



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

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

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☒ Address change ☐ Name changeBLAIR FAMILY FOUNDATION, INC.
12900 STROH RANCH WAY 200-J
PARKER, CO 80134

A Employer identification number

94-3301545

B Telephone number (see the instructions)

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)

\$ 4,648,026.

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 the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)

197,592.

2 Ck ☐ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

44.

44.

4 Dividends and interest from securities

85,361.

85,361.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-153,567.

b Gross sales price for all assets on line 6a

757,889.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

129,430.

85,405.

0.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) SEE ST 1

1,665.

b Accounting fees (attach sch) SEE ST 2

13,180.

c Other prof fees (attach sch) SEE ST 3

31,594.

31,594.

17 Interest

18 Taxes (attach schedule)(see instr) SEE STM 4

1,901.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) SEE STATEMENT 5

7,050.

6,896.

24 Total operating and administrative expenses. Add lines 13 through 23

55,390.

38,490.

6,590.

25 Contributions, gifts, grants paid PART XV

155,000.

155,000.

26 Total expenses and disbursements. Add lines 24 and 25

210,390.

38,490.

0.

161,590.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-80,960.

b Net investment income (if negative, enter -0-)

46,915.

c Adjusted net income (if negative, enter -0-)

0.

SCANNED
AUG 08 2011
OPERATING
AND
EXPENSES

109

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
A S S E T S	1 Cash — non-interest-bearing					
	2 Savings and temporary cash investments			49,181.	65,046.	65,046.
	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 the instructions)					
	7 Other notes and loans receivable (attach sch)					
	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)					
	b Investments — corporate stock (attach schedule) STATEMENT 6			3,747,623.	3,650,798.	4,582,980.
	c Investments — corporate bonds (attach schedule)					
	11 Investments — land, buildings, and equipment: basis					
L I A B I L I T I E S	Less: accumulated depreciation (attach schedule)					
	12 Investments — mortgage loans					
	13 Investments — other (attach schedule)					
	14 Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
	15 Other assets (describe)					
	16 Total assets (to be completed by all filers — see instructions Also, see page 1, item i)			3,796,804.	3,715,844.	4,648,026.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
N E T A S S E T S F U N D B A L A N C E S	20 Loans from officers, directors, trustees, & other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe)					
	23 Total liabilities (add lines 17 through 22)			0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>				
	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					
	28 Paid-in or capital surplus, or land, building, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds			3,796,804.	3,715,844.	
	30 Total net assets or fund balances (see the instructions)			3,796,804.	3,715,844.	
	31 Total liabilities and net assets/fund balances (see the instructions)			3,796,804.	3,715,844.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,796,804.
2 Enter amount from Part I, line 27a	2	-80,960.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	3,715,844.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	3,715,844.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 7				
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	-14,974.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c) (see the instructions)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	199,435.	3,183,484.	0.062647
2008	148,013.	4,007,342.	0.036935
2007	135,075.	4,669,201.	0.028929
2006	111,898.	3,620,393.	0.030908
2005	113,554.	2,768,118.	0.041022

2 Total of line 1, column (d)	2	0.200441
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	0.040088
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,075,600.
5 Multiply line 4 by line 3	5	163,383.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	469.
7 Add lines 5 and 6	7	163,852.
8 Enter qualifying distributions from Part XII, line 4	8	161,590.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instr.)		1	938.
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, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	938.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	938.
6 Credits/Payments:			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	2,480.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	1,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	3,480.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,542.	
11 Enter the amount of line 10 to be. Credited to 2011 estimated tax	11	2,542.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

BAA

Form 990-PF (2010)

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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>MC FARLANE, CAZALE & ASSOCIATES</u> Telephone no <u>408-265-2950</u> Located at <u>1631 WILLOW ST., SUITE 200, SAN JOSE, CA</u> ZIP + 4 <u>95125</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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>	16	Yes	No
				X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		Yes	No
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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? (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		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see the instructions)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a	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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4 b	X

BAA

Form 990-PF (2010)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

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

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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
JAMES R. BLAIR 7924 FOREST KEEP CIRCLE PARKER, CO 80134	PRESIDENT 0	0.	0.	0.
RONALD J. BLAIR 9677 SARA GULCH CIRCLE PARKER, CO 80138	VICE PRESIDE 0	0.	0.	0.
DONNA R. BLAIR 7924 FOREST KEEP CIRCLE PARKER, CO 80134	SECRETARY 0	0.	0.	0.
STEVEN R. BLAIR 6229 NORTHWOODS GLENN DR PARKER, CO 80134	CFO 0	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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

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

Total number of others receiving over \$50,000 for professional services 0**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

BAA

Form 990-PF (2010)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,054,937.
b	Average of monthly cash balances	1b	82,728.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,137,665.
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	4,137,665.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	62,065.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,075,600.
6	Minimum investment return. Enter 5% of line 5	6	203,780.

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

1	Minimum investment return from Part X, line 6	1	203,780.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	938.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	938.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	202,842.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	202,842.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	202,842.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	161,590.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	161,590.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	161,590.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				202,842.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			150,763.	
b Total for prior years. 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 161,590.				
a Applied to 2009, but not more than line 2a			150,763.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				10,827.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				192,015.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 8				
Total			3a	155,000.
b Approved for future payment				
Total			3b	

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

2010

Name of the organization

BLAIR FAMILY FOUNDATION, INC.

Employer identification number

94-3301545

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

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

Name of organization

Employer identification number

BLAIR FAMILY FOUNDATION, INC.

94-3301545

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JAMES & DONNA BLAIR 7924 FOREST KEEP CIRCLE PARKER, CO 80134	\$ 20,697.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	JAMES & DONNA BLAIR 7924 FOREST KEEP CIRCLE PARKER, CO 80134	\$ 27,345.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	JAMES & DONNA BLAIR 7924 FOREST KEEP CIRCLE PARKER, CO 80134	\$ 44,190.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	JAMES & DONNA BLAIR 7924 FOREST KEEP CIRCLE PARKER, CO 80134	\$ 31,365.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	JAMES & DONNA BLAIR 7924 FOREST KEEP CIRCLE PARKER, CO 80134	\$ 36,063.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	JAMES & DONNA BLAIR 7924 FOREST KEEP CIRCLE PARKER, CO 80134	\$ 21,880.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

BLAIR FAMILY FOUNDATION, INC.

94-3301545

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	JAMES & DONNA BLAIR 7924 FOREST KEEP CIRCLE PARKER, CO 80134	\$ 16,052.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

BLAIR FAMILY FOUNDATION, INC.

Employer identification number

94-3301545

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	600 SHS AKAMAI TECHNOLOGIES		
		\$ 20,697.	4/26/10
2	1500 SHS BANK OF AMERICA		
		\$ 27,345.	4/26/10
3	1000 SHS SANDISK		
		\$ 44,190.	4/26/10
4	1000 SHS DOW CHEMICAL		
		\$ 31,365.	4/26/10
5	2500 SHS FORD MOTOR COMPANY		
		\$ 36,063.	4/26/10
6	340 SHS MIDDLEBY		
		\$ 21,880.	4/26/10

BAA

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

Employer identification number

94-3301545

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	400 SHS NII HOLDINGS		
		\$ 16,052.	4/26/10
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization

BLAIR FAMILY FOUNDATION, INC.

Employer identification number

94-3301545

Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete cols (a) through (e) and the following line entryFor organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **\$1,000 or less** for the year (Enter this information once See instructions)

► \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

BLAIR FAMILY FOUNDATION, INC.

94-3301545

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	\$ 1,665.			
TOTAL	<u>\$ 1,665.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 13,180.			\$ 6,590.
TOTAL	<u>\$ 13,180.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 6,590.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO MANAGEMENT FEES	\$ 31,594.	\$ 31,594.		
TOTAL	<u>\$ 31,594.</u>	<u>\$ 31,594.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	\$ 1,901.			
TOTAL	<u>\$ 1,901.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

BLAIR FAMILY FOUNDATION, INC.

94-3301545

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 4.			
BUSINESS EXPENSE	45.			
FILING FEES	105.			
FOREIGN TAX PAID	6,896.	\$ 6,896.		
TOTAL	\$ 7,050.	\$ 6,896.	\$ 0.	\$ 0.

STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
650 PPG INDUSTRIES INC	COST	\$ 24,793.	\$ 54,646.
75 CATERPILLAR INC	COST	2,842.	7,025.
600 CISCO SYSTEMS	COST	18,629.	12,138.
400 CREDIT SUISSE	COST	8,360.	16,164.
68 FREEPORT MCMORN CP&GLD	COST	3,112.	8,166.
200 HONEYWELL INTERNATIONAL	COST	6,685.	10,632.
2325 INTEL	COST	47,269.	48,895.
525 ISHARES MSCI EMRG MKT	COST	16,618.	25,012.
1925 MICROSOFT CORP	COST	53,919.	53,727.
250 OCCIDENTAL PETE CORP	COST	5,751.	24,525.
425 PETROLEO BRASILEIRO	COST	22,382.	16,082.
25 PROCTOR & GAMBLE	COST	1,121.	1,608.
675 ROCHE HLDG LTD	COST	29,002.	24,803.
175 SIEMENS	COST	7,861.	21,744.
70 UNITED TECHNOLOGIES CORP	COST	3,312.	5,510.
2700 ABB LTD ADR	COST	35,712.	60,615.
925 ALLIANCEBERNSTEIN GLOBAL RE	COST	10,706.	8,168.
814 ALLIANCEBERNSTEIN GLOBAL RE	COST	7,900.	7,188.
298 ALLIANCEBERNSTEIN GLOBAL RE	COST	3,300.	2,631.
1172 ALLIANCEBERNSTEIN GLOBAL RE	COST	11,300.	10,349.
328 ALLIANCEBERNSTEIN GLOBAL RE	COST	1,800.	2,901.
394 ALLIANCEBERNSTEIN GLOBAL RE	COST	1,900.	3,481.
160 ALLIANCEBERNSTEIN GLOBAL RE	COST	850.	1,408.
729 ALLIANCEBERNSTEIN GLOBAL RE	COST	5,850.	6,437.
937 ALLIANCEBERNSTEIN GLOBAL RE	COST	7,650.	8,274.
837 ALLIANCEBERNSTEIN GLOBAL RE	COST	6,850.	7,391.
0 ALLIANCEBERNSTEIN GLOBAL RE	COST	3.	3.
806 ALLIANCEBERNSTEIN GLOBAL RE	COST	6,650.	7,118.
520 ALLIANCEBERNSTEIN GLOBAL RE	COST	4,200.	4,592.
522 ALLIANCEBERNSTEIN GLOBAL RE	COST	4,081.	4,607.
739 ALLIANCEBERNSTEIN LARGE-CAP	COST	17,250.	19,162.
572 ALLIANCEBERNSTEIN LARGE-CAP	COST	13,300.	14,832.
939 ALLIANCEBERNSTEIN LARGE-CAP	COST	21,588.	24,360.
463 ALLIANCEBERNSTEIN LARGE-CAP	COST	10,550.	12,006.
369 ALLIANCEBERNSTEIN VALUE FUND	COST	3,020.	3,358.
3 ALLIANCEBERNSTEIN VALUE FUND	COST	24.	27.
2544 ALLIANCEBERNSTEIN VALUE FUND	COST	21,600.	23,150.
1982 ALLIANCEBERNSTEIN VALUE FUND	COST	16,868.	18,036.
2512 ALLIANCEBERNSTEIN VALUE FUND	COST	21,150.	22,859.

BLAIR FAMILY FOUNDATION, INC.

94-3301545

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
1419 ALLIANCEBERNSTEIN VALUE FUND	COST	\$ 11,850.	\$ 12,913.
565 ALLIANCEBERNSTEIN VALUE FUND	COST	4,710.	5,142.
750 AMERICA MOVIL	COST	42,852.	43,005.
125 ANADARKO PETROLEUM	COST	6,395.	9,520.
125 ANADARKO PETROLEUM	COST	6,395.	9,520.
350 ANADARKO PETROLEUM	COST	7,908.	26,656.
350 ANADARKO PETROLEUM	COST	7,908.	26,656.
150 ANADARKO PETROLEUM	COST	4,082.	11,424.
150 ANADARKO PETROLEUM	COST	4,082.	11,424.
1456 ANGLO AMERICAN PLC	COST	30,839.	38,018.
2800 APPLIED MATERIALS	COST	25,563.	39,340.
450 AXA SPONSORED ADR	COST	11,675.	7,516.
450 AXA SPONSORED ADR	COST	4,180.	7,516.
500 AXA SPONSORED ADR	COST	6,677.	8,351.
1575 BANCO SANTANDER	COST	10,719.	16,774.
900 BANCO SANTANDER	COST	13,078.	9,585.
1500 BANCO SANTANDER	COST	17,927.	15,975.
44 BANCO SATANDER	COST	704.	469.
1100 BANK OF NOVA SCOTIA	COST	45,525.	62,920.
350 BASF AG SPON	COST	7,060.	28,177.
325 BASF AG SPON	COST	10,722.	26,164.
325 BASF AG SPON	COST	10,722.	26,164.
172 BERNSTEIN EMERGING MARKETS	COST	2,526.	5,728.
223 BERNSTEIN EMERGING MARKETS	COST	6,900.	7,426.
305 BERNSTEIN EMERGING MARKETS	COST	9,900.	10,157.
172 BERNSTEIN EMERGING MARKETS	COST	7,032.	5,717.
159 BERNSTEIN EMERGING MARKETS	COST	4,250.	5,295.
127 BERNSTEIN EMERGING MARKETS	COST	3,700.	4,229.
105 BERNSTEIN EMERGING MARKETS	COST	3,050.	3,497.
175 BERNSTEIN EMERGING MARKETS	COST	5,100.	5,828.
14 BERNSTEIN EMERGING MARKETS	COST	407.	466.
97 BERNSTEIN EMERGING MARKETS	COST	2,808.	3,230.
707 BERNSTEIN INTERNATIONAL	COST	17,854.	11,040.
624 BERNSTEIN INTERNATIONAL	COST	18,150.	9,749.
552 BERNSTEIN INTERNATIONAL	COST	15,350.	8,619.
1296 BERNSTEIN INTERNATIONAL	COST	24,950.	20,244.
61 BERNSTEIN INTERNATIONAL	COST	1,100.	953.
63 BERNSTEIN INTERNATIONAL	COST	1,150.	984.
1814 BERNSTEIN INTERNATIONAL	COST	35,500.	28,335.
136 BERNSTEIN INTERNATIONAL	COST	1,500.	2,124.
3019 BERNSTEIN INTERNATIONAL	COST	45,350.	47,157.
1232 BERNSTEIN INTERNATIONAL	COST	19,299.	19,244.
1058 BERNSTEIN INTERNATIONAL	COST	16,550.	16,526.
2 BERNSTEIN INTERNATIONAL	COST	29.	31.
1 BERNSTEIN INTERNATIONAL	COST	10.	16.
1302 BERNSTEIN INTERNATIONAL	COST	20,400.	20,337.
1276 BERNSTEIN INTERNATIONAL	COST	19,129.	19,931.
108 BERNSTEIN INTERNATIONAL	COST	1,639.	1,687.
775 BHP BILLITON LTD	COST	29,201.	72,013.
775 BNP PARIBAS	COST	39,412.	24,750.
200 CATERPILLAR INC	COST	15,102.	18,732.
200 CATERPILLAR INC	COST	8,851.	18,732.
250 CATERPILLAR INC	COST	5,363.	23,415.
1200 CARNIVAL CORP NEW	COST	25,442.	55,332.
625 CENOVUS ENERGY INC	COST	14,797.	20,775.

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
2400 CHEUNG KONG HLDG	COST	\$ 33,555.	\$ 37,017.
1950 CISCO SYSTEMS	COST	51,456.	39,449.
875 COMPANHIA VALEDO	COST	20,995.	30,249.
875 COMPANHIA VALEDO	COST	20,995.	30,249.
200 CREDIT SUISSE GRP ADR	COST	11,987.	8,082.
225 CREDIT SUISSE GRP ADR	COST	15,509.	9,092.
450 CREDIT SUISSE GRP ADR	COST	17,014.	18,185.
975 CUMMINS INC	COST	34,432.	107,260.
1050 DOVER CORPORATION	COST	30,583.	61,373.
2800 EMC CORP MASS	COST	54,564.	64,120.
1100 FORTUNE BRANDS INC	COST	38,999.	66,275.
675 FREEPORT MCMORN CP&GLD	COST	41,883.	81,061.
1700 GENERAL ELECTRIC	COST	57,552.	31,093.
325 GENERAL ELECTRIC	COST	11,585.	5,944.
375 GENERAL ELECTRIC	COST	10,771.	6,859.
400 GLAKOSMITHKLINE	COST	15,464.	15,688.
350 GLAXOSMITHKLINE	COST	17,128.	13,727.
950 HEWLETT-PACKARD CO	COST	47,642.	39,995.
1500 HONDA MOTOR CO	COST	32,294.	59,250.
375 HONEYWELL INTERNATIONAL	COST	15,873.	19,935.
150 ISHARES MSCI EMRG MKT	COST	4,886.	7,146.
300 ISHARES MSCI EMRG MKT	COST	9,771.	14,293.
150 ISHARES MSCI EMRG MKT	COST	5,592.	7,146.
300 ISHARES MSCI EMRG MKT	COST	11,183.	14,293.
1750 ISHARES MSCI EMRG MKT	COST	55,395.	83,374.
850 JOHNSON & JOHNSON	COST	57,357.	52,573.
3075 MITSUBISHI	COST	13,910.	16,636.
900 MITSUBISHI	COST	12,984.	4,869.
1350 NESTLE SA ADR	COST	48,011.	79,297.
1500 NORDSTROM INC	COST	34,359.	63,570.
900 NORFOLK SOUTHERN CORP	COST	35,378.	56,538.
425 OCCIDENTAL PETE CORP	COST	9,776.	41,693.
150 OCCIDENTAL PETE CORP	COST	6,698.	14,715.
150 OCCIDENTAL PETE CORP	COST	6,698.	14,715.
2800 ORACLE CORP	COST	57,180.	87,640.
1200 PANASONIC	COST	14,038.	16,920.
750 PANASONIC	COST	11,350.	10,575.
775 PETROLEO BRASILEIRO	COST	40,814.	29,326.
600 POLO RALPH LAUREN	COST	35,011.	66,552.
200 PROCTOR & GAMBLE	COST	11,931.	12,866.
250 PROCTOR & GAMBLE	COST	15,755.	16,083.
100 RIO TINTO PLC	COST	5,252.	7,166.
100 RIO TINTO PLC	COST	5,227.	7,166.
900 ROCHE HLDG LTD	COST	38,670.	33,071.
300 SCHLUMBERGER	COST	12,135.	25,050.
475 SCHLUMBERGER	COST	19,213.	39,663.
275 SCHLUMBERGER	COST	17,760.	22,963.
375 SIEMENS AG ADR	COST	32,126.	46,594.
200 SIEMENS AG ADR	COST	17,568.	24,850.
250 SONY CORP	COST	10,715.	8,928.
300 SONY CORP	COST	13,260.	10,713.
800 TARGET	COST	31,004.	48,104.
242 TIME WARNER CABLE	COST	6,953.	15,979.
966 TIME WARNER INC NEW	COST	19,714.	31,076.
416 TRANSOCEAN INC	COST	15,310.	28,916.

BLAIR FAMILY FOUNDATION, INC.

94-3301545

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
2200 UNILEVER NV NY	COST	\$ 73,636.	\$ 69,080.
150 UNITED TECHNOLOGIES CORP	COST	7,629.	11,808.
100 UNITED TECHNOLOGIES CORP	COST	4,731.	7,872.
150 UNITED TECHNOLOGIES CORP	COST	7,629.	11,808.
250 UNITED TECHNOLOGIES CORP	COST	16,250.	19,680.
775 WALMART STORES	COST	43,375.	41,796.
960 ADOBE SYSTEMS	COST	31,315.	29,549.
96 ALLIANCEBERNSTEIN GLOBAL RE	COST	779.	843.
1401 ALLIANCEBERNSTEIN GLOBAL RE	COST	11,850.	12,368.
130 ALLIANCEBERNSTEIN GLOBAL RE	COST	1,011.	1,147.
79 ALLIANCEBERNSTEIN GLOBAL RE	COST	667.	697.
396 ALLIANCEBERNSTEIN GLOBAL RE	COST	3,440.	3,495.
1344 ALLIANCEBERNSTEIN LARGE-CAP	COST	33,150.	34,857.
7 ALLIANCEBERNSTEIN VALUE FUND	COST	61.	65.
3249 ALLIANCEBERNSTEIN VALUE FUND	COST	29,500.	29,565.
403 ALLIANCEBERNSTEIN VALUE FUND	COST	3,639.	3,667.
2500 APPLIED MATERIALS	COST	33,670.	35,125.
2000 BANCO BRADESCO NEW	COST	42,985.	40,580.
51 BANCO SANTANDER	COST	663.	543.
335 BERNSTEIN EMERGING MARKETS	COST	10,100.	11,166.
19 BERNSTEIN EMERGING MARKETS	COST	619.	629.
1 BERNSTEIN INTERNATIONAL	COST	12.	12.
3818 BERNSTEIN INTERNATIONAL	COST	56,812.	59,637.
306 BERNSTEIN INTERNATIONAL	COST	4,678.	4,779.
675 BOEING CO	COST	45,432.	44,051.
180 CATERPILLAR INC	COST	16,069.	16,859.
231 CNOOC LIMITED ADR	COST	50,351.	55,063.
650 EMERSON ELECTRIC CO	COST	31,390.	37,161.
300 HEWLETT-PACKARD CO	COST	12,234.	12,630.
600 MICROSOFT CORP	COST	14,767.	16,746.
435 MOSAIC COMPANY	COST	28,524.	33,217.
885 NATIONAL OIL WELL VARCO	COST	50,600.	59,516.
140 OCCIDENTAL PETE CORP	COST	11,516.	13,734.
795 PNC FINL SERVICES	COST	50,740.	48,272.
300 RIO TINTO PLD SPON	COST	15,755.	21,498.
300 RIO TINTO PLD SPON	COST	15,680.	21,498.
1450 WELLS FARGO & CO NEW	COST	40,462.	44,925.
242 ALLIANCEBERNSTEIN GLOBAL	COST	4,057.	2,136.
6116 ALLIANCEBERNSTEIN LARGE-CAP	COST	136,553.	158,578.
18186 ALLIANCEBERNSTEIN VALUE FUND	COST	148,394.	165,491.
445 BAIDU INC ADR	COST	17,457.	42,956.
140 BERNSTEIN EMERGING MKTS	COST	5,809.	4,662.
518 BERNSTEIN INTERNATIONAL	COST	14,410.	8,099.
TOTAL		\$ 3,650,798.	\$ 4,582,980.

BLAIR FAMILY FOUNDATION, INC.

94-3301545

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	600 AKAMI TECHNOLOGIES	DONATED	10/23/2008	5/05/2010
2	1500 BANK OF AMERICA	DONATED	2/20/2009	5/05/2010
3	1000 DOW CHEMICAL	DONATED	2/25/2009	5/05/2010
4	2500 FORD MOTOR CO	DONATED	12/23/2008	5/05/2010
5	340 MIDDLEBY CORPORATION	DONATED	1/07/2009	5/05/2010
6	400 NII HOLDINGS INC	DONATED	3/02/2009	5/05/2010
7	1000 SANDISK CORPORATION	DONATED	11/13/2008	5/05/2010
8	259 ALLIANCEBERNSTEIN GLOBAL	PURCHASED	11/07/2007	10/27/2010
9	291 ALLIANCEBERNSTEIN GLOBAL	PURCHASED	5/10/2007	10/27/2010
10	120 ALLIANCEBERNSTEIN GLOBAL	PURCHASED	6/13/2007	10/27/2010
11	2105 ALLIANCEBERNSTEIN GLOBAL	PURCHASED	4/30/2007	10/27/2010
12	1314 ALLIANCEBERNSTEIN LARGE-CAP	PURCHASED	11/05/2009	10/27/2010
13	2797 ALLIANCEBERNSTEIN VALUE FUND	PURCHASED	11/05/2009	10/27/2010
14	87 AOL INC	PURCHASED	12/12/2008	3/22/2010
15	94 BAIDU INC ADR	PURCHASED	10/29/2009	11/01/2010
16	401 BAIDU INC ADR	PURCHASED	10/29/2009	11/01/2010
17	500 BERNSTEIN EMERGING MKTS	PURCHASED	4/30/2007	10/27/2010
18	3443 BERNSTEIN INTERNATIONAL	PURCHASED	4/30/2007	10/27/2010
19	650 CHINA MOBILE HK ADR	PURCHASED	3/28/2006	4/29/2010
20	275 DEVON ENERGY	PURCHASED	1/05/2006	6/23/2010
21	250 DEVON ENERGY	PURCHASED	7/23/2007	6/23/2010
22	1900 ELECTRONIC ARTS	PURCHASED	2/04/2009	5/06/2010
23	625 ENCANA CORP	PURCHASED	2/01/2006	11/16/2010
24	25 E.ON AG ADR	PURCHASED	9/17/2002	8/09/2010
25	375 E.ON AG ADR	PURCHASED	1/18/2007	8/09/2010
26	250 E.ON AG ADR	PURCHASED	10/21/2004	8/09/2010
27	500 E.ON AG ADR	PURCHASED	3/28/2005	8/09/2010
28	650 ING GROEP	PURCHASED	10/21/2004	4/08/2010
29	550 ING GROEP	PURCHASED	9/17/2002	4/08/2010
30	14 ING GROEP	PURCHASED	9/26/2003	4/08/2010
31	475 MERCK	PURCHASED	1/23/2006	5/11/2010
32	400 MERCK	PURCHASED	10/19/2006	5/11/2010
33	2500 NOKIA CORP	PURCHASED	1/29/2008	11/16/2010
34	650 NOMURA HOLDINGS	PURCHASED	2/01/2006	10/15/2010
35	1400 NOMURA HOLDINGS	PURCHASED	11/20/2003	10/15/2010
36	95 NUCOR CORP	PURCHASED	1/25/2006	11/16/2010
37	275 NUCOR CORP	PURCHASED	1/18/2007	11/16/2010
38	375 NUCOR CORP	PURCHASED	1/18/2007	11/16/2010
39	493 SANPAOLO IMI SPA	PURCHASED	12/30/2002	4/08/2010
40	493 SANPAOLO IMI SPA	PURCHASED	9/19/2002	4/08/2010
41	5200 SUMITOMO MITSUI FIN	PURCHASED	6/19/2008	7/28/2010
42	225 TOTAL FINA	PURCHASED	5/22/2006	11/16/2010
43	225 TOTAL FINA	PURCHASED	9/24/2002	11/16/2010
44	225 TOTAL S A ADR F	PURCHASED	5/04/2004	11/16/2010
45	225 TOTAL S A ADR F	PURCHASED	5/22/2006	11/16/2010
46	225 UBS AG NEW	PURCHASED	9/19/2002	4/08/2010
47	225 UBS AG NEW	PURCHASED	7/11/2006	4/08/2010
48	250 UBS AG NEW	PURCHASED	10/21/2004	4/08/2010
49	250 UBS AG NEW	PURCHASED	7/11/2006	4/08/2010
50	12 UBS AG NEW	PURCHASED	5/19/2008	4/08/2010
51	13 UBS AG NEW	PURCHASED	5/19/2008	4/08/2010
52	11 UBS AG NEW	PURCHASED	5/19/2008	4/08/2010
53	11 UBS AG NEW	PURCHASED	5/19/2008	4/08/2010

BLAIR FAMILY FOUNDATION, INC.

94-3301545

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	23,292.		7,659.	15,633.				\$ 15,633.
2	26,660.		4,504.	22,156.				22,156.
3	30,955.		7,759.	23,196.				23,196.
4	32,526.		5,379.	27,147.				27,147.
5	20,975.		21,880.	-905.				-905.
6	17,002.		4,809.	12,193.				12,193.
7	40,002.		7,009.	32,993.				32,993.
8	2,333.		4,343.	-2,010.				-2,010.
9	2,622.		5,300.	-2,678.				-2,678.
10	1,081.		2,100.	-1,019.				-1,019.
11	18,964.		37,950.	-18,986.				-18,986.
12	31,900.		29,348.	2,552.				2,552.
13	24,000.		22,825.	1,175.				1,175.
14	2,194.		1,429.	765.				765.
15	10,187.		3,688.	6,499.				6,499.
16	43,459.		15,731.	27,728.				27,728.
17	15,899.		20,741.	-4,842.				-4,842.
18	53,200.		95,691.	-42,491.				-42,491.
19	32,113.		17,042.	15,071.				15,071.
20	18,148.		17,867.	281.				281.
21	16,498.		20,114.	-3,616.				-3,616.
22	35,068.		32,642.	2,426.				2,426.
23	17,475.		16,037.	1,438.				1,438.
24	772.		411.	361.				361.
25	11,574.		15,974.	-4,400.				-4,400.
26	7,716.		6,566.	1,150.				1,150.
27	15,433.		13,135.	2,298.				2,298.
28	6,476.		16,427.	-9,951.				-9,951.
29	5,480.		10,131.	-4,651.				-4,651.
30	139.		258.	-119.				-119.
31	16,036.		15,685.	351.				351.
32	13,504.		17,859.	-4,355.				-4,355.
33	25,228.		88,779.	-63,551.				-63,551.
34	3,418.		12,494.	-9,076.				-9,076.
35	7,363.		21,327.	-13,964.				-13,964.
36	3,623.		3,644.	-21.				-21.
37	10,488.		15,406.	-4,918.				-4,918.
38	14,301.		14,383.	-82.				-82.
39	10,646.		6,133.	4,513.				4,513.
40	10,646.		6,365.	4,281.				4,281.
41	15,458.		43,309.	-27,851.				-27,851.
42	11,760.		7,174.	4,586.				4,586.
43	11,760.		7,174.	4,586.				4,586.
44	11,760.		10,748.	1,012.				1,012.
45	11,760.		10,748.	1,012.				1,012.
46	3,610.		4,386.	-776.				-776.
47	3,610.		4,386.	-776.				-776.
48	4,011.		8,406.	-4,395.				-4,395.
49	4,011.		8,438.	-4,427.				-4,427.
50	193.		405.	-212.				-212.
51	209.		437.	-228.				-228.
52	176.		214.	-38.				-38.
53	175.		214.	-39.				-39.

BLAIR FAMILY FOUNDATION, INC.

94-3301545

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
							TOTAL	\$ -14,974.

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BELLARMINE COLLEGE 960 WEST HEDDING STREET SAN JOSE, CA 95126		501 (C)	GENERAL PURPOSE DONATION	\$ 20,000.
YMCA OF SANTA CLARA 5632 SANTA TERESA BLVD SAN JOSE, CA 95123		501 (C)	2010 COMMUNITY SUPPORT CAMPAIGN	1,000.
NORTH PARK UNIVERSITY 3225 WEST FOSTER AVE CHICAGO, IL 60625		501 (C)	UNIVERSITY ANNUAL FUND	75,000.
BEACON CENTER YOUTH & FAMILY GUIDANCE 333 W HAMPDEN AVE. STE 305 ENGLEWOOD, CO 80110		501 (C)	GENERAL PURPOSE DONATION	15,000.
CHANCES FOR CHILDREN 20343 N. HAYDEN ROAD, SUITE 105-114 SCOTTSDALE, AZ 85255		501 (C)	HAITI EARTHQUAKE RELIEF EFFORTS	1,250.
AMERICAN RED CROSS 2731 NORTH FIRST STREET SAN JOSE, CA 95134		501 (C)	HAITI EARTHQUAKE RELIEF EFFORTS	1,250.
ELIZABETH STAMPEDE FOUNDATION P.O. BOX 1062 ELIZABETH, CO 80107		501 (C)	GENERAL PURPOSE DONATION	5,000.
FOUNDATION FOR KNOWLEDGE 5655 SOUTH YOSEMITE STREET, STE 305 GREENWOOD VILLAGE, CO 80111		501 (C)	GENERAL PURPOSE DONATION	10,000.

BLAIR FAMILY FOUNDATION, INC.

94-3301545

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
NATIONAL SPORTS CENTER FOR THE DISABLED P.O. BOX 1290 WINTER PARK, CO 80482		501 (C)	SUMMER AND WINTER SPORTS PROGRAMS	\$ 3,500.
SOUTHEAST CHRISTIAN SCHOOL 9650 JORDAN ROAD PARKER, CO 80134		501 (C)	SCHOLARSHIP FUND CONTRIBUTION	8,000.
OPPORTUNITY INTERNATIONAL 2122 YORK ROAD, SUITE 150 OAK BROOK, IL 60523		501 (C)	GLOBAL MICROFINANCE INITIATIVES	10,000.
TEEN CHALLENGE OF THE ROCKY MOUNTAINS P.O. BOX 239 ENGLEWOOD, CO 80151		501 (C)	GENERAL PURPOSE DONATION	5,000.
TOTAL \$				<u>155,000.</u>