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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 01-01-2010 , and ending 12-31-2010

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  
BARTON FAMILY FOUNDATION  
C/O PETERSON SULLIVAN LLP

**A Employer identification number**  
91-6563332

Number and street (or P O box number if mail is not delivered to street address)  
601 UNION STREET NO 2300

Room/suite

**B Telephone number** (see page 10 of the instructions)  
(206) 382-7777

City or town, state, and ZIP code  
SEATTLE, WA 98101

**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

**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 ☐

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$** 4,375,747

**J** Accounting method ☒ 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	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	956	956		
	<b>4</b> Dividends and interest from securities. . . . .	82,047	82,047		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	-254,029			
	<b>b</b> Gross sales price for all assets on line 6a <u>2,424,937</u>				
	<b>7</b> Capital gain net income (from Part IV , line 2) . . . .		0		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	-171,026	83,003		
Operating and Administrative Expenses	<b>13</b> Compensation of officers, directors, trustees, etc	0	0		0
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule). . . . .				
	<b>b</b> Accounting fees (attach schedule). . . . .				
	<b>c</b> Other professional fees (attach schedule) . . . . .	22,017	22,017		0
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see page 14 of the instructions)	467	67		0
	<b>19</b> Depreciation (attach schedule) and depletion . . . .				
	<b>20</b> Occupancy . . . . .	5,640	0		5,640
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule). . . . .	10,170	0		10,170
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	38,294	22,084		15,810
	<b>25</b> Contributions, gifts, grants paid . . . . .	279,494			279,494
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	317,788	22,084		295,304
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-488,814			
	<b>b Net investment income</b> (if negative, enter -0-)		60,919		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

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

Cat No 11289X

Form **990-PF** (2010)

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 . . . . .	-9		
	2	Savings and temporary cash investments . . . . .	811,815	356,100	356,100
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)	0	<input checked="" type="checkbox"/> 1,149,052	1,123,342
	b	Investments—corporate stock (attach schedule) . . . . .	2,619,894	<input checked="" type="checkbox"/> 2,637,734	2,896,305
	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) . . . . .	1,200,000	<input checked="" type="checkbox"/> 0	0
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,631,700	4,142,886	4,375,747	
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 ▶ <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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	4,631,700	4,142,886	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	4,631,700	4,142,886	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	4,631,700	4,142,886	

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	1 4,631,700
2	Enter amount from Part I, line 27a . . . . .	2 -488,814
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3 . . . . .	4 4,142,886
5	Decreases not included in line 2 (itemize) ▶ _____	5 0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6 4,142,886

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)			2	-254,029
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7				
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	
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				

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	249,827	3,575,907	0 069864
2008	247,530	2,259,423	0 109555
2007	239,868	5,630,256	0 042603
2006	262,147	5,800,095	0 045197
2005	241,984	5,087,681	0 047563
2 Total of line 1, column (d).			2 0 314782
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 062956
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.			4 4,188,412
5 Multiply line 4 by line 3.			5 263,686
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 609
7 Add lines 5 and 6.			7 264,295
8 Enter qualifying distributions from Part XII, line 4.			8 295,304
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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1609
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-)		20
3 Add lines 1 and 2. . . . .		3609
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		40
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5609
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a324	
b Exempt foreign organizations—tax withheld at source . . . . .	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld . . . . .	6d	
7 Total credits and payments Add lines 6a through 6d. . . . .		7324
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		84
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9289
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 checked="" type="checkbox"/> Refunded <input checked="" type="checkbox"/>		11

Part VII-A Statements Regarding Activities			
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? . . . . .			YesNo
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.		1a1b	NoNo
c Did the foundation file Form 1120-POL for this year?. . . . .		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		2	No
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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.		5	No
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	Yes
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	Yes
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> WA			
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	Yes
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	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	13	Yes	
14	The books are in care of <b>PETERSON SULLIVAN LLP</b> Telephone no <b>(206) 382-7777</b> Located at <b>601 UNION STREET SUITE 2300 SEATTLE WA</b> ZIP+4 <b>98101</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country.				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (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 (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions ).	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i> )	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).

☐ Yes ☒ No

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

☐ Yes ☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

Organizations relying on a current notice regarding disaster assistance check here.

☒

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.

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

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
RICHARD BARTON	CO-TRUSTEE	0	0	0
601 UNION STREET SUITE 2300 SEATTLE, WA 98101	1 00			
SARAH BARTON	CO-TRUSTEE	0	0	0
601 UNION STREET SUITE 2300 SEATTLE, WA 98101	1 00			

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. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	0



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	2,933,002
b	Average of monthly cash balances. . . . .	1b	694,397
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	624,796
d	Total (add lines 1a, b, and c). . . . .	1d	4,252,195
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	4,252,195
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	63,783
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,188,412
6	Minimum investment return. Enter 5% of line 5. . . . .	6	209,421

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	209,421
2a	Tax on investment income for 2010 from Part VI, line 5. . . . .	2a	609
b	Income tax for 2010 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	609
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	208,812
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	208,812
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	208,812

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	295,304
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	295,304
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	609
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	294,695
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				208,812
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only. . . . .			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005. . . . .				
b From 2006. . . . .				
c From 2007. . . . .				
d From 2008. . . . .				52,472
e From 2009. . . . .				73,302
f Total of lines 3a through e. . . . .	125,774			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 295,304				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2010 distributable amount. . . . .				208,812
e Remaining amount distributed out of corpus	86,492			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	212,266			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	212,266			
10 Analysis of line 9				
a Excess from 2006. . . . .				
b Excess from 2007. . . . .				
c Excess from 2008. . . . .				52,472
d Excess from 2009. . . . .				73,302
e Excess from 2010. . . . .				86,492

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 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) )

See Additional Data Table

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

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 Additional Data Table				
Total . . . . .			▶ 3a	279,494
b Approved for future payment				
Total . . . . .			▶ 3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2010)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐

Yes

☒

No

b

If "Yes," complete the following schedule.

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

Sign Here

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

\*\*\*\*\*

Signature of officer or trustee

2011-11-09

Date

\*\*\*\*\*

Title

Paid Preparer's Use Only

Preparer's Signature

ALFRED W DUNNELL

Firm's name

PETERSON SULLIVAN LLP CPA'S

601 UNION ST STE 2300

Firm's address

SEATTLE, WA 981012345

Date

2011-11-09

Check if self-employed

☒

PTIN

Firm's EIN

Phone no (206) 382-7777

Form 990-PF (2010)

Additional Data

Software ID:  
Software Version:  
EIN: 91-6563332  
Name: BARTON FAMILY FOUNDATION  
C/O PETERSON SULLIVAN LLP

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
A	BROADCOM CORP CL-A CMN CLASS A	P	2009-10-28	2010-01-05
B	FREEPORT-MCMORAN COPPER & GOLD CMN	P	2009-05-07	2010-01-05
C	DOW CHEMICAL CO CMN	P	2009-05-11	2010-01-07
D	DOW CHEMICAL CO CMN	P	2009-06-02	2010-01-07
E	EOG RESOURCES INC CMN	P	2009-10-13	2010-01-08
F	ABB LTD SPONSORED ADR CMN	P	2009-03-23	2010-01-12
G	UNITED STATES STEEL CORP CMN	P	2009-08-07	2010-01-14
H	CHEVRON CORPORATION CMN	P	2009-10-29	2010-01-15
I	HALLIBURTON COMPANY CMN	P	2009-09-10	2010-01-20
J	HALLIBURTON COMPANY CMN	P	2009-10-01	2010-01-20
K	QUALCOMM INC CMN	P	2009-01-26	2010-01-20
L	UNITED STATES STEEL CORP CMN	P	2009-08-07	2010-01-21
M	FREEPORT-MCMORAN COPPER & GOLD CMN	P	2009-05-07	2010-01-21
N	BURLINGTON NORTHERN SANTA FE CORP	P	2009-01-26	2010-01-22
O	EOG RESOURCES INC CMN	P	2009-01-26	2010-01-27
P	BP P L C SPONSORED ADR CMN	P	2009-11-03	2010-02-04
Q	LAM RESEARCH CORP CMN	P	2009-09-11	2010-02-04
R	MARRIOTT INTERNATIONAL, INC CMN CLASS A	P	2009-01-26	2010-02-05
S	VISA INC CMN CLASS A	P	2009-01-26	2010-02-05
T	STARWOOD HOTELS & RESORTS CMN	P	2009-05-07	2010-02-05
U	STARWOOD HOTELS & RESORTS CMN	P	2009-07-13	2010-02-05
V	BP P L C SPONSORED ADR CMN	P	2009-11-03	2010-02-08
W	BP P L C SPONSORED ADR CMN	P	2009-11-10	2010-02-08
X	MARRIOTT INTERNATIONAL, INC CMN CLASS A	P	2009-01-26	2010-02-11
Y	UNILEVER N V NY SHS (NEW) ADR CMN	P	2009-01-26	2010-02-16
Z	THE MOSAIC COMPANY CMN	P	2010-01-11	2010-02-19
AA	THE MOSAIC COMPANY CMN	P	2010-01-08	2010-02-19
AB	BOEING COMPANY CMN	P	2009-01-26	2010-02-22
AC	JOHNSON & JOHNSON CMN	P	2009-01-26	2010-02-23
AD	BP P L C SPONSORED ADR CMN	P	2009-11-10	2010-02-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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AE	BP P L C SPONSORED ADR CMN	P	2009-12-03	2010-02-24
AF	TEVA PHARMACEUTICAL IND LTD ADS	P	2009-01-26	2010-02-24
AG	STAPLES, INC CMN	P	2009-04-23	2010-03-01
AH	APACHE CORP CMN	P	2009-10-08	2010-03-03
AI	DIRECTV CMN	P	2009-10-08	2010-03-04
AJ	CHARLES SCHWAB CORPORATION CMN	P	2009-01-26	2010-03-04
AK	CLIFFS NATURAL RESOURCES INC CMN	P	2010-01-29	2010-03-05
AL	BECTON DICKINSON & CO CMN	P	2009-12-31	2010-03-08
AM	BECTON DICKINSON & CO CMN	P	2009-12-31	2010-03-09
AN	STATE STREET CORPORATION (NEW) CMN	P	2009-04-23	2010-03-22
AO	STATE STREET CORPORATION (NEW) CMN	P	2009-05-19	2010-03-22
AP	HEWLETT-PACKARD CO CMN	P	2009-01-26	2010-03-22
AQ	TARGET CORPORATION CMN	P	2009-01-26	2010-03-24
AR	FRANKLIN RESOURCES INC CMN	P	2009-01-26	2010-03-26
AS	APACHE CORP CMN	P	2009-10-08	2010-03-26
AT	APACHE CORP CMN	P	2009-10-21	2010-03-26
AU	HEWLETT-PACKARD CO CMN	P	2009-04-07	2010-03-31
AV	HEWLETT-PACKARD CO CMN	P	2009-01-26	2010-03-31
AW	SUNCOR ENERGY INC CMN	P	2009-01-26	2010-04-01
AX	BOEING COMPANY CMN	P	2009-01-26	2010-04-06
AY	CLIFFS NATURAL RESOURCES INC CMN	P	2010-01-29	2010-04-07
AZ	THE TRAVELERS COMPANIES, INC CMN	P	2009-01-26	2010-04-08
BA	SUNCOR ENERGY INC CMN	P	2009-01-26	2010-04-12
BB	EXXON MOBIL CORPORATION CMN	P	2009-01-26	2010-04-13
BC	COCA-COLA COMPANY (THE) CMN	P	2009-01-26	2010-04-14
BD	EXXON MOBIL CORPORATION CMN	P	2009-01-26	2010-04-16
BE	EXXON MOBIL CORPORATION CMN	P	2009-01-26	2010-04-16
BF	FRANKLIN RESOURCES INC CMN	P	2009-01-26	2010-04-20
BG	ST JUDE MEDICAL INC CMN	P	2009-01-26	2010-04-21
BH	ST JUDE MEDICAL INC CMN	P	2009-02-10	2010-04-21



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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BI	BARD C R INC N J CMN	P	2009-04-23	2010-04-26
BJ	CISCO SYSTEMS, INC CMN	P	2009-09-30	2010-04-28
BK	ORACLE CORPORATION CMN	P	2009-12-14	2010-04-28
BL	CISCO SYSTEMS, INC CMN	P	2009-08-19	2010-04-28
BM	HEWLETT-PACKARD CO CMN	P	2009-04-07	2010-04-29
BN	BROADCOM CORP CL-A CMN CLASS A	P	2009-06-09	2010-04-29
BO	CLIFFS NATURAL RESOURCES INC CMN	P	2010-02-23	2010-04-30
BP	CLIFFS NATURAL RESOURCES INC CMN	P	2010-01-29	2010-04-30
BQ	KRAFT FOODS INC CMN CLASS A	P	2010-02-09	2010-04-30
BR	ANADARKO PETROLEUM CORP CMN	P	2010-03-26	2010-05-03
BS	ANADARKO PETROLEUM CORP CMN	P	2010-03-29	2010-05-03
BT	KRAFT FOODS INC CMN CLASS A	P	2010-02-09	2010-05-03
BU	WESTERN UNION COMPANY (THE) CMN	P	2009-01-26	2010-05-03
BV	CLIFFS NATURAL RESOURCES INC CMN	P	2010-02-23	2010-05-04
BW	DIRECTV CMN	P	2009-10-08	2010-05-04
BX	KRAFT FOODS INC CMN CLASS A	P	2010-02-09	2010-05-04
BY	WESTERN UNION COMPANY (THE) CMN	P	2009-01-26	2010-05-04
BZ	ANADARKO PETROLEUM CORP CMN	P	2010-03-29	2010-05-05
CA	KRAFT FOODS INC CMN CLASS A	P	2010-02-09	2010-05-05
CB	ANADARKO PETROLEUM CORP CMN	P	2010-04-16	2010-05-05
CC	ANADARKO PETROLEUM CORP CMN	P	2010-04-16	2010-05-06
CD	MERCK & CO , INC CMN	P	2009-01-26	2010-05-06
CE	DOW CHEMICAL CO CMN	P	2009-06-02	2010-05-07
CF	DOW CHEMICAL CO CMN	P	2009-09-15	2010-05-07
CG	HESS CORPORATION CMN	P	2009-12-23	2010-05-07
CH	HESS CORPORATION CMN	P	2009-12-23	2010-05-10
CI	KRAFT FOODS INC CMN CLASS A	P	2010-02-16	2010-05-11
CJ	KRAFT FOODS INC CMN CLASS A	P	2010-02-16	2010-05-12
CK	HESS CORPORATION CMN	P	2010-01-04	2010-05-13
CL	HESS CORPORATION CMN	P	2009-12-23	2010-05-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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CM	HESS CORPORATION CMN	P	2010-01-27	2010-05-13
CN	EXPRESS SCRIPTS COMMON CMN	P	2009-07-29	2010-05-13
CO	JOHNSON & JOHNSON CMN	P	2009-01-26	2010-05-18
CP	TARGET CORPORATION CMN	P	2009-01-26	2010-05-18
CQ	COVIDIEN PUBLIC LIMITED COMPAN CMN	P	2009-09-30	2010-05-24
CR	COVIDIEN PUBLIC LIMITED COMPAN CMN	P	2009-10-28	2010-05-24
CS	EXPRESS SCRIPTS COMMON CMN	P	2009-07-29	2010-05-24
CT	APPLE, INC CMN	P	2009-01-26	2010-05-25
CU	SCHLUMBERGER LTD CMN	P	2009-07-10	2010-05-27
CV	SCHLUMBERGER LTD CMN	P	2009-10-14	2010-06-01
CW	SCHLUMBERGER LTD CMN	P	2010-03-08	2010-06-01
CX	SCHLUMBERGER LTD CMN	P	2009-07-10	2010-06-01
CY	JOHNSON & JOHNSON CMN	P	2009-01-26	2010-06-02
CZ	OCCIDENTAL PETROLEUM CORP CMN	P	2009-09-17	2010-06-02
DA	GILEAD SCIENCES CMN	P	2009-01-26	2010-06-02
DB	BROADCOM CORP CL-A CMN CLASS A	P	2009-06-09	2010-06-04
DC	EOG RESOURCES INC CMN	P	2009-01-26	2010-06-14
DD	PHILIP MORRIS INTL INC CMN	P	2009-01-26	2010-06-15
DE	PRUDENTIAL FINANCIAL INC CMN	P	2009-01-26	2010-06-16
DF	ORACLE CORPORATION CMN	P	2009-03-19	2010-06-16
DG	EOG RESOURCES INC CMN	P	2009-07-02	2010-06-17
DH	BED BATH & BEYOND INC CMN	P	2010-04-06	2010-06-17
DI	BED BATH & BEYOND INC CMN	P	2010-04-05	2010-06-17
DJ	EOG RESOURCES INC CMN	P	2009-01-26	2010-06-17
DK	SUNTRUST BANKS INC \$1 00 PAR CMN	P	2010-02-02	2010-06-18
DL	SUNTRUST BANKS INC \$1 00 PAR CMN	P	2010-02-03	2010-06-18
DM	BROADCOM CORP CL-A CMN CLASS A	P	2009-06-09	2010-06-21
DN	BROADCOM CORP CL-A CMN CLASS A	P	2009-09-25	2010-06-21
DO	DIRECTV CMN	P	2009-11-20	2010-06-22
DP	DIRECTV CMN	P	2009-10-08	2010-06-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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DQ	HALLIBURTON COMPANY CMN	P	2009-10-01	2010-06-22
DR	HALLIBURTON COMPANY CMN	P	2009-10-12	2010-06-22
DS	GENERAL ELECTRIC CO CMN	P	2009-11-24	2010-06-22
DT	PROCTER & GAMBLE COMPANY (THE) CMN	P	2009-02-18	2010-06-22
DU	PROCTER & GAMBLE COMPANY (THE) CMN	P	2009-02-11	2010-06-22
DV	HALLIBURTON COMPANY CMN	P	2009-10-12	2010-06-23
DW	HONEYWELL INTL INC CMN	P	2009-02-12	2010-06-24
DX	HONEYWELL INTL INC CMN	P	2009-01-26	2010-06-24
DY	EMC CORPORATION MASS CMN	P	2010-04-30	2010-06-25
DZ	RANGE RESOURCES CORPORATION CMN	P	2010-01-15	2010-06-25
EA	RANGE RESOURCES CORPORATION CMN	P	2010-01-19	2010-06-25
EB	ORACLE CORPORATION CMN	P	2009-03-19	2010-06-28
EC	ORACLE CORPORATION CMN	P	2009-04-03	2010-06-28
ED	THERMO FISHER SCIENTIFIC INC CMN	P	2009-01-26	2010-06-28
EE	HALLIBURTON COMPANY CMN	P	2009-10-12	2010-06-29
EF	EOG RESOURCES INC CMN	P	2009-07-02	2010-06-29
EG	EOG RESOURCES INC CMN	P	2010-02-24	2010-06-29
EH	HALLIBURTON COMPANY CMN	P	2009-10-16	2010-06-29
EI	HALLIBURTON COMPANY CMN	P	2009-10-16	2010-06-30
EJ	OCCIDENTAL PETROLEUM CORP CMN	P	2009-01-26	2010-07-01
EK	CISCO SYSTEMS, INC CMN	P	2009-01-26	2010-07-01
EL	BED BATH & BEYOND INC CMN	P	2010-04-06	2010-07-02
EM	VIACOM INC CMN CLASS B	P	2009-09-11	2010-07-02
EN	VIACOM INC CMN CLASS B	P	2009-10-28	2010-07-02
EO	BIOGEN IDEC INC CMN	P	2009-09-09	2010-07-06
EP	STAPLES, INC CMN	P	2009-04-23	2010-07-12
EQ	STAPLES, INC CMN	P	2009-08-17	2010-07-12
ER	QUALCOMM INC CMN	P	2009-10-09	2010-07-16
ES	APPLE, INC CMN	P	2009-01-26	2010-07-21
ET	ECOLAB INC CMN	P	2010-02-11	2010-07-22

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EU	BROADCOM CORP CL-A CMN CLASS A	P	2009-10-28	2010-07-23
EV	SPRINT NEXTEL CORPORATION CMN	P	2009-01-26	2010-07-23
EW	ST JUDE MEDICAL INC CMN	P	2009-02-10	2010-07-23
EX	ST JUDE MEDICAL INC CMN	P	2009-05-18	2010-07-23
EY	EXPRESS SCRIPTS COMMON CMN	P	2009-07-29	2010-07-26
EZ	EXPRESS SCRIPTS COMMON CMN	P	2009-08-21	2010-07-26
FA	BROADCOM CORP CL-A CMN CLASS A	P	2009-09-25	2010-08-02
FB	TARGET CORPORATION CMN	P	2009-01-26	2010-08-02
FC	PROCTER & GAMBLE COMPANY (THE) CMN	P	2009-02-18	2010-08-04
FD	JOHNSON CONTROLS INC CMN	P	2009-04-17	2010-08-12
FE	AFLAC INCORPORATED CMN	P	2009-05-08	2010-08-13
FF	EOG RESOURCES INC CMN	P	2010-02-24	2010-08-16
FG	EOG RESOURCES INC CMN	P	2010-05-13	2010-08-16
FH	EMERSON ELECTRIC CO CMN	P	2009-03-19	2010-08-17
FI	UNITED TECHNOLOGIES CORP CMN	P	2009-01-26	2010-08-18
FJ	EATON CORPORATION CMN	P	2010-05-04	2010-08-19
FK	UNITED TECHNOLOGIES CORP CMN	P	2009-01-26	2010-08-20
FL	MICROSOFT CORPORATION CMN	P	2009-01-26	2010-09-03
FM	TJX COMPANIES INC (NEW) CMN	P	2009-04-07	2010-09-14
FN	TJX COMPANIES INC (NEW) CMN	P	2009-04-09	2010-09-14
FO	BROADCOM CORP CL-A CMN CLASS A	P	2009-10-28	2010-09-14
FP	BROADCOM CORP CL-A CMN CLASS A	P	2010-02-04	2010-09-14
FQ	ARCHER DANIELS MIDLAND CO CMN	P	2010-05-12	2010-09-21
FR	EMERSON ELECTRIC CO CMN	P	2009-07-10	2010-09-28
FS	EMERSON ELECTRIC CO CMN	P	2009-03-19	2010-09-28
FT	EMERSON ELECTRIC CO CMN	P	2009-04-21	2010-09-28
FU	CBS CORPORATION CMN CLASS B	P	2009-11-18	2010-09-28
FV	MONSANTO COMPANY CMN	P	2010-06-04	2010-09-28
FW	MONSANTO COMPANY CMN	P	2010-06-16	2010-09-28
FX	MC DONALDS CORP CMN	P	2009-01-26	2010-09-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
FY	AMERICAN TOWER CORPORATION CMN CLASS A	P	2009-01-26	2010-10-04
FZ	EQUINIX INC CMN	P	2010-05-04	2010-10-06
GA	CROWN CASTLE INTL CORP COMMON STOCK	P	2009-01-26	2010-10-08
GB	KRAFT FOODS INC CMN CLASS A	P	2009-01-26	2010-10-11
GC	PEOPLES UNITED FINANCIAL INC CMN	P	2009-08-05	2010-10-11
GD	THE MOSAIC COMPANY CMN	P	2010-07-20	2010-10-12
GE	RANGE RESOURCES CORPORATION CMN	P	2010-02-25	2010-10-12
GF	FIRSTENERGY CORP CMN	P	2009-01-26	2010-10-12
GG	AIR PRODUCTS & CHEMICALS INC CMN	P	2010-03-08	2010-10-12
GH	AIR PRODUCTS & CHEMICALS INC CMN	P	2010-03-09	2010-10-12
GI	RANGE RESOURCES CORPORATION CMN	P	2010-01-19	2010-10-12
GJ	AVON PRODUCTS INC CMN	P	2009-03-13	2010-10-12
GK	BAXTER INTERNATIONAL INC CMN	P	2009-01-26	2010-10-15
GL	ORACLE CORPORATION CMN	P	2009-12-24	2010-10-22
GM	ORACLE CORPORATION CMN	P	2009-12-14	2010-10-22
GN	PPL CORPORATION CMN	P	2010-07-07	2010-10-22
GO	AFLAC INCORPORATED CMN	P	2009-05-08	2010-10-25
GP	PPL CORPORATION CMN	P	2010-07-07	2010-10-25
GQ	BMC SOFTWARE INC CMN	P	2010-04-29	2010-10-26
GR	JPMORGAN CHASE & CO CMN	P	2009-12-16	2010-10-26
GS	HALLIBURTON COMPANY CMN	P	2010-04-30	2010-11-01
GT	HALLIBURTON COMPANY CMN	P	2009-10-16	2010-11-01
GU	HALLIBURTON COMPANY CMN	P	2009-01-26	2010-11-04
GV	STAPLES, INC CMN	P	2010-05-04	2010-11-05
GW	STAPLES, INC CMN	P	2009-08-17	2010-11-05
GX	BIODERMA INC CMN	P	2009-09-09	2010-11-05
GY	BIODERMA INC CMN	P	2009-10-26	2010-11-05
GZ	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2009-07-24	2010-11-10
HA	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2009-07-30	2010-11-10
HB	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2009-08-28	2010-11-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
HC	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2009-09-29	2010-11-10
HD	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2009-10-29	2010-11-10
HE	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2009-11-27	2010-11-10
HF	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2009-12-14	2010-11-10
HG	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2009-12-30	2010-11-10
HH	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-01-28	2010-11-10
HI	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-02-25	2010-11-10
HJ	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-04-29	2010-11-10
HK	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-06-29	2010-11-10
HL	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-03-30	2010-11-10
HM	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-05-27	2010-11-10
HN	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-07-29	2010-11-10
HO	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-08-30	2010-11-10
HP	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-09-29	2010-11-10
HQ	GOLDMAN SACHS GLOBAL INCOME A MUTUAL FUND CLASS A	P	2010-10-28	2010-11-10
HR	AMGEN INC CMN	P	2010-08-18	2010-11-11
HS	JOHNSON & JOHNSON CMN	P	2009-01-26	2010-11-15
HT	HONEYWELL INTL INC CMN	P	2009-02-12	2010-11-18
HU	CISCO SYSTEMS, INC CMN	P	2009-09-30	2010-11-18
HV	MERCK & CO , INC CMN	P	2009-12-16	2010-11-18
HW	DIGITAL REALTY TRUST, INC CMN	P	2010-07-07	2010-11-18
HX	DIGITAL REALTY TRUST, INC CMN	P	2010-07-07	2010-11-19
HY	DIGITAL REALTY TRUST, INC CMN	P	2010-07-08	2010-11-19
HZ	AMERICAN ELECTRIC POWER INC CMN	P	2009-04-07	2010-12-03
IA	RANGE RESOURCES CORPORATION CMN	P	2010-04-15	2010-12-10
IB	RANGE RESOURCES CORPORATION CMN	P	2010-02-25	2010-12-10
IC	RANGE RESOURCES CORPORATION CMN	P	2010-02-26	2010-12-10
ID	OCCIDENTAL PETROLEUM CORP CMN	P	2009-09-17	2010-12-10
IE	JOHNSON & JOHNSON CMN	P	2009-01-26	2010-12-10
IF	JOHNSON & JOHNSON CMN	P	2009-01-26	2010-12-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
IG	JOHNSON & JOHNSON CMN	P	2010-06-25	2010-12-13
IH	THE BANK OF NY MELLON CORP CMN	P	2009-10-22	2010-12-13
II	THE BANK OF NY MELLON CORP CMN	P	2009-10-23	2010-12-13
IJ	HALLIBURTON COMPANY CMN	P	2010-04-30	2010-12-21
IK	HALLIBURTON COMPANY CMN	P	2010-06-02	2010-12-21
IL	EMERSON ELECTRIC CO CMN	P	2009-07-10	2010-12-23
IM	HALLIBURTON COMPANY CMN	P	2009-01-26	2010-12-29
IN	HALLIBURTON COMPANY CMN	P	2009-08-11	2010-12-29
IO	EMERSON ELECTRIC CO CMN	P	2009-07-10	2010-12-30
IP	WAL MART STORES INC CMN	P	2009-01-26	2010-12-31
IQ	GS NON-US EQUITY MANAGERS PORTFOLIO 2 OFFSHORE	P	2007-03-05	2010-09-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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	3,390		2,890	500
B	3,085		1,915	1,170
C	3,103		1,713	1,390
D	1,334		787	547
E	4,173		3,837	336
F	3,713		2,651	1,062
G	4,754		3,369	1,385
H	6,380		6,275	105
I	766		591	175
J	2,098		1,684	414
K	2,632		2,005	627
L	3,014		2,336	678
M	2,966		1,967	999
N	7,935		5,102	2,833
O	3,024		2,273	751
P	2,533		2,706	-173
Q	4,139		4,430	-291
R	3,578		2,419	1,159
S	4,676		2,486	2,190
T	2,523		1,420	1,103
U	3,291		1,823	1,468
V	265		288	-23
W	2,328		2,587	-259
X	3,456		2,314	1,142
Y	3,121		2,436	685
Z	2,369		2,626	-257
AA	2,126		2,326	-200
AB	5,194		3,491	1,703
AC	6,590		5,895	695
AD	1,122		1,235	-113



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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 E	5,024		5,468	-444
A F	4,898		3,450	1,448
A G	3,254		2,644	610
A H	2,969		2,796	173
A I	1,062		846	216
A J	2,832		2,222	610
A K	2,703		1,813	890
A L	3,821		3,886	-65
A M	2,340		2,379	-39
A N	823		639	184
A O	2,377		2,263	114
A P	5,991		4,072	1,919
A Q	5,282		3,390	1,892
A R	3,651		1,733	1,918
A S	2,637		2,696	-59
A T	3,321		3,552	-231
A U	373		232	141
A V	3,675		2,465	1,210
A W	4,084		2,447	1,637
A X	3,763		2,241	1,522
A Y	1,882		1,048	834
A Z	3,665		2,684	981
B A	5,414		3,120	2,294
B B	3,420		3,970	-550
B C	3,893		3,073	820
B D	3,562		4,129	-567
B E	2,945		3,390	-445
B F	3,329		1,470	1,859
B G	874		684	190
B H	1,955		1,708	247

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
BI	7,233		6,077	1,156
BJ	1,517		1,328	189
BK	4,859		4,366	493
BL	3,955		3,112	843
BM	6,704		4,206	2,498
BN	3,309		2,546	763
BO	1,285		1,058	227
BP	2,762		1,733	1,029
BQ	930		898	32
BR	1,715		1,943	-228
BS	1,470		1,708	-238
BT	1,200		1,158	42
BU	1,238		991	247
BV	4,226		4,019	207
BW	3,252		2,511	741
BX	3,258		3,185	73
BY	1,278		1,049	229
BZ	2,854		3,203	-349
CA	919		898	21
CB	825		967	-142
CC	4,801		5,727	-926
CD	3,570		2,833	737
CE	2,894		2,032	862
CF	1,434		1,427	7
CG	2,865		2,963	-98
CH	3,047		3,082	-35
CI	1,308		1,233	75
CJ	2,150		2,036	114
CK	2,683		2,904	-221
CL	292		296	-4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
CM	3,500		3,488	12
CN	2,601		1,787	814
CO	3,276		2,947	329
CP	4,055		2,534	1,521
CQ	3,718		3,844	-126
CR	5,013		5,079	-66
CS	1,702		1,215	487
CT	3,816		1,449	2,367
CU	3,145		2,660	485
CV	3,277		4,054	-777
CW	2,695		3,283	-588
CX	634		602	32
CY	2,245		2,154	91
CZ	1,855		1,820	35
DA	1,799		2,490	-691
DB	1,736		1,369	367
DC	6,130		3,857	2,273
DD	5,520		5,092	428
DE	3,702		1,642	2,060
DF	3,140		2,460	680
DG	2,526		1,488	1,038
DH	2,373		2,503	-130
DI	1,059		1,125	-66
DJ	439		276	163
DK	2,436		2,252	184
DL	1,257		1,129	128
DM	4,400		3,394	1,006
DN	568		469	99
DO	5,305		4,591	714
DP	842		628	214

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
DQ	1,714		1,710	4
DR	187		200	-13
DS	3,290		3,308	-18
DT	428		354	74
DU	4,895		4,111	784
DV	824		916	-92
DW	125		94	31
DX	2,659		2,117	542
DY	3,056		3,116	-60
DZ	958		1,158	-200
EA	827		1,000	-173
EB	1,420		1,131	289
EC	383		330	53
ED	1,691		1,154	537
EE	2,088		2,405	-317
EF	2,455		1,552	903
EG	102		92	10
EH	224		277	-53
EI	550		676	-126
EJ	3,458		2,606	852
EK	2,424		1,868	556
EL	2,568		3,173	-605
EM	2,983		2,572	411
EN	3,501		3,176	325
EO	4,110		4,288	-178
EP	1,470		1,574	-104
EQ	1,842		1,995	-153
ER	4,069		4,666	-597
ES	4,403		1,540	2,863
ET	1,788		1,546	242

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
EU	3,314		2,377	937
EV	2,280		1,257	1,023
EW	1,740		1,745	-5
EX	254		260	-6
EY	1,980		1,644	336
EZ	3,874		3,179	695
FA	2,259		1,817	442
FB	1,498		993	505
FC	4,874		4,094	780
FD	2,911		1,804	1,107
FE	2,779		2,097	682
FF	2,891		2,862	29
FG	2,798		3,266	-468
FH	3,835		2,162	1,673
FI	2,304		1,610	694
FJ	4,848		4,978	-130
FK	7,931		5,710	2,221
FL	5,293		3,877	1,416
FM	1,302		799	503
FN	4,453		2,945	1,508
FO	820		621	199
FP	2,103		1,660	443
FQ	3,375		2,821	554
FR	1,105		649	456
FS	737		388	349
FT	1,578		955	623
FU	3,301		2,817	484
FV	3,329		3,452	-123
FW	1,978		2,094	-116
FX	4,996		3,920	1,076

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
FY	2,752		1,670	1,082
FZ	1,266		1,819	-553
GA	2,683		1,264	1,419
GB	993		928	65
GC	770		984	-214
GD	6,840		4,602	2,238
GE	215		305	-90
GF	7,902		10,634	-2,732
GG	906		816	90
GH	4,610		4,149	461
GI	2,973		4,366	-1,393
GJ	919		463	456
GK	4,569		5,410	-841
GL	1,766		1,519	247
GM	1,505		1,208	297
GN	3,877		3,763	114
GO	3,186		2,061	1,125
GP	701		679	22
GQ	4,094		3,734	360
GR	6,437		7,157	-720
GS	128		119	9
GT	3,287		3,166	121
GU	5,418		3,253	2,165
GV	3,243		3,606	-363
GW	1,601		1,634	-33
GX	1,985		1,634	351
GY	2,915		2,084	831
GZ	762,840		760,500	2,340
HA	58,996		54,879	4,117
HB	2,545		2,395	150

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
HC	2,134		2,036	98
HD	2,137		2,047	90
HE	1,825		1,760	65
HF	77,742		75,000	2,742
HG	2,193		2,103	90
HH	2,033		1,969	64
HI	1,685		1,637	48
HJ	1,755		1,728	27
HK	1,839		1,820	19
HL	1,863		1,816	47
HM	1,879		1,844	35
HN	1,300		1,286	14
HO	1,546		1,550	-4
HP	1,373		1,375	-2
HQ	1,447		1,441	6
HR	4,697		4,629	68
HS	4,878		4,308	570
HT	3,790		2,380	1,410
HU	6,116		7,378	-1,262
HV	3,558		3,815	-257
HW	2,017		2,293	-276
HX	613		706	-93
HY	1,278		1,490	-212
HZ	3,878		2,829	1,049
IA	296		357	-61
IB	719		865	-146
IC	1,650		1,979	-329
ID	2,969		2,532	437
IE	3,922		3,571	351
IF	3,088		2,834	254

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
IG	5,991		5,738	253
IH	2,884		2,866	18
II	29		29	0
IJ	4,839		3,582	1,257
IK	5,040		2,891	2,149
IL	2,585		1,391	1,194
IM	1,485		721	764
IN	1,646		930	716
IO	918		495	423
IP	7,762		7,029	733
IQ	836,290		1,200,000	-363,710



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
A				500
B				1,170
C				1,390
D				547
E				336
F				1,062
G				1,385
H				105
I				175
J				414
K				627
L				678
M				999
N				2,833
O				751
P				-173
Q				-291
R				1,159
S				2,190
T				1,103
U				1,468
V				-23
W				-259
X				1,142
Y				685
Z				-257
AA				-200
AB				1,703
AC				695
AD				-113

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	
AE			-444
AF			1,448
AG			610
AH			173
AI			216
AJ			610
AK			890
AL			-65
AM			-39
AN			184
AO			114
AP			1,919
AQ			1,892
AR			1,918
AS			-59
AT			-231
AU			141
AV			1,210
AW			1,637
AX			1,522
AY			834
AZ			981
BA			2,294
BB			-550
BC			820
BD			-567
BE			-445
BF			1,859
BG			190
BH			247

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
BI			1,156
BJ			189
BK			493
BL			843
BM			2,498
BN			763
BO			227
BP			1,029
BQ			32
BR			-228
BS			-238
BT			42
BU			247
BV			207
BW			741
BX			73
BY			229
BZ			-349
CA			21
CB			-142
CC			-926
CD			737
CE			862
CF			7
CG			-98
CH			-35
CI			75
CJ			114
CK			-221
CL			-4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	
CM			12
CN			814
CO			329
CP			1,521
CQ			-126
CR			-66
CS			487
CT			2,367
CU			485
CV			-777
CW			-588
CX			32
CY			91
CZ			35
DA			-691
DB			367
DC			2,273
DD			428
DE			2,060
DF			680
DG			1,038
DH			-130
DI			-66
DJ			163
DK			184
DL			128
DM			1,006
DN			99
DO			714
DP			214

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
DQ				4
DR				-13
DS				-18
DT				74
DU				784
DV				-92
DW				31
DX				542
DY				-60
DZ				-200
EA				-173
EB				289
EC				53
ED				537
EE				-317
EF				903
EG				10
EH				-53
EI				-126
EJ				852
EK				556
EL				-605
EM				411
EN				325
EO				-178
EP				-104
EQ				-153
ER				-597
ES				2,863
ET				242

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
EU				937
EV				1,023
EW				-5
EX				-6
EY				336
EZ				695
FA				442
FB				505
FC				780
FD				1,107
FE				682
FF				29
FG				-468
FH				1,673
FI				694
FJ				-130
FK				2,221
FL				1,416
FM				503
FN				1,508
FO				199
FP				443
FQ				554
FR				456
FS				349
FT				623
FU				484
FV				-123
FW				-116
FX				1,076

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
FY				1,082
FZ				-553
GA				1,419
GB				65
GC				-214
GD				2,238
GE				-90
GF				-2,732
GG				90
GH				461
GI				-1,393
GJ				456
GK				-841
GL				247
GM				297
GN				114
GO				1,125
GP				22
GQ				360
GR				-720
GS				9
GT				121
GU				2,165
GV				-363
GW				-33
GX				351
GY				831
GZ				2,340
HA				4,117
HB				150

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
HC				98
HD				90
HE				65
HF				2,742
HG				90
HH				64
HI				48
HJ				27
HK				19
HL				47
HM				35
HN				14
HO				-4
HP				-2
HQ				6
HR				68
HS				570
HT				1,410
HU				-1,262
HV				-257
HW				-276
HX				-93
HY				-212
HZ				1,049
IA				-61
IB				-146
IC				-329
ID				437
IE				351
IF				254




Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
IG				253
IH				18
II				0
IJ				1,257
IK				2,149
IL				1,194
IM				764
IN				716
IO				423
IP				733
IQ				-363,710


**Form 990PF Part XV Line 1a - 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).**

RICHARD BARTON
SARAH BARTON

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
AMERICAN FRIENDS OF WHISTLER C/O WELLS FARGO BANK 999 3RD AVENUE LOBBY LEVEL SEATTLE,WA 98104	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
AMERICANS FOR UNFPA 370 LEXINGTON SUITE 702 NEW YORK,NY 10017	N/A	PUBLIC	GENERAL AND UNRESTRICTED	750
ARCS FOUNDATION 4616 25TH AVE NE SEATTLE,WA 98105	N/A	PUBLIC	GENERAL AND UNRESTRICTED	2,500
BIG BROTHERS & BIG SISTERS OF KING & PIERCE COUNTY 1600 SOUTH GRAHAM ST SEATTLE,WA 98108	N/A	PUBLIC	GENERAL AND UNRESTRICTED	2,500
BOY SCOUTS OF AMERICA CHIEF SEATTLE 3210 RAINIER AVE SOUTH PO BOX 440408 SEATTLE,WA 98114	N/A	PUBLIC	GENERAL AND UNRESTRICTED	5,000
CARE 1402 3RD AVE 912 SEATTLE,WA 98101	N/A	PUBLIC	GENERAL AND UNRESTRICTED	2,000
CARING FOR CARCINOID FOUNDATION 198 TREMONT ST BOX 456 BOSTON,MA 02116	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
CAROLINAS HEALTHCARE FOUNDATION 1221 E MOREHEAD ST CHARLOTTE,NC 28204	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
CITY YEAR SEATTLE 2203 23RD AVE S SEATTLE,WA 98144	N/A	PUBLIC	GENERAL AND UNRESTRICTED	5,000
COMMON SENSE MEDIA 650 TOWNSEND SUITE 375 SAN FRANCISCO,CA 94103	N/A	PUBLIC	GENERAL AND UNRESTRICTED	10,000
CONSERVATION INTERNATIONAL 2011 CRYSTAL DRIVE SUITE 500 ARLINGTON,VA 22202	N/A	PUBLIC	GENERAL AND UNRESTRICTED	2,500
DOCTORS WITHOUT BORDERS 333 7TH AVE 2ND FLOOR NEW YORK,NY 10001	N/A	PUBLIC	GENERAL AND UNRESTRICTED	2,000
ENVIRONMENT WASHINGTON 1402 THIRD AVENUE 717 SEATTLE,WA 98101	N/A	PUBLIC	GENERAL AND UNRESTRICTED	500
EPIPHANY SCHOOL 3611 E DENNY WAY SEATTLE,WA 98122	N/A	PUBLIC	GENERAL AND UNRESTRICTED	10,505
FIRSTGIVINGCOM 333 BRYANT STREET SUITE 140 SAN FRANCISCO,CA 94107	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
<b>Total . . . . .</b>  <b>3a</b>				279,494

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
FOOD ALLERGY INITIATIVE NW 515 MADISON AVE SUITE 1912 NEW YORK, NY 10022	N/A	PUBLIC	GENERAL AND UNRESTRICTED	500
FRED HUTCHISON CANCER RESEARCH CENTER 1100 FAIRVIEW AVENUE NORTH SEATTLE, WA 98109	N/A	PUBLIC	GENERAL AND UNRESTRICTED	5,000
HENRY GALLERY ASSOCIATION 15TH AVE NE NE 41ST ST SEATTLE, WA 98195	N/A	PUBLIC	GENERAL AND UNRESTRICTED	53,000
JUNIOR ACHIEVEMENT ONE EDUCATION WAY COLORADO SPRINGS, CO 80906	N/A	PUBLIC	GENERAL AND UNRESTRICTED	500
LEV FOUNDATION PO BOX 3831 BEVERLY HILLS, CA 90212	N/A	PUBLIC	GENERAL AND UNRESTRICTED	25,000
MATT TALBOT CENTER 2313 THIRD AVE SEATTLE, WA 98121	N/A	PUBLIC	GENERAL AND UNRESTRICTED	500
MAX CURE FOUNDATION 1230 AVENUE OF THE AMERICAS 7TH FLOOR NEW YORK, NY 10020	N/A	PUBLIC	GENERAL AND UNRESTRICTED	2,500
MEDIC ONE FOUNDATION 325 NINTH AVE MS 359747 SEATTLE, WA 98104	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
METHOW CONSERVANCY 315 RIVERSIDE AVENUE PO BOX 71 WINTHROP, WA 98862	N/A	PUBLIC	GENERAL AND UNRESTRICTED	5,000
MONTANA LAND RELIANCE PO BOX 355 HELENA, MT 59624	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
NEW FUTURES 630 SW 149TH ST SUITE B BURIEN, WA 98166	N/A	PUBLIC	GENERAL AND UNRESTRICTED	10,500
PLYMOUTH HOUSING GROUP 2113 3RD AVENUE SEATTLE, WA 98121	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
RAINIER SCHOLARS 2100 24TH AVENUE SOUTH SEATTLE, WA 98144	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
RECOVERY CAFE 2022 BOREN AVE SEATTLE, WA 98109	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
RWANDA GIRLS INITIATIVE PO BOX 325 MEDINA, WA 98039	N/A	PUBLIC	GENERAL AND UNRESTRICTED	5,000
<b>Total . . . . .</b>  <b>3a</b>				279,494

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
SEATTLE ART MUSEUM 1300 FIRST AVENUE SEATTLE,WA 98101	N/A	PUBLIC	GENERAL AND UNRESTRICTED	4,500
SEATTLE ARTS AND LECTURES 105 S MAIN ST 201 SEATTLE,WA 98104	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,050
SEATTLE MUSIC PARTNERS 4533 SUNNYSIDE AVE N SEATTLE,WA 98103	N/A	PUBLIC	GENERAL AND UNRESTRICTED	500
STANFORD UNIVERSITY 551 SERRA MALL STANFORD,CA 94305	N/A	PUBLIC	GENERAL AND UNRESTRICTED	20,000
SUMMER SEARCH 2100 24TH AVE SOUTH SUITE 350 SEATTLE,WA 98144	N/A	PUBLIC	GENERAL AND UNRESTRICTED	39,000
UNIVERSITY OF WASHINGTON FOUNDATION 4333 BROOKLYN AVE NE BOX 359505 SEATTLE,WA 98195	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
UNIVERSITY OF WASHINGTON MEDICINE 325 NINTH AVE SEATTLE,WA 98104	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
UNITED WAY OF KING COUNTY 720 SECOND AVE SEATTLE,WA 98104	N/A	PUBLIC	GENERAL AND UNRESTRICTED	5,000
WASHINGTON STATE CASA 603 STEWART ST SUITE 206 SEATTLE,WA 98101	N/A	PUBLIC	GENERAL AND UNRESTRICTED	1,000
WILLIAMS COLLEGE 880 MAIN STREET WILLIAMSTOWN,MA 01267	N/A	PUBLIC	GENERAL AND UNRESTRICTED	20,589
WOMEN'S FUNDING ALLIANCE 603 STEWART SUITE 207 SEATTLE,WA 98101	N/A	PUBLIC	GENERAL AND UNRESTRICTED	6,100
YEAR UP 210 SPEAR STREET SAN FRANCISCO,CA 94105	N/A	PUBLIC	GENERAL AND UNRESTRICTED	20,000
<b>Total . . . . . ▶ 3a</b>				279,494

**TY 2010 Investments Corporate  
Stock Schedule**

**Name:** BARTON FAMILY FOUNDATION  
C/O PETERSON SULLIVAN LLP

**EIN:** 91-6563332

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
GS GLOBAL INCOME FUND	0	0
GS BROKERAGE	1,481,439	1,443,286
GS LARGE CAP GROWTH	582,307	762,858
GS LARGE CAP VALUE	573,988	690,161

# TY 2010 Investments Government Obligations Schedule

**Name:** BARTON FAMILY FOUNDATION  
C/O PETERSON SULLIVAN LLP

**EIN:** 91-6563332

<b>US Government Securities - End of Year Book Value:</b>	1,149,052
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<b>US Government Securities - End of Year Fair Market Value:</b>	1,123,342
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<b>State &amp; Local Government Securities - End of Year Book Value:</b>	0
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<b>State &amp; Local Government Securities - End of Year Fair Market Value:</b>	0
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TY 2010 Investments - Other Schedule

**Name:** BARTON FAMILY FOUNDATION  
C/O PETERSON SULLIVAN LLP  
**EIN:** 91-6563332

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GOLDMAN SACHS NON-US EQUITY MANAGERS: PORTFOLIO 2	AT COST	0	0



# TY 2010 Other Expenses Schedule

**Name:** BARTON FAMILY FOUNDATION

C/O PETERSON SULLIVAN LLP

**EIN:** 91-6563332

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEES	10,000	0		10,000
FILING FEES	75	0		75
MISCELLANEOUS EXPENSE	95	0		95

TY 2010 Other Professional Fees Schedule

**Name:** BARTON FAMILY FOUNDATION  
C/O PETERSON SULLIVAN LLP  
**EIN:** 91-6563332

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT SERVICES	22,017	22,017		0

**TY 2010 Taxes Schedule****Name:** BARTON FAMILY FOUNDATION

C/O PETERSON SULLIVAN LLP

**EIN:** 91-6563332

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	400	0		0
FOREIGN TAXES	67	67		0