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

2010

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Name of foundation

JAMES B. PENDLETON CHARITABLE TRUST  
C/O DAYLE E. IVERSON

A Employer identification number

95-6944277

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

601 108TH AVE NE

Room/suite

1900

B Telephone number

(425) 943-7185

City or town, state, and ZIP code

BELLEVUE, WA 98004

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

▶ \$ 23,574,537.28

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I** Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(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			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments	1,409.53	1,409.53	
	4 Dividends and interest from securities	476,238.49	476,238.49	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	734,794.86		
	b Gross sales price for all assets on line 6a	6,720,783.50		
	7 Capital gain net income (from Part IV, line 2)		734,794.86	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
	b Less Cost of goods sold			
	c Gross profit or (loss)			
	11 Other income	776.00	776.00	
	12 Total Add lines 1 through 11	1,213,218.88	1,213,218.88	
	13 Compensation of officers, directors, trustees, etc.	302,498.77	160,832.03	141,666.74
	14 Other employee salaries and wages			
	15 Pension plans and employee benefits	7,648.80	1,912.20	5,736.60
	16a Legal fees	7,926.63	7,133.97	792.66
	b Accounting fees	72,084.97	64,876.47	7,208.50
	c Other professional fees	165,317.16	165,317.16	0.00
	17 Interest			
	18 Taxes	45,703.18	18,875.29	9,317.89
	19 Depreciation and depletion			
	20 Occupancy	23,126.16	11,563.08	11,563.08
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses	23,526.03	10,145.90	12,961.13
	24 Total operating and administrative expenses. Add lines 13 through 23	647,831.70	440,656.10	189,246.60
	25 Contributions, gifts, grants paid	780,529.15		780,529.15
	26 Total expenses and disbursements. Add lines 24 and 25	1,428,360.85	440,656.10	969,775.75
	27 Subtract line 26 from line 12	<215,141.97>		
	a Excess of revenue over expenses and disbursements			
	b Net investment income (if negative, enter -0-)		772,562.78	
	c Adjusted net income (if negative, enter -0-)			N/A

P2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	83,556.34	92,997.19	92,997.19	
	2 Savings and temporary cash investments	3,797,985.13	4,858,713.07	4,858,564.20	
	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				
	7 Other notes and loans receivable ▶				
	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	409,289.85	0.00	0.00	
	b Investments - corporate stock	12,374,013.44	11,569,470.28	15,758,835.23	
	c Investments - corporate bonds	1,085,051.04	1,185,051.04	1,244,052.92	
	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other	1,600,915.00	1,417,769.54	1,606,291.58	
	14 Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)	2,128.45	13,796.16	13,796.16	
	16 Total assets (to be completed by all filers)	19,352,939.25	19,137,797.28	23,574,537.28	
	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					
22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)	0.00	0.00		
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	0.00	0.00		
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.00	0.00			
29 Retained earnings, accumulated income, endowment, or other funds	19,352,939.25	19,137,797.28			
30 Total net assets or fund balances	19,352,939.25	19,137,797.28			
31 Total liabilities and net assets/fund balances	19,352,939.25	19,137,797.28			

**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	19,352,939.25
2 Enter amount from Part I, line 27a	2	<215,141.97>
3 Other increases not included in line 2 (itemize) ▶	3	0.00
4 Add lines 1, 2, and 3	4	19,137,797.28
5 Decreases not included in line 2 (itemize) ▶	5	0.00
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,137,797.28

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
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 6,720,783.50		5,985,988.64	734,794.86	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			734,794.86	
2 Capital gain net income or (net capital loss)		<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> <div style="margin-left: 10px;">           2         </div> </div>		734,794.86
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 8, column (c)            If (loss), enter -0- in Part I, line 8         </div> <div style="margin-left: 10px;">           3         </div> </div>		N/A

**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 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	1,235,098.26	19,178,304.90	.064401
2008	1,169,987.27	24,918,371.74	.046953
2007	1,623,539.55	29,742,986.17	.054586
2006	1,149,121.16	27,479,282.75	.041818
2005	1,174,444.72	26,285,651.37	.044680
2 Total of line 1, column (d)			2 .252438
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 .050488
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 21,538,893.69
5 Multiply line 4 by line 3			5 1,087,455.66
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,725.63
7 Add lines 5 and 6			7 1,095,181.29
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 969,775.75

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**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 type="checkbox"/> and enter 1% of Part I, line 27b	1	15,451.26
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.00
3	Add lines 1 and 2	3	15,451.26
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.00
5	<b>Tax based on investment income</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	15,451.26
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	19,205.78
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	7	19,205.78
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	3,754.52
11	Enter the amount of line 10 to be <b>Credited to 2011 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	0.00

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0.00 (2) On foundation managers <input type="checkbox"/> \$ 0.00		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.00		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>CA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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**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 ► N/A	13	X	
14	The books are in care of ► VON HARTEN & COMPANY, INC PS Telephone no ► 206-443-9017 Located at ► 2101 FOURTH AVENUE, STE 2170, SEATTLE, WA ZIP+4 ► 98121			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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 instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

☐ 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)?

N/A

**5b**

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

X

If "Yes" to 6b, file Form 8870.

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

N/A

**7b****Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
DAVID E. ELLISON 601 108TH AVENUE NE, SUITE 1900 BELLEVUE, WA 98004	SENIOR TRUSTEE 11.00	108333.40	0.00	0.00
DAVID E. ELLISON 601 108TH AVENUE NE, SUITE 1900 BELLEVUE, WA 98004	INVESTMENT DIRECTOR 29.00	77,498.65	0.00	0.00
DAYLE E. IVERSON 601 108TH AVENUE NE, SUITE 1900 BELLEVUE, WA 98004	TRUSTEE & CEO 40.00	116666.72	7,648.80	0.00

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

[illegible]

**Total number of others receiving over \$50,000 for professional services**

C

### Part IX-A

## Summary of Direct Charitable Activities

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

## Expenses

1	N/A	
2		
3		
4		

## Part IX-B

### Summary of Program-Related Investments

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

Amount

Describe the charity's 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

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0.00Form **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	17,519,185.86
b	Average of monthly cash balances	1b	4,347,711.29
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	21,866,897.15
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	21,866,897.15
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	328,003.46
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,538,893.69
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	1,076,944.68

**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	1,076,944.68
2a	Tax on investment income for 2010 from Part VI, line 5	2a	15,451.26
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	15,451.26
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,061,493.42
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	1,061,493.42
6	Deduction from distributable amount (see instructions)	6	0.00
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,061,493.42

**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	969,775.75
b	Program-related investments - total from Part IX-B	1b	0.00
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	969,775.75
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	5	0.00
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	969,775.75

**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

**JAMES B. PENDLETON CHARITABLE TRUST**  
**C/O DAYLE E. IVERSON**

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**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				1,061,493.42
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			778,310.65	
b Total for prior years		0.00		
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	0.00			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 969,775.75				
a Applied to 2009, but not more than line 2a			778,310.65	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2010 distributable amount				191,465.10
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income Subtract line 4b from line 2b		0.00		
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		0.00		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.00		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.00	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				870,028.32
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.00			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.00			
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				

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## N/A

- (4) Gross investment income**

## JAMES B. PENDLETON CHARITABLE TRUST

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C/O DAYLE E. IVERSON

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**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
<b>a Paid during the year</b>				
CASE WESTERN RESERVE UNIVERSITY 10900 EUCLID AVENUE CLEVELAND, OH 44106-7035	NONE	PUBLIC CHARITY	RESEARCH	110,090.00
EMORY UNIVERSITY 1762 CLIFTON ROAD, SUITE 1400 ATLANTA, GA 30322	NONE	PUBLIC CHARITY	RESEARCH	168,361.00
NORTHWESTERN UNIVERSITY 2020 RIDGE AVENUE EVANSTON, IL 60208-4305	NONE	PUBLIC CHARITY	RESEARCH	200,000.00
REGENTS OF THE UNIVERSITY OF CA (UC DAVIS) 2921 STOCKTON BLVD, ROOM 1345 SACRAMENTO, CA	NONE	PUBLIC CHARITY	RESEARCH	42,429.15
RUSH UNIVERSITY MEDICAL CENTER 1700 W VAN BUREN STREET, SUITE 250 CHICAGO, IL	NONE	PUBLIC CHARITY	RESEARCH	95,638.00
UNIVERSITY OF CALIFORNIA SAN DIEGO 9500 GILMAN DRIVE, # 0940 LA JOLLA, CA 92093-0940	NONE	PUBLIC CHARITY	RESEARCH	164,011.00
<b>Total</b>			<b>3a</b>	<b>780,529.15</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	<b>0.00</b>



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C/O DAYLE E. IVERSON

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

- |   |  | Yes   | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |       |    |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of  |       |    |
|   | (1) Cash   | 1a(1) | X  |
|   | (2) Other assets   | 1a(2) | X  |
| b | Other transactions   |       |    |
|   | (1) Sales of assets to a noncharitable exempt organization   | 1b(1) | X  |
|   | (2) Purchases of assets from a noncharitable exempt organization   | 1b(2) | X  |
|   | (3) Rental of facilities, equipment, or other assets   | 1b(3) | X  |
|   | (4) Reimbursement arrangements   | 1b(4) | X  |
|   | (5) Loans or loan guarantees   | 1b(5) | X  |
|   | (6) Performance of services or membership or fundraising solicitations   | 1b(6) | X  |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    | X  |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |       |    |

[illegible]

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

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

**Sign  
Here**

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

Wayle E. Inelson

Date \_\_\_\_\_

TRUSTEE & CEO

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if  
self-employed

PTIN

WILLIAM L. MCQUEEN

William L. McDermott

4/26/11

P00625423

**Paid  
Preparer  
Use Only**

Firm's name ► VON HARTEN & COMPANY, INC., P.S.

Firm's EIN ▶

2101 FOURTH AVE, SUITE 2170

Firm's address ► SEATTLE, WA 98121

Phone no (206) 443-9017

Form 990-PF (2010)

**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	300 BP PLC SPONS ADR	P	08/14/07	06/11/10
b	200 BP PLC SPONS ADR	P	09/06/07	06/11/10
c	200 BP PLC SPONS ADR	P	09/11/07	06/11/10
d	200 BP PLC SPONS ADR	P	11/04/08	06/11/10
e	200 BP PLC SPONS ADR	P	05/20/09	06/11/10
f	300 BP PLC SPONS ADR	P	05/20/09	06/11/10
g	1,000 BP PLC SPONS ADR	P	08/18/09	06/11/10
h	400 EMERSON ELECTRIC CO	P	08/14/07	07/30/10
i	200 EMERSON ELECTRIC CO	P	12/13/07	07/30/10
j	200 EMERSON ELECTRIC CO	P	08/29/08	07/30/10
k	300 EMERSON ELECTRIC CO	P	11/25/08	07/30/10
l	1,000 EMERSON ELECTRIC CO	P	05/20/09	07/30/10
m	1,000 EMERSON ELECTRIC CO	P	06/03/09	07/30/10
n	1,000 EMERSON ELECTRIC CO	P	08/18/09	07/30/10
o	1,500 DEVELOPERS DIVERS RLTY REIT	P	11/29/07	01/13/10

(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	10,250.57	19,479.95	<9,229.38>
b	6,833.72	13,691.15	<6,857.43>
c	6,833.72	13,801.55	<6,967.83>
d	6,833.72	10,112.55	<3,278.83>
e	6,833.72	9,605.58	<2,771.86>
f	10,250.58	14,408.10	<4,157.52>
g	34,168.59	50,207.95	<16,039.36>
h	19,755.73	18,985.95	769.78
i	9,877.87	11,319.55	<1,441.68>
j	9,877.87	9,442.95	434.92
k	14,816.79	10,084.95	4,731.84
l	49,389.34	33,437.46	15,951.88
m	49,389.34	33,987.95	15,401.39
n	49,389.34	34,697.95	14,691.39
o	14,882.49	64,105.27	<49,222.78>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<9,229.38>
b			<6,857.43>
c			<6,967.83>
d			<3,278.83>
e			<2,771.86>
f			<4,157.52>
g			<16,039.36>
h			769.78
i			<1,441.68>
j			434.92
k			4,731.84
l			15,951.88
m			15,401.39
n			14,691.39
o			<49,222.78>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8

3

**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	600 DEVELOPERS DIVERS RLTY REIT	P	08/29/08	01/13/10
b	1,000 DEVELOPERS DIVERS RLTY REIT	P	11/25/08	01/13/10
c	195 DEVELOPERS DIVERS RLTY REIT	P	04/21/09	01/13/10
d	1,000 DEVELOPERS DIVERS RLTY REIT	P	05/20/09	01/13/10
e	2,000 DEVELOPERS DIVERS RLTY REIT	P	06/03/09	01/13/10
f	4,000 DEVELOPERS DIVERS RLTY REIT	P	06/25/09	01/13/10
g	245 DEVELOPERS DIVERS RLTY REIT	P	07/21/09	01/13/10
h	2,000 DEVELOPERS DIVERS RLTY REIT	P	08/18/09	01/13/10
i	800 EQUITY RESIDENTIAL	P	03/23/07	12/02/10
j	600 EQUITY RESIDENTIAL	P	05/10/07	12/02/10
k	1,000 EQUITY RESIDENTIAL	P	05/20/09	12/02/10
l	80,000 US TREASURY NOTE, 4.125% DUE 8/15/10	P	11/04/05	08/15/10
m	20,000 US TREASURY NOTE, 4.125%, DUE 8/15/10	P	04/20/06	08/15/10
n	100,000 US TREASURY NOTE, 5.75%, DUE 8/15/10	P	08/23/06	08/15/10
o	200,000 US TREASURY NOTE, 5.75%, DUE 8/15/10	P	09/01/06	08/15/10

(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	5,952.99	20,063.80	<14,110.81>
b	9,921.66	3,785.40	6,136.26
c	1,934.72	542.10	1,392.62
d	9,921.66	4,777.95	5,143.71
e	19,843.32	9,926.95	9,916.37
f	39,686.64	16,968.95	22,717.69
g	2,430.81	1,095.15	1,335.66
h	19,843.32	14,986.95	4,856.37
i	40,853.39	39,735.55	1,117.84
j	30,640.04	27,627.95	3,012.09
k	51,066.73	23,018.75	28,047.98
l	80,000.00	78,590.63	1,409.37
m	20,000.00	19,398.44	601.56
n	100,000.00	103,519.53	<3,519.53>
o	200,000.00	207,781.25	<7,781.25>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<14,110.81>
b			6,136.26
c			1,392.62
d			5,143.71
e			9,916.37
f			22,717.69
g			1,335.66
h			4,856.37
i			1,117.84
j			3,012.09
k			28,047.98
l			1,409.37
m			601.56
n			<3,519.53>
o			<7,781.25>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	



**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	357 3M CO	P	09/15/08	06/02/10
b	174 3M CO	P	10/15/08	06/02/10
c	399 3M CO	P	10/31/08	06/02/10
d	1,195 ABB, LTD	P	09/15/08	06/02/10
e	670 ABB, LTD	P	10/15/08	06/02/10
f	1,963 ABB, LTD	P	10/31/08	06/02/10
g	1,250 ABBOTT LABORATORIES	P	03/24/09	06/02/10
h	485 ALCON INC	P	02/03/09	01/05/10
i	1,240 BP PLC SPONS ADR	P	04/23/09	04/30/10
j	485 BP PLC SPONS ADR	P	08/05/09	04/30/10
k	1,455 BANCO SANTANDER SA	P	01/05/10	06/02/10
l	2,086 BANCO SANTANDER SA	P	05/10/10	06/02/10
m	954 BANCO SANTANDER SA	P	05/19/10	06/02/10
n	372 BECTON DICKINSON & CO	P	12/17/08	06/02/10
o	494 BECTON DICKINSON & CO	P	02/12/09	06/02/10

(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	27,821.39	24,954.98	2,866.41
b	13,560.01	9,913.22	3,646.79
c	31,094.50	24,990.31	6,104.19
d	20,159.31	24,973.52	<4,814.21>
e	11,302.71	9,881.36	1,421.35
f	33,115.24	24,616.02	8,499.22
g	58,444.76	59,505.25	<1,060.49>
h	75,658.11	40,584.80	35,073.31
i	63,836.97	49,728.00	14,108.97
j	24,968.49	24,982.35	<13.86>
k	14,317.98	25,081.73	<10,763.75>
l	20,527.35	24,947.10	<4,419.75>
m	9,387.87	9,940.58	<552.71>
n	26,476.72	24,937.39	1,539.33
o	35,159.95	34,817.12	342.83

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			2,866.41
b			3,646.79
c			6,104.19
d			<4,814.21>
e			1,421.35
f			8,499.22
g			<1,060.49>
h			35,073.31
i			14,108.97
j			<13.86>
k			<10,763.75>
l			<4,419.75>
m			<552.71>
n			1,539.33
o			342.83

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	

**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	20 BERKSHIRE HATHAWAY INC DEL CL B	P	12/31/08	06/02/10
b	6 BERKSHIRE HATHAWAY INC DEL CL B	P	02/19/09	06/02/10
c	637 BHP LTD	P	12/02/09	06/02/10
d	936 CANADIAN NATIONAL RAILWAY CO	P	12/02/09	06/02/10
e	1,004 COCA-COLA CO	P	06/19/09	06/02/10
f	425 COLGATE-PALMOLIVE CO	P	04/16/09	06/02/10
g	700 COLGATE-PALMOLIVE CO	P	08/05/09	06/02/10
h	60 COMPASS MINERALS INTERNATIONAL, INC	P	09/15/08	06/02/10
i	229 COMPASS MINERALS INTERNATIONAL, INC	P	10/15/08	06/02/10
j	468 COMPASS MINERALS INTERNATIONAL, INC	P	10/31/08	06/02/10
k	339 DIAGEO PLC	P	09/15/08	06/02/10
l	169 DIAGEO PLC	P	10/15/08	06/02/10
m	401 DIAGEO PLC	P	10/31/08	06/02/10
n	1,460 DR REDDY'S LABS LTD ADR	P	05/24/10	06/02/10
o	850 DU PONT (EI) DE NEMOURS	P	04/27/09	01/05/10

(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 70,778.80		60,800.40	9,978.40
b 21,233.64		15,557.82	5,675.82
c 40,404.22		50,017.24	<9,613.02>
d 54,253.66		50,085.36	4,168.30
e 51,757.53		50,068.38	1,689.15
f 32,709.36		24,925.40	7,783.96
g 53,874.23		50,071.00	3,803.23
h 4,429.42		3,467.66	961.76
i 16,905.64		9,936.81	6,968.83
j 34,549.52		24,813.36	9,736.16
k 21,141.55		24,943.62	<3,802.07>
l 10,539.59		9,934.94	604.65
m 25,008.14		24,228.42	779.72
n 43,332.06		39,974.65	3,357.41
o 29,019.95		23,560.21	5,459.74

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			9,978.40
b			5,675.82
c			<9,613.02>
d			4,168.30
e			1,689.15
f			7,783.96
g			3,803.23
h			961.76
i			6,968.83
j			9,736.16
k			<3,802.07>
l			604.65
m			779.72
n			3,357.41
o			5,459.74

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

3

**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 2,015 E ON AG ADR		P	03/02/09	06/02/10
b 565 EXELON COROP		P	02/05/10	06/02/10
c 590 EXELON CORP		P	05/10/10	06/02/10
d 687 EXPEDITORS INTERNATIONAL OF WA, INC		P	09/15/08	06/02/10
e 335 EXPEDITORS INTERNATIONAL OF WA, INC		P	10/15/08	06/02/10
f 789 EXPEDITORS INTERNATIONAL OF WA, INC		P	10/31/08	06/02/10
g 492 EXPEDITORS INTERNATIONAL OF WA, INC		P	02/19/09	06/02/10
h 152 EXXON MOBIL CORP		P	10/15/08	06/02/10
i 252 EXXON MOBIL CORP		P	10/31/08	06/02/10
j 362 EXXON MOBIL CORP		P	01/05/10	06/02/10
k 187 FLOWSERVE CORP		P	11/26/08	06/02/10
l 490 FLOWSERVE CORP		P	02/19/09	06/02/10
m 897 FRANCE TELECOM SA		P	09/15/08	02/25/10
n 378 FRANCE TELECOM SA		P	10/15/08	02/25/10
o 986 FRANCE TELECOM SA		P	10/31/08	05/20/10

(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 60,851.97		49,992.15	10,859.82
b 21,154.37		24,920.91	<3,766.54>
c 22,090.40		24,942.90	<2,852.50>
d 26,027.59		25,094.87	932.72
e 12,691.76		9,927.52	2,764.24
f 29,891.94		25,254.69	4,637.25
g 18,639.84		14,969.59	3,670.25
h 9,055.47		9,960.26	<904.79>
i 15,013.02		18,757.53	<3,744.51>
j 21,566.33		25,012.50	<3,446.17>
k 16,810.57		8,387.04	8,423.53
l 44,049.08		24,905.72	19,143.36
m 20,712.36		24,390.78	<3,678.42>
n 7,946.44		9,957.35	<2,010.91>
o 18,773.12		23,969.66	<5,196.54>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			10,859.82
b			<3,766.54>
c			<2,852.50>
d			932.72
e			2,764.24
f			4,637.25
g			3,670.25
h			<904.79>
i			<3,744.51>
j			<3,446.17>
k			8,423.53
l			19,143.36
m			<3,678.42>
n			<2,010.91>
o			<5,196.54>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8

2

3

**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	2,000 GLAXO SMITHKLINE PLC SPONS ADR	P	03/24/09	06/02/10
b	703 HEINZ H J CO	P	05/07/09	06/02/10
c	588 HEINZ H J CO	P	01/21/10	06/02/10
d	3,900 INTEL CORP	P	03/24/09	06/02/10
e	215 INTERNATIONAL BUSINESS MACHINES CORP	P	09/15/08	06/02/10
f	109 INTERNATIONAL BUSINESS MACHINES CORP	P	10/15/08	06/02/10
g	275 INTERNATIONAL BUSINESS MACHINES CORP	P	10/31/08	06/02/10
h	1,000 JOHNSON & JOHNSON	P	01/02/09	06/02/10
i	1,590 MATTHEWS INTL FDS	P	02/25/10	06/02/10
j	846 MCCORMICK & CO, INC	P	12/09/08	06/02/10
k	1,107 MCCORMICK & CO, INC	P	12/31/08	06/02/10
l	465 MCDONALD'S CORPORATION	P	05/07/09	06/02/10
m	653 MCDONALD'S CORPORATION	P	05/13/09	06/02/10
n	1,385 MICROSOFT CORP	P	02/19/09	06/02/10
o	1,380 MICROSOFT CORP	P	03/24/09	06/02/10

(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 68,859.63		59,619.50	9,240.13
b 31,017.24		25,061.55	5,955.69
c 25,943.29		24,976.95	966.34
d 82,795.59		59,080.32	23,715.27
e 26,951.94		25,159.30	1,792.64
f 13,664.01		9,904.83	3,759.18
g 34,473.42		25,003.00	9,470.42
h 59,022.80		59,620.00	<597.20>
i 25,000.00		25,000.00	0.00
j 32,597.09		24,897.78	7,699.31
k 42,653.65		35,446.14	7,207.51
l 31,001.02		24,997.24	6,003.78
m 43,534.77		35,051.73	8,483.04
n 35,870.89		25,024.18	10,846.71
o 35,741.40		24,837.24	10,904.16

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			9,240.13
b			5,955.69
c			966.34
d			23,715.27
e			1,792.64
f			3,759.18
g			9,470.42
h			<597.20>
i			0.00
j			7,699.31
k			7,207.51
l			6,003.78
m			8,483.04
n			10,846.71
o			10,904.16

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8

3

**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	1,044 MICROSOFT CORP	P	08/05/09	06/02/10
b	802 NATIONAL GRID PLC SP ADR	P	09/09/09	06/02/10
c	425 NATIONAL GRID PLC SP ADR	P	10/12/09	06/02/10
d	26 NATIONAL GRID PLC SP ADR	P	01/20/10	01/21/10
e	358 NORTHERN TR CORP	P	03/26/10	06/02/10
f	463 NOVARTIS AG	P	09/15/08	06/02/10
g	211 NOVARTIS AG	P	10/15/08	06/02/10
h	506 NOVARTIS AG	P	10/31/08	06/02/10
i	330 NOVARTIS AG	P	08/05/09	06/02/10
j	500 NOVO NORDISK A/S ADR	P	10/13/08	06/02/10
k	476 NOVO NORDISK A/S ADR	P	10/31/08	06/02/10
l	190 NOVO NORDISK A/S ADR	P	12/17/08	06/02/10
m	585 PACCAR INC	P	09/15/08	06/02/10
n	353 PACCAR INC	P	10/15/08	06/02/10
o	894 PACCAR INC	P	10/31/08	06/02/10

(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 27,039.14		25,189.84	1,849.30
b 31,766.77		39,955.56	<8,188.79>
c 16,834.01		19,995.19	<3,161.18>
d 1,030.79		1,408.60	<377.81>
e 17,910.47		19,970.96	<2,060.49>
f 21,072.62		25,064.82	<3,992.20>
g 9,603.29		9,981.83	<378.54>
h 23,029.69		24,485.34	<1,455.65>
i 15,019.37		15,050.81	<31.44>
j 39,299.33		25,000.80	14,298.53
k 37,412.97		24,890.04	12,522.93
l 14,933.75		10,070.27	4,863.48
m 23,714.33		24,971.03	<1,256.70>
n 14,309.67		9,958.09	4,351.58
o 36,240.36		25,299.02	10,941.34

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,849.30
b			<8,188.79>
c			<3,161.18>
d			<377.81>
e			<2,060.49>
f			<3,992.20>
g			<378.54>
h			<1,455.65>
i			<31.44>
j			14,298.53
k			12,522.93
l			4,863.48
m			<1,256.70>
n			4,351.58
o			10,941.34

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

3

**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	227 PETROCHINA CO LTD ADR	P	10/15/09	06/02/10
b	530 PROCTER & GAMBLE CO	P	03/03/09	06/02/10
c	730 PROCTER & GAMBLE CO	P	03/24/09	06/02/10
d	560 QUALCOMM INC	P	06/18/09	06/02/10
e	576 QUALCOMM INC	P	10/30/09	06/02/10
f	270 QUALCOMM INC	P	05/18/10	06/02/10
g	629 ROCHE HOLDINGS LTD SPONS ADR	P	02/05/10	06/02/10
h	623 ROYAL BANK CDA MONTREAL QUEBEC	P	05/28/09	06/02/10
i	476 ROYAL BANK CDA MONTREAL QUEBEC	P	01/21/10	06/02/10
j	173 ROYAL BANK CDA MONTREAL QUEBEC	P	05/19/10	06/02/10
k	970 SANOFI-AVENTIS ADR	P	03/03/09	06/02/10
l	1,230 SANOFI-AVENTIS ADR	P	03/24/09	06/02/10
m	447 SANOFI-AVENTIS ADR	P	08/05/09	06/02/10
n	290 SCHLUMBERGER LTD	P	09/15/08	01/05/10
o	524 SCHLUMBERGER LTD	P	01/06/09	01/05/10

(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 24,431.59		29,890.79	<5,459.20>
b 32,387.75		24,908.94	7,478.81
c 44,609.54		34,775.74	9,833.80
d 19,690.50		25,165.39	<5,474.89>
e 20,639.86		24,842.49	<4,202.63>
f 9,493.63		10,016.60	<522.97>
g 22,058.65		24,939.85	<2,881.20>
h 32,501.61		24,811.42	7,690.19
i 24,832.69		24,894.99	<62.30>
j 9,025.32		9,930.93	<905.61>
k 29,196.51		24,977.50	4,219.01
l 37,022.37		34,912.17	2,110.20
m 13,454.47		14,986.26	<1,531.79>
n 19,453.28		24,729.30	<5,276.02>
o 35,150.06		25,065.80	10,084.26

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<5,459.20>
b			7,478.81
c			9,833.80
d			<5,474.89>
e			<4,202.63>
f			<522.97>
g			<2,881.20>
h			7,690.19
i			<62.30>
j			<905.61>
k			4,219.01
l			2,110.20
m			<1,531.79>
n			<5,276.02>
o			10,084.26

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

3

**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	258 SIEMENS AG	P	09/15/08	06/02/10
b	162 SIEMENS AG	P	10/15/08	06/02/10
c	430 SIEMENS AG	P	10/31/08	06/02/10
d	40 STANDARD CHARTERED	P	05/29/09	06/02/10
e	2,317 STANDARD CHARTERED	P	06/05/09	06/02/10
f	21 STANDARD CHARTERED	P	10/08/09	06/02/10
g	1,266.46 T ROWE PRICE LATIN AMER FUNDS	P	08/26/09	06/02/10
h	998 TEVA PHARMACEUTICALS INDS ADR	P	10/01/09	05/19/10
i	490 TEVA PHARMACEUTICALS INDS ADR	P	11/04/09	05/19/10
j	717 TRANSCANADA CORP	P	01/04/10	06/02/10
k	733 TRANSCANADA CORP	P	01/21/10	06/02/10
l	367 UNITED PARCEL SERVICE	P	09/15/08	06/02/10
m	192 UNITED PARCEL SERVICE	P	10/15/08	06/02/10
n	488 UNITED PARCEL SERVICE	P	10/31/08	06/02/10
o	392 UNITED TECHNOLOGIES CORP	P	09/15/08	01/05/10

(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	23,176.34	25,007.91	<1,831.57>
b	14,552.58	9,998.24	4,554.34
c	38,627.23	24,295.00	14,332.23
d	962.43	848.54	113.89
e	55,749.04	47,555.90	8,193.14
f	505.28	530.78	<25.50>
g	56,306.99	50,000.00	6,306.99
h	53,838.02	49,988.02	3,850.00
i	26,783.58	24,978.93	1,804.65
j	23,789.65	25,020.15	<1,230.50>
k	24,320.53	24,853.61	<533.08>
l	22,693.02	25,182.88	<2,489.86>
m	11,872.10	9,962.88	1,909.22
n	30,174.92	25,019.76	5,155.16
o	27,710.10	25,092.66	2,617.44

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<1,831.57>
b			4,554.34
c			14,332.23
d			113.89
e			8,193.14
f			<25.50>
g			6,306.99
h			3,850.00
i			1,804.65
j			<1,230.50>
k			<533.08>
l			<2,489.86>
m			1,909.22
n			5,155.16
o			2,617.44

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c)

If (loss), enter "-0-" in Part I, line 8

3

**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	840 UNITED TECHNOLOGIES CORP	P	03/13/09	06/02/10
b	1,908.397 VANGUARD DIVIDEND GROWTH IV	P	03/03/10	06/02/10
c	3,394.433 VANGUARD TOTAL INTL STK INDX	P	10/23/09	06/02/10
d	727 VEOLIA ENVIRONMENT ADR	P	11/12/09	06/02/10
e	700 VEOLIA ENVIRONMENT ADR	P	01/21/10	06/02/10
f	333 VESTAS WIND SYSTEMS	P	01/06/09	06/02/10
g	1,700 VESTAS WIND SYSTEMS	P	03/24/09	06/02/10
h	493 WAL MART STORES INC	P	05/07/09	06/02/10
i	1,496 WESTERN UNION CO	P	05/18/10	06/02/10
j	7,000 3PAR INC	P	08/16/10	09/ /10
k	15,000 ADC TELECOMMUNICATIONS, INC	P	07/13/10	12/10/10
l	5,000 ALLIANCEBERNSTEIN HOLDING LP	P	08/28/09	03/15/10
m	5,000 AMERICREDIT CORP	P	08/17/10	10/01/10
n	30.3 AOL, INC	P	07/26/02	06/23/10
o	30.3 AOL, INC	P	09/03/02	06/23/10

(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 55,674.26		34,858.74	20,815.52
b 24,580.15		25,000.00	<419.85>
c 43,923.96		50,000.00	<6,076.04>
d 18,581.88		25,020.87	<6,438.99>
e 17,891.76		24,878.00	<6,986.24>
f 5,058.18		7,149.51	<2,091.33>
g 25,822.56		25,075.00	747.56
h 25,227.71		25,013.83	213.88
i 23,576.86		25,085.08	<1,508.22>
j 228,988.71		125,510.00	103,478.71
k 191,250.00		187,805.00	3,445.00
l 146,216.14		105,917.00	40,299.14
m 122,500.00		120,719.50	1,780.50
n 695.05		548.44	146.61
o 695.05		623.89	71.16

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			20,815.52
b			<419.85>
c			<6,076.04>
d			<6,438.99>
e			<6,986.24>
f			<2,091.33>
g			747.56
h			213.88
i			<1,508.22>
j			103,478.71
k			3,445.00
l			40,299.14
m			1,780.50
n			146.61
o			71.16

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

3



**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 30.3 AOL, INC		P	10/02/03	06/23/10
b 60.61 AOL, INC		P	11/04/03	06/23/10
c 29.7582 AOL, INC		P	05/10/06	06/23/10
d 90.91 AOL, INC		P	03/23/09	06/23/10
e 181.82 AOL, INC		P	06/19/09	06/23/10
f 2,560 CADBURY PLC SPONS ADR		P	06/09/06	02/11/10
g 500 CADBURY PLC SPONS ADR		P	03/23/09	02/11/10
h 1,000 CADBURY PLC SPONS ADR		P	06/19/09	02/11/10
i 2,500 CORN PRODS INTL INC		P	02/22/02	11/22/10
j 2,500 CYBERSOURCE CORP		P	06/23/10	07/22/10
k 2,500 CYBERSOURCE CORP		P	07/08/10	07/22/10
l 4,527 DEL MONTE FOODS CO		P	01/27/04	10/18/10
m 2,000 DISNEY WALT CO		P	08/15/02	06/23/10
n 40.8067 FRONTIER COMMUNICATIONS CORP		P	05/21/02	08/16/10
o 72,0119 FRONTIER COMMUNICATIONS CORP		P	10/22/03	08/16/10

(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 695.05		790.65	<95.60>
b 1,390.12		1,604.81	<214.69>
c 682.56		864.88	<182.32>
d 2,085.17		1,255.80	829.37
e 4,170.35		3,477.38	692.97
f 135,621.69		109,839.08	25,782.61
g 26,488.61		15,277.75	11,210.86
h 52,977.23		35,622.20	17,355.03
i 111,956.10		38,175.00	73,781.10
j 65,000.00		63,955.00	1,045.00
k 65,000.00		63,730.00	1,270.00
l 67,661.20		47,779.77	19,881.43
m 68,634.83		29,586.41	39,048.42
n 306.44		446.20	<139.76>
o 540.78		590.24	<49.46>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<95.60>
b			<214.69>
c			<182.32>
d			829.37
e			692.97
f			25,782.61
g			11,210.86
h			17,355.03
i			73,781.10
j			1,045.00
k			1,270.00
l			19,881.43
m			39,048.42
n			<139.76>
o			<49.46>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8

3

**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	79.2131 FRONTIER COMMUNICATIONS CORP	P	11/12/03	08/16/10
b	127.2211 FRONTIER COMMUNICATIONS CORP	P	01/29/05	08/16/10
c	67.2111 FRONTIER COMMUNICATIONS CORP	P	01/26/05	08/16/10
d	48.008 FRONTIER COMMUNICATIONS CORP	P	02/18/05	08/16/10
e	117.6195 FRONTIER COMMUNICATIONS CORP	P	07/20/05	08/16/10
f	88.8147 FRONTIER COMMUNICATIONS CORP	P	01/11/06	08/16/10
g	319.2528 FRONTIER COMMUNICATIONS CORP	P	10/29/09	08/16/10
h	480.0795 FRONTIER COMMUNICATIONS CORP	P	06/14/10	08/16/10
i	5,500 INTERMEC, INC	P	10/19/06	11/15/10
j	4,000 KEITHLEY INSTRS, INC	P	10/04/10	12/10/10
k	2,000 MILLIPORE CORP	P	06/14/10	07/15/10
l	2,000 MILLIPORE CORP	P	06/14/10	07/15/10
m	200 NOBILITY HOMES, INC	P	05/12/04	12/28/10
n	200 NOBILITY HOMES, INC	P	05/13/04	12/28/10
o	3,000 PEPSIAMERICAS	P	02/22/02	02/25/10

(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 594.86		644.81	<49.95>
b 955.38		1,208.22	<252.84>
c 504.73		614.09	<109.36>
d 360.52		431.25	<70.73>
e 883.28		1,015.84	<132.56>
f 666.96		712.96	<46.00>
g 2,397.46		2,508.93	<111.47>
h 3,605.21		3,639.97	<34.76>
i 67,741.80		123,624.05	<55,882.25>
j 86,400.00		86,156.80	243.20
k 214,000.00		213,314.00	686.00
l 214,000.00		213,314.00	686.00
m 1,607.57		3,514.44	<1,906.87>
n 1,607.57		3,517.00	<1,909.43>
o 89,286.66		39,636.90	49,649.76

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<49.95>
b			<252.84>
c			<109.36>
d			<70.73>
e			<132.56>
f			<46.00>
g			<111.47>
h			<34.76>
i			<55,882.25>
j			243.20
k			686.00
l			686.00
m			<1,906.87>
n			<1,909.43>
o			49,649.76

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c)

If (loss), enter "-0-" in Part I, line 8

3

**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	2,000 PEPSIAMERICAS	P	02/28/02	02/25/10
b	100 PRECISION CASTPARTS CORP	P	09/03/08	11/08/10
c	500 PRECISION CASTPARTS CORP	P	06/14/10	11/08/10
d	2,000 SYBASE, INC	P	06/14/10	07/30/10
e	7,000 UNICA CORP	P	08/16/10	10/07/10
f	1,000 UNICA CORP	P	09/01/10	10/07/10
g	2,000 UNICA CORP	P	09/07/10	10/07/10
h	1,106.0346 WINDSTREAM CORP	P	02/25/05	06/14/10
i	552.9654 WINDSTREAM CORP	P	05/03/05	06/04/10
j	AOL CLASS ACTION PROCEEDS	P	VARIOUS	
k	AOL CLASS ACTION PROCEEDS	P	VARIOUS	
l	XEROX CLASS ACTION PROCEEDS	P	VARIOUS	
m	GENERAL MOTORS CLASS ACTION PROCEEDS	P	VARIOUS	06/11/10
n	TYCO CLASS ACTION PROCEEDS	P	VARIOUS	07/13/10
o	NATIONAL GRID CLASS ACTION PROCEEDS	P	VARIOUS	08/20/10

(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 59,524.44		27,861.80	31,662.64
b 14,014.25		10,252.63	3,761.62
c 70,071.26		54,790.00	15,281.26
d 130,000.00		129,094.60	905.40
e 147,000.00		145,817.20	1,182.80
f 21,000.00		20,990.00	10.00
g 42,000.00		41,940.00	60.00
h 12,350.65		1,263.68	11,086.97
i 6,174.75		2,132.34	4,042.41
j 239.83			239.83
k 244.72			244.72
l 1,178.87			1,178.87
m 1,037.23			1,037.23
n 4,110.29			4,110.29
o 2,222.45			2,222.45

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			31,662.64
b			3,761.62
c			15,281.26
d			905.40
e			1,182.80
f			10.00
g			60.00
h			11,086.97
i			4,042.41
j			239.83
k			244.72
l			1,178.87
m			1,037.23
n			4,110.29
o			2,222.45

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8

3

**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	TYCO INTL LTD CLASS ACTION PROCEEDS	P	VARIOUS	09/09/10
b	DELPHIA CLASS ACTION PROCEEDS	P	VARIOUS	09/14/10
c	TYCO INTL LTD CLASS ACTION PROCEEDS	P	VARIOUS	10/08/10
d	CLASS ACTION PROCEEDS	P	VARIOUS	12/20/10
e	EL PASO CORP CLASS ACTION PROCEEDS	P	VARIOUS	12/27/10
f	SEC SPECIALIST SETTLEMENT FD	P	VARIOUS	09/08/10
g	5,250 UNITS OF EURO	P	VARIOUS	
h	47.70 UNITS OF EURO	P	VARIOUS	07/13/10
i	1,600 NOBILITY HOMES	P	05/ /04	12/29/10
j	ALLIANCE BERNSTEIN HOLDING LP	P	VARIOUS	VARIOUS
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(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 356.92			356.92
b 528.21			528.21
c 349.78			349.78
d 116.92			116.92
e 107.10			107.10
f 15.00			15.00
g 6,389.25		6,488.48	<99.23>
h 59.92		60.30	<0.38>
i 12,895.78		27,218.25	<14,322.47>
j 100.00			100.00
k 14,316.94			14,316.94
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			356.92
b			528.21
c			349.78
d			116.92
e			107.10
f			15.00
g			<99.23>
h			<0.38>
i			<14,322.47>
j			100.00
k			14,316.94
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	734,794.86
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

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SOURCE	AMOUNT
BNY MELLON MONEY MKT FUND CL M	32.18
DREYFUS MONEY MARKET RESERVES	9.26
KEYBANK NATIONAL ASSOCIATION	1,121.46
MELLON (PASSTHROUGH INTEREST REC'D)	27.00
SCHWAB ADV CASH RESRV PREM	219.63
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,409.53

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB & CO INC - INTEREST INCOME	75,855.11	0.00	75,855.11
CHARLES SCHWAB & CO INC - INVESTMENTS/TAXABLE	208,646.40	14,316.94	194,329.46
INVESTMENTS - TAXABLE (MELLON)	206,053.92	0.00	206,053.92
TOTAL TO FM 990-PF, PART I, LN 4	490,555.43	14,316.94	476,238.49

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FORM 990-PF OTHER INCOME STATEMENT 3

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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ALLIANCE BERNSTEIN HOLDING LP	776.00	776.00	
TOTAL TO FORM 990-PF, PART I, LINE 11	776.00	776.00	

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FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GREENBERG GLUSKER	7,926.63	7,133.97		792.66	
TO FM 990-PF, PG 1, LN 16A	7,926.63	7,133.97		792.66	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
VON HARTEN & COMPANY, INC PS	64,284.97	57,856.47		6,428.50	
LOVERIDGE HUNT & CO, PLLC	7,800.00	7,020.00		780.00	
TO FORM 990-PF, PG 1, LN 16B	72,084.97	64,876.47		7,208.50	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GARLAND CAPITAL MANAGEMENT	47,534.25	47,534.25		0.00	
GABELLI ASSET MANAGEMENT COMPANY	100,289.00	100,289.00		0.00	
MELLON PRIVATE ASSET MANAGEMENT	17,493.91	17,493.91		0.00	
TO FORM 990-PF, PG 1, LN 16C	165,317.16	165,317.16		0.00	

FORM 990-PF

TAXES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES - TRUSTEE & CEO	8,313.24	2,078.31		6,234.93
PAYROLL TAXES - SENIOR TRUSTEE	5,539.24	2,769.62		2,769.62
PAYROLL TAXES - INVESTMENT DIRECTOR	3,776.92	3,776.92		0.00
CALIFORNIA FILING FEES	10.00	0.00		0.00
PAYROLL TAXES - L&I	626.68	313.34		313.34
FEDERAL EXCISE TAX	17,500.00	0.00		0.00
FOREIGN TAXES PAID	9,937.10	9,937.10		0.00
TO FORM 990-PF, PG 1, LN 18	45,703.18	18,875.29		9,317.89

FORM 990-PF

OTHER EXPENSES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE EXPENSE	4,755.25	2,377.62		2,377.63
PAYROLL PROCESSING EXPENSE	833.82	416.91		416.91
MEMBERSHIP DUES	4,057.68	2,028.84		2,028.84
OFFICE SUPPLIES	2,891.94	1,445.97		1,445.97
BANK CHARGES	547.00	273.50		273.50
MISCELLANEOUS	263.43	131.72		131.71
POSTAGE	60.79	30.39		30.40
PARKING	4,631.89	2,315.95		2,315.94
D&O INSURANCE	2,250.00	1,125.00		1,125.00
TRAVEL EXPENSES	2,815.23	0.00		2,815.23
NONDEDUCTIBLE EXPENSES	419.00	0.00		0.00
TO FORM 990-PF, PG 1, LN 23	23,526.03	10,145.90		12,961.13

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
US TREASURY NOTE 4.125% DUE 8/15/10	X		0.00	0.00	
US TREAS NOTE, 5.75%, DUE 8/15/10	X		0.00	0.00	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.00	0.00	

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
AMETEK INC NEW	31,710.50	176,625.00	
CTS CORP	23,777.20	44,240.00	
CORNING INC	34,245.60	96,600.00	
DEL MONTE FOODS CO	50,240.23	102,892.40	
ENERGIZER HLDGS INC	43,022.80	145,800.00	
FLOWERVE CORPORATION	24,052.70	238,440.00	
HONEYWELL INTL INC	117,129.85	212,640.00	
THOMAS & BETTS CORP	36,894.00	96,600.00	
WATTS WATER TECHNOLOGIES INC	47,271.00	109,770.00	
ARCHER DANIELS MIDLAND CO	42,019.50	90,240.00	
CHURCH & DWIGHT INC	51,399.97	172,550.00	
FLOWERS FOOD INC	28,556.50	107,640.00	
PEPSIAMERICAS	0.00	0.00	
COOPER INDS LTD	25,092.50	87,435.00	
CABLEVISION SYS CORP CL A	102,662.30	338,400.00	
CORN PRODS INTL INC	22,905.00	69,000.00	
DISNEY WALT CO	0.00	0.00	
GAYLORD ENTERTAINMENT CO	57,804.75	89,850.00	
SCRIPPS (EW) CO OHIO CLASS A	51,740.92	77,625.00	
AMERICAN EXPRESS CO	149,924.61	214,600.00	
ALLEGHENY ENERGY INC	21,689.70	96,960.00	
CH ENERGY GROUP INC	69,121.70	73,335.00	
EL PASO ELEC CO	71,926.00	137,650.00	
TELEPHONE & DATA SYSTEMS INC	199,537.05	175,205.00	
WESTAR ENERGY INC	51,250.80	100,640.00	
VIVENDI UNIVERSAL	65,447.64	135,496.55	
SOUTHWEST GAS CORP	113,690.00	183,350.00	
TIME WARNER INC	125,534.24	160,850.00	
UNITED STATES CELLULAR CORP	89,180.10	149,820.00	
CNH GLOBAL NV	98,439.49	238,700.00	



CAVCO INDUSTRIES INC	49,751.95	116,725.00
CHEMED CORP NEW	35,827.30	127,020.00
DEERE & CO	31,575.00	83,050.00
NEWS CORP INC CL A	144,625.90	145,600.00
NOBILITY HOMES INC	0.00	0.00
GENERAL MLS INC	119,991.50	177,950.00
LIBERTY GLOBAL INC SER A	16,962.36	31,842.00
LIBERTY GLOBAL INC COM SER C	15,552.77	30,501.00
VIACOM INC CL A	131,845.00	183,440.00
AT&T INC COM	98,755.33	135,265.52
INTERMEC INC	121,394.00	120,270.00
INTERNATIONAL FLAVORS & FRAGRANCES	47,587.60	55,590.00
ITT CORPORATION	97,951.50	104,220.00
LIBERTY MEDIA HOLDING CORP	47,477.18	39,425.00
LIBERTY MEDIA HOLDING CORP CAP SER A	8,003.12	46,920.00
NAVISTAR INTL CORP	15,410.00	28,955.00
PFIZER INC	103,513.65	103,484.10
TREDEGAR INDS INC	25,139.79	29,070.00
VERIZON COMMUNICATIONS	175,242.32	214,680.00
WINDSTREAM CORP	0.00	0.00
CAMPBELL SOUP CO	264,556.60	278,000.00
CRANE CO	101,862.70	123,210.00
GATX CORP	138,358.00	141,120.00
JOHNSON & JOHNSON	163,694.50	154,625.00
WASTE MANAGEMENT INC	113,762.70	110,610.00
3M COMPANY	139,291.30	181,230.00
ABBOTT LABORATORIES	141,642.10	143,730.00
AVERY DENNISON CORP	160,623.54	198,998.00
BP PLC SPONS ADR	0.00	0.00
BANK OF AMERICA CORP	74,928.48	21,330.66
BANK OF NEW YORK/MELLON CO	37,842.50	30,200.00
CHEVRON CORP	108,766.20	136,875.00
COLGATE-PALMOLIVE CO	102,594.18	120,555.00
DU PONT E I DE NEMOUR & CO	130,258.80	199,520.00
EMERSON ELECTRIC CO	0.00	0.00
EXXON MOBIL CORP	86,463.90	87,744.00
GALLAGHER, ARTHUR J & CO	112,251.45	133,768.00
GENERAL ELECTRIC CO	172,154.13	159,123.00
HEINZ, H J CO	152,860.55	197,840.00
HOME DEPOT INC	110,346.71	140,240.00
INT'L BUSINESS MACHINES	114,389.45	161,436.00
JOHNSON & JOHNSON	106,975.09	111,330.00
MASCO CORP	84,952.60	55,704.00
PFIZER INCORPORATED	110,032.95	99,807.00
PROCTER & GAMBLE	119,612.30	135,093.00
SOUTHERN COMPANY	127,690.35	152,920.00
UNILEVER PLC ADR NEW	110,360.88	123,520.00
UNITED PARCEL SERVICE CL B	128,887.50	159,676.00
UNITED TECHNOLOGIES CORP	109,125.55	157,440.00
WAL-MART STORES INC	98,058.65	107,860.00
ASCENT MEDIA CORP - A	26,880.98	41,667.00
CADBURY PLC SPONS ADR	0.00	0.00
COCA-COLA CO	171,154.20	197,310.00
DIEBOLD INC	206,033.00	192,300.00

DISCOVERY COMMUNICATIONS - A	10,432.76	31,275.00
DISCOVERY COMMUNICATIONS - C	9,367.35	27,517.50
DISH NETWORK CORP - A	192,061.03	196,600.00
DR PEPPER SNAPPLE GROUP	78,675.20	140,640.00
ECHOSTAR HOLDING CORP - A	20,851.07	19,976.00
GRAFTECH INTL LTD	5,947.40	19,840.00
HERLEY INDS INC	26,335.10	34,640.00
NCR CORP	64,762.30	76,850.00
PRECISION CASTPARTS CORP	123,713.32	194,894.00
STERLING BANCORP - NV	32,168.20	20,940.00
ZEP INC	44,401.80	59,640.00
AT&T INC COM	133,507.14	143,962.00
MCCORMICK & CO INC N-VT	113,662.90	174,487.50
3M COMPANY	0.00	0.00
ABB LTD	0.00	0.00
BECTON DICKINSON & CO	0.00	0.00
COMPASS MINERALS INT'L INC	0.00	0.00
DIAGEO PLC	0.00	0.00
EXPEDITORS INT'L OF WA, INC	0.00	0.00
EXXON MOBIL CORP	0.00	0.00
FLOWSERVE CORP	0.00	0.00
FRANCE TELECOM SA	0.00	0.00
INTERNATIONAL BUSINESS MACHINES CORP	0.00	0.00
MCCORMICK & CO INC	0.00	0.00
NOVARTIS AG	0.00	0.00
NOVO NORDISK A/S ADR	0.00	0.00
PACCAR INC	0.00	0.00
SCHLUMBERGER LTD	0.00	0.00
SIEMENS AG	0.00	0.00
UNITED PARCEL SERVICE	0.00	0.00
UNITED TECHNOLOGIES	0.00	0.00
VESTAS WIND SYSTEMS	0.00	0.00
BERKSHIRE HATHAWAY INC DEL CL B	0.00	0.00
ALBERTO CULVER CO	46,884.40	74,080.00
AOL INC	0.00	0.00
BANK OF NEW YORK MELLON CORP	190,670.40	211,400.00
BOSTON SCIENTIFIC CORP	44,522.80	37,850.00
DANONE SPNS ADR	64,212.00	75,900.00
DIRECTV CLASS A	171,469.89	319,440.00
EL PASO CORP	45,959.50	68,800.00
JP MORGAN CHASE & CO	109,271.60	127,260.00
KAMAN CORP	29,480.20	58,140.00
LEGG MASON INC	98,958.70	145,080.00
LIBERTY MEDIA STARZ SR A	4,495.31	19,944.00
MORGAN STANLEY	55,999.60	54,420.00
NATIONAL FUEL GAS CO	176,427.20	262,480.00
RPC INC	16,483.20	54,360.00
AUTO DATA PROCESSING	144,201.84	168,922.00
MICROSOFT CORP	95,451.64	131,177.00
NOVARTIS AG SPONS ADR	136,973.82	185,692.50
ROCHE HLDG LTD SPONS ADR	139,308.25	128,607.50
TOTAL SA ADR	147,224.40	128,352.00
WASTE MANAGEMENT INC	137,138.41	169,602.00
ABBOTT LABORATORIES	0.00	0.00

ALCON INC	0.00	0.00
BP PLC SPONS ADR	0.00	0.00
BHP LTD	0.00	0.00
CANADIAN NATIONAL RAILWAY CO	0.00	0.00
COCA-COLA CO	0.00	0.00
COLGATE-PALMOLIVE CO	0.00	0.00
DU PONT E I DE NEMOUR & CO	0.00	0.00
E ON AG ADR	0.00	0.00
GLAXOSMITHKLINE PLC ADR	0.00	0.00
HEINZ, H J CO	0.00	0.00
INTEL CORP	0.00	0.00
JOHNSON & JOHNSON	0.00	0.00
MCDONALD'S CORPORATION	0.00	0.00
MICROSOFT CORP	0.00	0.00
NATIONAL GRID PLC SP ADR	0.00	0.00
PETROCHINA CO LTD ADR	0.00	0.00
PROCTER & GAMBLE	0.00	0.00
QUALCOMM INC	0.00	0.00
ROYAL BANK CDA MONTREAL QUEBEC	0.00	0.00
SANOFI-AVENTIS ADR	0.00	0.00
STANDARD CHARTERED	0.00	0.00
T ROWE PRICE LATIN AMER FUND	0.00	0.00
TEVA PHARMACEUTICALS INDS ADR	0.00	0.00
VANGUARD TOTAL INTL STK INDX	0.00	0.00
VEOLIA ENVIRONMENT ADR	0.00	0.00
WAL-MART STORES INC	0.00	0.00
BAXTER INTERNATIONAL INC	148,845.85	151,860.00
BUCKLE INC	149,529.20	207,735.00
ILLINOIS TOOL WORKS INC	178,369.79	218,940.00
BALDOR ELEC CO	189,849.90	189,120.00
BAXTER INTERNATIONAL, INC	85,548.30	101,240.00
BECKMAN COULTER, INC	119,913.25	188,075.00
BILGARI HOLDINGS, INC	87,478.95	123,063.00
CURTISS WRIGHT CORP	58,446.60	66,400.00
GRIFFON CORP	24,845.80	25,480.00
JANUS CAP	101,383.50	129,700.00
KRAFT FOODS INC, CL A	148,037.20	157,550.00
MADISON SQUARE GAR INC-A	22,950.30	64,450.00
MCAFFEE, INC	188,698.70	185,240.00
MILLICOM INTL CELLULAR	40,126.05	47,800.00
NORTHERN TR CORP	162,587.90	166,230.00
SARA LEE CORP	146,976.00	175,100.00
STATE STREET CORP	45,579.50	46,340.00
TOTAL TO FORM 990-PF, PART II, LINE 10B	<u>11,569,470.28</u>	<u>15,758,835.23</u>

## FORM 990-PF

## CORPORATE BONDS

## STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HSBC FINANCE CP, 5.5%, 6/15/11	50,000.00	50,832.35
MORGAN STANLEY NOTES, 5.625%, 1/9/12	99,575.00	104,339.80
PRIN LIFE FDG TR, 5.15%, 9/30/11	49,203.50	51,592.25
PROTECTIVE LIFE INTERNOTES	100,000.00	105,964.80
WELLS FARGO NOTES	98,935.00	105,871.90
GENERAL ELECTRIC CAP CP, 5.0%, 8/15/17	100,000.00	100,907.60
GENERAL ELECTRIC CAP CP, 4.3%, 10/15/15	100,000.00	98,864.60
PROCTER & GAMBLE, 3.5%, 2/15/15	99,435.06	105,124.00
PRUDENTIAL FINL, 4.75%, 4/1/14	95,619.41	105,392.20
WACHOVIA BANK, 5.6%, 3/15/16	96,703.44	101,812.72
WELLPOINT INC, 5.25%, 1/15/16	95,579.63	109,501.30
HSBC FINANCE CP, 3.6%, 10/15/12	100,000.00	101,260.90
GENERAL ELECTRIC CAP CP, 4.55%, 3/15/18	100,000.00	102,588.50
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,185,051.04	1,244,052.92

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HEALTH CARE REIT INC	COST	144,576.72	181,032.00
HOSPITALITY PPTYS TRUST SH BEN INT	COST	131,867.59	89,856.00
LIBERTY PROPERTY TRUST REIT	COST	152,950.42	146,832.00
MACK CALI REALTY CORP REIT	COST	126,847.77	122,322.00
HOME PROPERTIES INC REIT	COST	128,468.65	166,470.00
SIMON PROPERTY GROUP INC	COST	117,729.51	183,260.58
HCP INC REIT	COST	169,001.22	228,098.00
EQUITY RESIDENTIAL	COST	0.00	0.00
DUKE REALTY CORP REIT	COST	162,080.99	117,124.00
DEVELOPERS DIVERS RLTY REIT	COST	0.00	0.00
AMB PROPERTY CORP REIT	COST	187,785.17	212,457.00
PRLOGOIS REIT	COST	96,461.50	158,840.00
ALLIANCEBERNSTEIN HOLDING LP	COST	0.00	0.00
TOTAL TO FORM 990-PF, PART II, LINE 13		1,417,769.54	1,606,291.58

FORM 990-PF	OTHER ASSETS		STATEMENT 13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE CONSTRUCTIVELY RECEIVED PROCEEDS RECEIVABLE FOR SECURITIES SOLD	2,128.45 0.00	900.38 12,895.78	900.38 12,895.78
TO FORM 990-PF, PART II, LINE 15	2,128.45	13,796.16	13,796.16

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDDAYLE E. IVERSON  
601 108TH AVENUE NE, SUITE 1900  
BELLEVUE, WA 98004TELEPHONE NUMBER

(425) 943-7185

FORM AND CONTENT OF APPLICATIONSLETTER DISCUSSING PROGRAMS QUALIFYING UNDER INTERNAL REVENUE CODE SECTION  
501(C)(3) FOR AIDS RESEARCH, CONTROL OR TREATMENT.ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE