2010
1,007.00		75. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 1,300.00					04/21/2009 -293.00	08/25/2010
4,029.00		300. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 4,155.00					03/13/2009 -126.00	08/25/2010
11,592.00		225. TARGET CORP COM PROPERTY TYPE: SECURITIES 7,345.00					05/25/2000 4,247.00	08/25/2010
2,576.00		50. TARGET CORP COM PROPERTY TYPE: SECURITIES 1,571.00					08/07/2000 1,005.00	08/25/2010
867.00		20. THERMO FISHER SCIENTIFIC INC COM PROPERTY TYPE: SECURITIES 1,173.00					12/27/2007 -306.00	08/25/2010
4,441.00		70. UNITED PARCEL SERVICE INC COM CL B PROPERTY TYPE: SECURITIES 5,479.00					03/20/2006 -1,038.00	08/25/2010
8,881.00		140. UNITED PARCEL SERVICE INC COM CL B PROPERTY TYPE: SECURITIES 10,364.00					06/18/2007 -1,483.00	08/25/2010
952.00		15. UNITED PARCEL SERVICE INC COM CL B PROPERTY TYPE: SECURITIES 1,083.00					04/25/2007 -131.00	08/25/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
4,840.00		150. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES 2,867.00				05/11/2009 1,973.00	08/25/2010
27,658.00		1718.951 VANGUARD INTERNATIONAL GROWTH F PROPERTY TYPE: SECURITIES 40,000.00				04/13/2006 -12,342.00	08/25/2010
8,442.00		285. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES 12,861.00				08/31/2001 -4,419.00	08/25/2010
4,147.00		140. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES 5,078.00				12/04/2002 -931.00	08/25/2010
444.00		15. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES 528.00				07/09/2003 -84.00	08/25/2010
444.00		15. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES 475.00				08/05/2003 -31.00	08/25/2010
709.00		10. VISA INC COM CL A PROPERTY TYPE: SECURITIES 766.00				10/21/2009 -57.00	08/25/2010
709.00		10. VISA INC COM CL A PROPERTY TYPE: SECURITIES 667.00				05/11/2009 42.00	08/25/2010
2,303.00		75. NOBLE CORP FGN COM PROPERTY TYPE: SECURITIES 3,296.00				01/06/2010 -993.00	08/25/2010
461.00		15. NOBLE CORP FGN COM PROPERTY TYPE: SECURITIES 399.00				04/21/2009 62.00	08/25/2010
6,449.00		210. NOBLE CORP FGN COM PROPERTY TYPE: SECURITIES 5,139.00				03/13/2009 1,310.00	08/25/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,781.00		214. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 5,693.00					05/19/2009 88.00	10/08/2010
27.00		1. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 27.00					05/19/2009	10/08/2010
1,606.00		5. APPLE INC COM PROPERTY TYPE: SECURITIES 667.00					01/25/2008 939.00	12/17/2010
6,641.00		530. BANK OF AMERICA CORP COM PROPERTY TYPE: SECURITIES 6,710.00					08/25/2010 -69.00	12/17/2010
6,517.00		190. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES 5,027.00					03/13/2009 1,490.00	12/17/2010
7,933.00		450. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 7,007.00					01/06/2010 926.00	12/17/2010
4,584.00		115. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 2,855.00					02/04/2009 1,729.00	12/17/2010
606.00		10. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES 505.00					09/11/2008 101.00	12/17/2010
4,656.00		240. QUANTA SERVICES INC COM PROPERTY TYPE: SECURITIES 6,066.00					06/10/2009 -1,410.00	12/17/2010
619.00		10. HENRY SCHEIN INC COM PROPERTY TYPE: SECURITIES 463.00					05/11/2009 156.00	12/17/2010
393.00		5. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 327.00					08/25/2010 66.00	12/17/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,148.00		90. VISA INC COM CL A PROPERTY TYPE: SECURITIES 6,003.00					05/11/2009 145.00	12/17/2010
TOTAL GAIN(LOSS)							----- 56,118. =====	

BERNICE A B KEYES

T/W 40

91-6111944

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	38,372.	38,372.
TOTAL	38,372.	38,372.
	=====	=====

BERNICE A B KEYES

T/W 40

91-6111944

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.
	=====	=====	=====	=====

BERNICE A B KEYES

T/W 40

91-6111944

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	103.	103.
FEDERAL ESTIMATES - PRINCIPAL	77.	
	-----	-----
TOTALS	180.	103.
	=====	=====

BERNICE A B KEYES

T/W 40

91-6111944

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
----------------------	--	---------------------------------

OTHER NON-ALLOCABLE EXPENSE -

25.

25.

TOTALS

25.

25.

BERNICE A B KEYES

T/W 40

91-6111944

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV	C OR F
-----	-----	-----

SEE ATTACHED

C

TOTALS

BERNICE A B KEYES

T/W 40

91-6111944

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

=====

DESCRIPTION	AMOUNT
-----	-----

2009 REIMBURSEMENT OF GRANT	118.
-----------------------------	------

TOTAL	-----
-------	-------

	118.
	=====

STATEMENT 6

BERNICE A B KEYES

T/W 40

91-6111944

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

=====

DESCRIPTION	AMOUNT
-----	-----

ISHARES S&P GSCI COST BASIS ADJUSTMENT	395.
--	------

TOTAL	-----
-------	-------

	395.
	=====

STATEMENT 7

BERNICE A B KEYES

T/W 40

91-6111944

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

WA

STATEMENT 8

BERNICE A B KEYES

T/W 40

91-6111944

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

=====

OFFICER NAME:

KEYBANK N A

ADDRESS:

127 PUBLIC SQUARE, MC OH-01-27-1614

CLEVELAND, OH 44144

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 19,942.

TOTAL COMPENSATION:

19,942.

=====

STATEMENT 9

RECIPIENT NAME:
CHARLES WRIGHT ACADEMY
ADDRESS:
7723 CHAMBERS CREEK ROAD
UNIVERSITY PLACE, WA 98467
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 27,960.

RECIPIENT NAME:
UNIVERSITY OF WASHINGTON
ADDRESS:
105 SCHMITZ
SEATTLE, WA 98124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 4,659.

RECIPIENT NAME:
WESTERN WA UNIVERSITY
ADDRESS:
516 HIGH STREET
BELLINGHAM, WA 98225
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 7,765.

BERNICE A B KEYES T/W 40 91-6111944
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
SEATTLE PACIFIC
ADDRESS:
3307 ERD AVENUE WEST
SEATTLE, WA 98119
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 3,106.

RECIPIENT NAME:
GONZAGA UNIVERSITY
ADDRESS:
502 E BOONE AVENUE
SPOKANE, WA 99258
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 3,106.

RECIPIENT NAME:
PACIFIC LUTHERAN UNIVERSITY
ADDRESS:
12180 PARK AVENUE
TACOMA, WA 98447
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 6,212.

STATEMENT 11

RECIPIENT NAME:
PIERCE COLLEGE
ADDRESS:
9401 FARWEST DRIVE SW
LAKEWOOD, WA 98498
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 7,765.

RECIPIENT NAME:
UNIVERSITY OF PUGET SOUND
ADDRESS:
1500 N WARMER STREET
TACOMA, WA 98416
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

RECIPIENT NAME:
SEATTLE UNIVERSITY
ADDRESS:
901 12TH AVENUE
SEATTLE, WA 98122
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

BERNICE A B KEYES T/W 40 91-6111944
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
UNIVERSITY OF PORTLAND
ADDRESS:
5000 N WILLIAMETTE
PORTLAND, OR 97203-5798
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

RECIPIENT NAME:
INTL ACADEMY OF DESIGN & TECHNOLOGY
ADDRESS:
645 ANDOVER PARK W
SEATTLE, WA 98188
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,775.

RECIPIENT NAME:
THE EVERGREEN STATE COLLEGE
ADDRESS:
2700 EVRHREEN PARKWAY NW
OLYMPIA, WA 98505
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

BERNICE A B KEYES T/W 40 91-6111944
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
SAN DIEGO STATE UNIVERSITY
ADDRESS:
5500 CHAMPANILE DRIVE
SAN DIEGO, CA 92182
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

RECIPIENT NAME:
OCCIDENTAL COLLEGE
ADDRESS:
1600 CAMPUS ROAD
LOS ANGELES, CA 90041
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 3,106.

RECIPIENT NAME:
WILLAMETTE UNIVERSITY
ADDRESS:
900 STATE STREET
SALEM, OR 97301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

RECIPIENT NAME:
GEORGE FOX UNIVERSITY
ADDRESS:
414 N MERIDIAN STEET
NEWBERG, OR 97132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

RECIPIENT NAME:
WHITWORTH UNIVERSITY
ADDRESS:
300 W HAWTHORNE ROAD
SPOKANE, WA 99251
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

RECIPIENT NAME:
SANTA CLARA UNIVERSITY
ADDRESS:
500 EL CAMINO REAL
SANTA CLARA, CA 95053
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

BERNICE A B KEYES T/W 40 91-6111944
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
CENTRAL WA UNIVERSITY
ADDRESS:
400 E UNIVERSITY WAY
ELLENSBURG, WA 98926
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

RECIPIENT NAME:
TACOMA COMMUNITY COLLEGE
ADDRESS:
6501 SOUTH 19TH STREET
TACOMA, WA 98466
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,553.

TOTAL GRANTS PAID: 82,537.
=====

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RUN DATE 2011-01-15
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216-813-4583

TAX ANALYST/NAME
611 E PEREZ

WK-RG-OFF-ACCOUNT	ACCOUNT NAME
0-0-10-420-0166180	KEYES BERNICE A B
ISCAL YEAR CODE 1231	AS OF 12-31-2010

ACCOUNT NAME
ERNICE A B
AS OF 12-31

OCHR

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
698290102	XL GROUP PLC FGN COM	10,364.50	0.00	10,459.45	475.000
000375204	ABB LTD SPONS ADR	10,663.75	0.00	10,250.45	475.000
009158106	ATR PRODUCTS & CHEMICALS INC COM	7,730.75	0.00	6,257.70	85.000
023135106	AMAZON COM INC COM	13,500.00	0.00	9,537.00	75.000
037411105	APACHE CORP COM	13,115.30	0.00	9,552.39	110.000
037833100	APPLE INC COM	24,192.00	0.00	8,677.25	75.000
054303102	AVON PRODS INC COM	8,718.00	0.00	10,947.51	300.000
064149107	BANK OF NOVA SCOTIA FGN COM	17,446.00	0.00	13,648.75	305.000
088606108	BHP BILLITON LTD SPONS ADR	9,292.00	0.00	6,760.68	100.000
151020104	CELGENE CORP COM	9,166.70	0.00	9,496.90	155.000
17275R102	CISCO SYS INC COM	12,441.45	0.00	9,123.38	615.000
194162103	COLGATE PALMOLIVE CO COM	8,037.00	0.00	6,985.04	100.000
194198917	KT FIXED INCOME FUND	166,169.37	0.00	166,506.00 ~	25,914.161
222816100	COVANCE INC COM	5,398.05	0.00	4,441.50	105.000
231021106	CUMMINS INC COM	18,151.65	0.00	7,959.60	165.000
244199105	DEERE & CO COM	9,135.50	0.00	9,002.38	110.000
253868103	DIGITAL REALTY TRUST INC REIT	5,669.40	0.00	6,469.06	110.000
254687106	WALT DISNEY CO COM	11,815.65	0.00	6,492.99	315.000

CHARITABLE TRUSTS HOLDINGS REPORT

BK-RG-OFF-ACCOUNT
40-10-420-0166180
FISCAL YEAR CODE 1231

ACCOUNT NAME
KEYES BERNICE A B
AS OF 12-31-2010

TAX ANALYST/NAME
611 E PEREZ

216-813-4583

REPORT TAC-CRR41
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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
25490A101	DIRECTV COM CL A	7,387.05	0.00	6,976.33	185.000
26875P101	EOG RESOURCES INC COM	8,683.95	0.00	5,562.25	95.000
278058102	EATON CORP COM	13,703.85	0.00	6,142.13	135.000
302130109	EXPEDITORS INTL WASH INC COM	9,555.00	0.00	5,815.25	175.000
30231G102	EXXON MOBIL CORP COM	5,484.00	0.00	3,165.75	75.000
31428X106	FEDEX CORP COM	6,510.70	0.00	5,501.30	70.000
315616102	F5 NETWORKS INC COM	16,270.00	0.00	10,801.25	125.000
35671D857	FREEMPORT-MCMORAN COPPER & GOLD COM	10,808.10	0.00	5,992.20	90.000
369604103	GENERAL ELEC CO COM	9,053.55	0.00	4,486.45	495.000
38259P508	GOOGLE INC COM CL A	8,909.55	0.00	7,521.85	15.000
411511306	HARBOR INTERNATIONAL FD OPEN-END FUND	117,039.46	0.00	100,000.00	1,932.939
428236103	HEWLETT PACKARD CO COM	8,209.50	0.00	10,342.35	195.000
458140100	INTEL CORP COM	9,568.65	0.00	9,943.45	455.000
45865V100	INTERCONTINENTALEXCHANGE INC COM	7,744.75	0.00	6,230.90	65.000
46428R107	ISHARES S&P GSCI COMMODITY INDEX CLOSED-END FUND	68,200.00	0.00	59,690.00	2,000.000
464287176	ISHARES BARCLAYS TIPS BOND FUND CLOSED-END FUND	134,400.00	0.00	124,879.20	1,250.000
464287234	ISHARES MSCI EMERGING MKTS INDEX CLOSED-END FUND	71,463.00	0.00	52,209.95	1,500.000

2009
510-203 = 5948700

CHARITABLE TRUSTS HOLDINGS REPORT

BK-RG-OFF-ACCOUNT 40-10-420-0166180 KEYES BERNICE A B FISCAL YEAR CODE 1231 AS OF 12-31-2010

TAX ANALYST/NAME
611 E PEREZ

216-813-4583

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
464287804	ISHARES S&P SMALLCAP 600 INDEX CLOSED-END FUND	44,505.50	0.00	29,672.70	650.000
464288687	ISHARES S&P US PREFERRED STOCK CLOSED-END FUND	38,800.00	0.00	39,729.70	1,000.000
46625H100	JP MORGAN CHASE & CO COM	11,241.30	0.00	6,239.95	265.000
48242W106	KBR INC COM	11,121.55	0.00	8,318.31	365.000
585055106	MEDTRONIC INC COM	8,159.80	0.00	10,904.20	220.000
59156R108	METLIFE INC COM	6,666.00	0.00	6,562.49	150.000
65339F101	NEXTERA ENERGY INC COM	5,978.85	0.00	6,120.29	115.000
674599105	OCCIDENTAL PETE CORP DEL COM	14,715.00	0.00	10,945.50	150.000
68389X105	ORACLE CORP COM	20,345.00	0.00	8,969.93	650.000
704549104	PEABODY ENERGY CORP COM	13,435.80	0.00	9,750.60	210.000
74144T108	T ROWE PRICE GROUP INC COM	9,681.00	0.00	3,805.50	150.000
741503403	PRICELINE.COM INC COM	5,993.25	0.00	6,031.80	15.000
7495200A1	KT SHORT TERM DEPOSIT FUND	107,015.16	7,030.78	114,045.94	114,045.940
7495200D5	KT INTER-TERM FIXED INCOME FUND	48,167.53	0.00	49,761.56 -	2,276.639
749520902	KT GOVERNMENT MORTGAGE FUND	71,197.35	0.00	62,430.35 -	750.578
806407102	HENRY SCHEIN INC COM	10,743.25	0.00	6,874.70	175.000
806857108	SCHLUMBERGER LTD FGN COM	20,875.00	0.00	6,140.00	250.000
832696405	SMUCKER J M CO COM	4,923.75	0.00	4,414.50	75.000
881624209	TEVA PHARMACEUTICAL INDS LTD	13,293.15	0.00	12,227.21	255.000

CHARITABLE TRUSTS HOLDINGS REPORT

BK-RG-OFF-ACCOUNT 40-10-420-0166180 FISCAL YEAR CODE 1231
 ACCOUNT NAME KEYES BERNICE A B AS OF 12-31-2010
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CUSIP	ASSET NAME	SPONS ADR	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
883556102	THERMO FISHER SCIENTIFIC INC COM		13,009.60	0.00	10,804.00	235.000
912810PV4	UNITED STATES TREAS BDS INFL IDX DTD 01/31/08 1.75% DUE 01/15/28		51,009.58	0.00	49,728.59	50,109.120
912828LA6	UNITED STATES TREAS MTS INFL IDX DTD 07/15/09 1.875% DUE 07/15/19		52,342.44	0.00	49,993.13	48,141.160
913017109	UNITED TECHNOLOGIES CORP COM		8,659.20	0.00	7,191.78	110.000
917047102	URBAN OUTFITTERS INC COM		5,371.50	0.00	2,867.14	150.000
928563402	VMWARE INC COM CL A		10,669.20	0.00	9,345.59	120.000
983919101	XILINX INC COM		8,259.30	0.00	7,425.38	285.000
989701107	ZIONS BANCORP COM		8,359.35	0.00	6,313.47	345.000
998154223	CHARITABLE INTL EQUITY FUND		130,198.39	0.00	83,996.27	6,367.728
998154231	CHARITABLE MID CAP FUND		149,207.79	0.00	119,482.90	831.858
998154249	CHARITABLE CONVERTIBLE SEC FUND		104,907.40	0.00	100,120.75	4,238.717
*** TOTAL ***			1,882,850.17	7,030.78	1,588,042.87	271,148.839

-20300 2009 Issues S+P

1,587,839.87

-395

2010 Issues S+P

1,587,444.87