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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 02/01, 2010, and ending 01/31, 2011

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: 39-800040487310 FRANKFURTH CHARITABLE FOUNDATION
A Employer identification number: 65-1066569

Number and street (or P.O. box number if mail is not delivered to street address): 126 BEDELL PL
Room/suite: () -
B Telephone number (see page 10 of the instructions): () -

City or town, state, and ZIP code: MELVILLE, NY 11747
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) \$ 647,110.
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

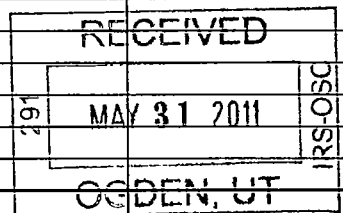
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	11,721.	14,124.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	27,896.			
b Gross sales price for all assets on line 6a	197,107.			
7 Capital gain net income (from Part IV, line 2)		26,515.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	39,617.	40,639.		

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	15,000.	7,500.		7,500.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	270.	223.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	25,318.			25,318.
22 Printing and publications				
23 Other expenses (attach schedule)	28.	28.		
24 Total operating and administrative expenses. Add lines 13 through 23	40,616.	7,751.		32,818.
25 Contributions, gifts, grants paid	23,419.			23,419.
26 Total expenses and disbursements. Add lines 24 and 25	64,035.	7,751.		56,237.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-24,418.			
b Net investment income (if negative, enter -0-)		32,888.		
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	23,147.	28,126.	28,126.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 5	517,106.	490,298.	618,984.
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	540,253.	518,424.	647,110.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	540,253.	518,424.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)	540,253.	518,424.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	540,253.	518,424.		

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	540,253.
2	Enter amount from Part I, line 27a	2	-24,418.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	3,420.
4	Add lines 1, 2, and 3	4	519,255.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	831.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	518,424.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	26,515.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.	{ }		3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	53,986.	555,074.	0.09725910419
2008	44,236.	638,414.	0.06929046042
2007	63,710.	819,899.	0.07770469290
2006	45,170.	784,584.	0.05757191072
2005	48,553.	756,577.	0.06417456518
2 Total of line 1, column (d)			2 0.36600073341
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 0.07320014668
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 597,868.
5 Multiply line 4 by line 3			5 43,764.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 329.
7 Add lines 5 and 6			7 44,093.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 56,237.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total amount due is 329.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions like 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?' and 'Has the foundation engaged in any activities that have not previously been reported to the IRS?'. Includes handwritten notes like 'STMT 8' and 'mla'.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of JILL MCDERMOTT Telephone no.
Located at 126 BEDELL PL, MELVILLE, NY ZIP + 4 11747
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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? 16 Yes No X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes X 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)? 1b n/a
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? 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? Yes X 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 page 22 of the instructions.) 2b X
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? Yes X No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) 3b n/a
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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		NONE	NONE	NONE

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 11		NONE
Total number of others receiving over \$50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	580,240.
b	Average of monthly cash balances	1b	26,733.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	606,973.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	606,973.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	9,105.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	597,868.
6	Minimum investment return. Enter 5% of line 5	6	29,893.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	29,893.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	329.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	329.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	29,564.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	29,564.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	29,564.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	56,237.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	56,237.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	329.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	55,908.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				29,564.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	10,794.			
b From 2006	6,597.			
c From 2007	23,295.			
d From 2008	12,503.			
e From 2009	26,326.			
f Total of lines 3a through e	79,515.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 56,237.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				29,564.
e Remaining amount distributed out of corpus	26,673.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	106,188.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	10,794.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	95,394.			
10 Analysis of line 9:				
a Excess from 2006	6,597.			
b Excess from 2007	23,295.			
c Excess from 2008	12,503.			
d Excess from 2009	26,326.			
e Excess from 2010	26,673.			

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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 <i>Paid during the year</i> SEE STATEMENT 12				
Total ▶ 3a				23,419.
b <i>Approved for future payment</i>				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

NOT APPLICABLE

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		953.
14	Net long-term gain or (loss):			
a	Total for year	14a		25,562.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		26,515.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

**SCHEDULE D-1
(Form 1041)**

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2010

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust: **39-800040487310 FRANKFURTH CHARITABLE**
Employer identification number: **65-1066569**

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1000. FED NATL MTG ASSN 6.000% 5/15/11	12/15/2009	02/02/2010	1,069.00	1,074.00	-5.00
.1493 TETON ADVISORS INC	02/08/2010	02/08/2010	2.00		2.00
10. JONES LANG LASALLE INC PAR .01	06/15/2009	02/10/2010	603.00	336.00	267.00
2000. HEWLETT-PACK CO HPQ 4.250% 2/24/12	03/12/2009	03/11/2010	2,113.00	2,040.00	73.00
2000. PEPSICO INC 3.100% 1/15/15	01/14/2010	05/13/2010	2,041.00	2,017.00	24.00
15. QUALCOMM INC	10/07/2009	06/02/2010	535.00	632.00	-97.00
20. QUALCOMM INC	10/07/2009	06/10/2010	694.00	842.00	-148.00
5000. FEDL NATL MTG ASSN 2.125% 1/25/13	03/24/2010	08/11/2010	5,040.00	5,032.00	8.00
1000. U S TREASURY NOTES 3.375% 11/15/19	12/10/2009	08/11/2010	1,063.00	993.00	70.00
4. STATE ST CORP	11/30/2009	08/30/2010	140.00	163.00	-23.00
6. STATE ST CORP	11/30/2009	08/31/2010	208.00	245.00	-37.00
20. AKAMAI TECHNOLOGIES INC	10/07/2009	09/21/2010	1,047.00	404.00	643.00
15. ATLAS COPCO AB	10/07/2009	09/21/2010	249.00	173.00	76.00
6. AGCO CORP	12/03/2009	09/22/2010	239.00	193.00	46.00
4000. U S TREASURY NOTES 4.000% 11/15/12	03/29/2010	09/22/2010	4,307.00	4,293.00	14.00
6. AGCO CORP	12/03/2009	09/23/2010	238.00	193.00	45.00
13. AGCO CORP	12/04/2009	09/24/2010	519.00	419.00	100.00
2000. CONOCOPHILLIPS 4.600% 1/15/15	07/15/2010	10/14/2010	2,248.00	2,197.00	51.00
2000. TRANSOCEAN INC 6.000% 3/15/18	01/06/2010	10/19/2010	2,166.00	2,164.00	2.00
1. ELECTRONIC ARTS	09/21/2010	11/10/2010	16.00	16.00	
29. ELECTRONIC ARTS	09/21/2010	11/15/2010	456.00	472.00	-16.00
26. ELECTRONIC ARTS	09/21/2010	11/16/2010	402.00	423.00	-21.00
9000. FEDL HOME LN MTG DISC 9/08/11	09/22/2010	12/10/2010	8,976.00	8,976.00	
6000. FEDL NATL MTG ASSN 3.625% 8/15/11	03/30/2010	01/20/2011	6,115.00	6,236.00	-121.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b **953.00**

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

39-800040487310 FRANKFURTH CHARITABLE

65-1066569

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 4000. FED NATL MTG ASSN 6.000% 5/15/11	06/13/2007	02/02/2010	4,277.00	4,078.00	199.00
15. CREE INC	01/22/2003	02/10/2010	864.00	261.00	603.00
30. DIRECTV COM USD0.01 CLASS 'A'	01/02/2001	02/10/2010	931.00	541.00	390.00
45. HOME DEPOT INC	03/14/2001	02/10/2010	1,288.00	1,868.00	-580.00
40. LIBERTY GLOBAL INC COM SER A	01/02/2001	02/10/2010	973.00	859.00	114.00
25. LIBERTY MEDIA HLDG CORP	01/30/2009	02/10/2010	676.00	137.00	539.00
10. PROCTOR & GAMBLE CO	03/14/2001	02/10/2010	616.00	318.00	298.00
25. CORE LABORATORIES N.V.	01/24/2001	02/10/2010	3,011.00	541.00	2,470.00
.25 MADISON SQUARE GARDEN INC	02/16/2001	02/22/2010	5.00	2.00	3.00
2000. COMCAST CORP NEW 5.900% 3/15/16	05/05/2008	03/11/2010	2,189.00	2,042.00	147.00
2000. VERIZON GLOBAL FDG 7.250% 12/01/10	06/12/2006	03/19/2010	2,092.00	2,110.00	-18.00
2000. DISNEY WALT CO NEW 6.375% 3/01/12	04/30/2007	03/29/2010	2,190.00	2,113.00	77.00
2000. GEN ELEC CAP CORP 4.875% 3/04/15	02/02/2006	03/29/2010	2,096.00	1,978.00	118.00
25. EMERSON ELEC CO	02/22/2005	04/16/2010	1,300.00	826.00	474.00
95. HOME DEPOT INC	04/28/2008	04/16/2010	3,325.00	3,133.00	192.00
30. VODAFONE GROUP SPD ADR REP 10 ORD SH	01/20/2005	04/21/2010	697.00	889.00	-192.00
3000. WYETH 5.500% 2/01/14	07/20/2007	04/27/2010	3,328.00	2,954.00	374.00
150. NATIONAL BANK OF GREECE ADR	01/27/2009	05/04/2010	424.00	485.00	-61.00
40. WALT DISNEY CO.	01/02/2001	05/07/2010	1,337.00	1,095.00	242.00
70. NIPPON TELEGRAPH & TELEPHONE CORP	01/20/2005	05/12/2010	1,427.00	1,485.00	-58.00
30. BERKSHIRE HATHAWAY INC-CL B	01/22/2003	05/21/2010	2,167.00	1,358.00	809.00
20. HOME DEPOT INC	04/28/2008	05/21/2010	659.00	599.00	60.00
25. PEPSICO INC	01/24/2001	05/21/2010	1,574.00	1,069.00	505.00
10. MURPHY OIL CORP	01/27/2009	06/02/2010	509.00	481.00	28.00
15. JOHNSON & JOHNSON	01/24/2001	06/04/2010	878.00	681.00	197.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

39-800040487310 FRANKFURTH CHARITABLE

65-1066569

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 40. BP AMOCO PLC-SPONS ADR	01/20/2005	06/09/2010	1,257.00	2,296.00	-1,039.00
15. AMGEN INC	01/02/2001	06/10/2010	809.00	983.00	-174.00
15. QUALCOMM INC	10/10/2008	06/10/2010	520.00	568.00	-48.00
15. SEARS HLDGS CORP	01/11/2008	06/11/2010	1,166.00	1,476.00	-310.00
26. QUALCOMM INC	10/28/2008	06/21/2010	930.00	983.00	-53.00
8. SEARS HLDGS CORP	01/11/2008	06/21/2010	602.00	786.00	-184.00
2000. GLAXOSMITHKLINE CAP 4.850% 5/15/13	06/20/2008	06/24/2010	2,177.00	1,981.00	196.00
20. MARRIOTT INTERNATIONAL -CL A	03/24/2009	06/25/2010	644.00	344.00	300.00
11. ROBERT HALF INTL INC	09/23/2008	06/25/2010	277.00	286.00	-9.00
4. ROBERT HALF INTL INC	09/23/2008	06/28/2010	100.00	104.00	-4.00
12. SEARS HLDGS CORP	04/25/2008	06/29/2010	816.00	1,176.00	-360.00
25. ANADARKO PETE CORP	01/24/2007	07/01/2010	921.00	1,075.00	-154.00
10. ANADARKO PETE CORP	01/24/2007	07/01/2010	368.00	430.00	-62.00
49. QUALCOMM INC	11/12/2008	07/12/2010	1,718.00	1,743.00	-25.00
2000. CONOCO FUNDING 6.350% 10/15/11	01/09/2007	07/15/2010	2,134.00	2,098.00	36.00
45. ROCHE HOLDINGS LTD-SPONSORED ADR	03/27/2009	07/23/2010	1,462.00	1,644.00	-182.00
.5 BABCOCK & WILCOX CO NEW	09/15/2008	08/10/2010	12.00	14.00	-2.00
30. CITRIX SYS INC	01/21/2009	08/19/2010	1,744.00	769.00	975.00
85. INTEL CORP	01/22/2003	08/19/2010	1,614.00	1,404.00	210.00
25. STATE ST CORP	07/09/2007	08/24/2010	883.00	1,729.00	-846.00
10. STATE ST CORP	07/09/2007	08/25/2010	349.00	692.00	-343.00
15. STATE ST CORP	07/09/2007	08/26/2010	527.00	1,037.00	-510.00
12. STATE ST CORP	07/09/2007	08/27/2010	424.00	830.00	-406.00
13. STATE ST CORP	07/09/2007	08/27/2010	460.00	899.00	-439.00
2. STATE ST CORP	04/08/2009	08/31/2010	69.00	62.00	7.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

39-800040487310 FRANKFURTH CHARITABLE

65-1066569

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 26. LASALLE HOTEL PPTYS	04/01/2009	09/01/2010	551.00	226.00	325.00
12. STATE ST CORP	04/08/2009	09/01/2010	428.00	370.00	58.00
9. LASALLE HOTEL PPTYS	04/01/2009	09/02/2010	191.00	49.00	142.00
11. STATE ST CORP	04/08/2009	09/02/2010	397.00	339.00	58.00
.7776 WEYERHAEUSER CO	04/29/2008	09/02/2010	12.00	12.00	
3000. FED HOME LN MTG CORP 5.000% 1/30/14	08/13/2009	09/15/2010	3,378.00	3,165.00	213.00
10. AMAZON COM INC	04/28/2005	09/21/2010	1,502.00	325.00	1,177.00
10. AUTODESK INC	02/02/2005	09/21/2010	331.00	290.00	41.00
5. BASF AKTIENGESELLSCHAFT -LEVEL 1	01/20/2005	09/21/2010	300.00	169.00	131.00
22. BABCOCK & WILCOX CO NEW	09/15/2008	09/21/2010	484.00	638.00	-154.00
25. BIOGEN IDEC INC	01/24/2001	09/21/2010	1,454.00	1,631.00	-177.00
25. CABLEVISION SYS CORP	02/16/2001	09/21/2010	649.00	197.00	452.00
10. CANON INC ADR REPSTG 5 SHS	01/20/2005	09/21/2010	458.00	339.00	119.00
17. CHUBB CORP.	01/20/2005	09/21/2010	975.00	642.00	333.00
10. DIRECTV COM USD0.01 CLASS 'A'	01/02/2001	09/21/2010	415.00	180.00	235.00
10. FREEPORT MCMORAN COPPER & GOLD	01/27/2009	09/21/2010	827.00	258.00	569.00
15. GENZYME CORP	01/10/2001	09/21/2010	1,059.00	599.00	460.00
105. HONG KONG & CHINA GAS-SP ADR	07/09/2007	09/21/2010	257.00	186.00	71.00
38. ING GROEP N.V.	04/15/2005	09/21/2010	389.00	1,124.00	-735.00
10. JONES LANG LASALLE INC PAR .01	06/15/2009	09/21/2010	831.00	336.00	495.00
25. JUNIPER NETWORK INC	11/07/2008	09/21/2010	756.00	428.00	328.00
40. KEYCORP (NEW) F/K/A SOCIETY CORP	06/15/2009	09/21/2010	328.00	237.00	91.00
10. L-3 COMMUNICATIONS HLDGS INC	01/24/2001	09/21/2010	714.00	382.00	332.00
35. LAWSON SOFTWARE INC NEW	05/01/2008	09/21/2010	292.00	280.00	12.00
50. LIBERTY MEDIA HLDG CORP	01/02/2001	09/21/2010	637.00	1,211.00	-574.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

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Employer identification number

39-800040487310 FRANKFURTH CHARITABLE

65-1066569

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 25. LIBERTY MEDIA HLDG CORP	01/30/2009	09/21/2010	1,300.00	137.00	1,163.00
5. METTLER-TOLEDO INTL INC	01/20/2005	09/21/2010	616.00	248.00	368.00
10. NATIONAL-OILWELL INC	01/24/2001	09/21/2010	430.00	425.00	5.00
15. NESTLE S A SPONSORED ADR REPSTG REG SH	01/20/2005	09/21/2010	787.00	385.00	402.00
15. PALL CORP	01/26/2005	09/21/2010	617.00	394.00	223.00
10. PARKER HANNIFIN CORP	05/21/2009	09/21/2010	696.00	428.00	268.00
20. SANDISK CORP	02/27/2004	09/21/2010	708.00	511.00	197.00
50. TEXAS INSTRS INC	07/23/2008	09/21/2010	1,291.00	1,280.00	11.00
25. UNITEDHEALTH GROUP INC	04/01/2009	09/21/2010	882.00	517.00	365.00
15. WAL-MART DE MEXICO SA-SP ADR	03/29/2006	09/21/2010	362.00	197.00	165.00
25. CORE LABORATORIES N.V.	01/24/2001	09/21/2010	2,210.00	270.00	1,940.00
5000. U S TREASURY NOTES 4.000% 11/15/12	06/06/2007	09/22/2010	5,383.00	4,954.00	429.00
9. TUTOR PERINI CORP	09/18/2008	09/23/2010	181.00	207.00	-26.00
2000. CREDIT SUISSE FIRST 5.500% 8/15/13	08/14/2008	09/24/2010	2,219.00	2,001.00	218.00
9. TUTOR PERINI CORP	06/18/2009	09/24/2010	179.00	192.00	-13.00
10. TUTOR PERINI CORP	06/18/2009	09/27/2010	199.00	179.00	20.00
55. ROCHE HOLDINGS LTD-SPONSORED ADR	03/27/2009	09/28/2010	1,825.00	1,802.00	23.00
10. TUTOR PERINI CORP	06/18/2009	09/28/2010	199.00	179.00	20.00
7. TUTOR PERINI CORP	06/18/2009	09/29/2010	139.00	125.00	14.00
60. ELECTRONIC ARTS	01/24/2007	10/13/2010	997.00	3,474.00	-2,477.00
14. ELECTRONIC ARTS	01/24/2007	10/15/2010	223.00	708.00	-485.00
10. AMAZON COM INC	04/28/2005	10/18/2010	1,632.00	325.00	1,307.00
225. BANK OF AMERICA CORP	05/20/2009	10/19/2010	2,660.00	3,883.00	-1,223.00
31. ELECTRONIC ARTS	07/09/2007	10/20/2010	477.00	1,566.00	-1,089.00
7. NOVO NORDISK A S ADR	01/20/2005	10/20/2010	705.00	173.00	532.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

39-800040487310 FRANKFURTH CHARITABLE

65-1066569

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2000. RIO TINTO FINANCE PL 8.950% 5/01/14	05/07/2009	10/25/2010	2,486.00	2,173.00	313.00
19. ELECTRONIC ARTS	07/09/2007	10/28/2010	297.00	956.00	-659.00
17. JOHNSON & JOHNSON	01/24/2001	11/02/2010	1,088.00	771.00	317.00
36. ELECTRONIC ARTS	11/21/2008	11/03/2010	556.00	1,485.00	-929.00
4. FREEPORT MCMORAN COPPER & GOLD	01/27/2009	11/04/2010	407.00	103.00	304.00
29. ELECTRONIC ARTS	11/21/2008	11/05/2010	465.00	512.00	-47.00
30. ELECTRONIC ARTS	11/21/2008	11/10/2010	485.00	530.00	-45.00
14. BERKSHIRE HATHAWAY INC-CL B	01/22/2003	12/07/2010	1,122.00	634.00	488.00
6. WALT DISNEY CO.	01/02/2001	12/08/2010	222.00	164.00	58.00
11. WALT DISNEY CO.	01/02/2001	12/10/2010	404.00	301.00	103.00
52. WEATHERFORD INT LTD COM USD1.00	06/27/2002	12/10/2010	1,076.00	596.00	480.00
39. WALT DISNEY CO.	01/02/2001	12/13/2010	1,441.00	1,067.00	374.00
143. WEATHERFORD INT LTD COM USD1.00	06/27/2002	12/13/2010	2,964.00	1,640.00	1,324.00
26. AMGEN INC	01/02/2001	12/14/2010	1,456.00	1,705.00	-249.00
4. DEERE & CO	12/04/2009	12/16/2010	329.00	220.00	109.00
90. INTEL CORP	01/22/2003	01/06/2011	1,861.00	1,487.00	374.00
10. ATLAS COPCO AB	10/07/2009	01/10/2011	216.00	115.00	101.00
15. AUTODESK INC	02/02/2005	01/10/2011	615.00	435.00	180.00
15. BAKER HUGHES INC	02/10/2005	01/10/2011	842.00	685.00	157.00
25. CABLEVISION SYS CORP	02/16/2001	01/10/2011	853.00	197.00	656.00
10. CANON INC ADR REPSTG 5 SHS	01/20/2005	01/10/2011	506.00	339.00	167.00
15. CARNIVAL CORP PAIRED CTF 1 COM CARNI	04/17/2009	01/10/2011	697.00	408.00	289.00
75. COMCAST CORP NEW CL A SPL	01/02/2001	01/10/2011	1,611.00	2,059.00	-448.00
10. CONOCOPHILLIPS	12/31/2009	01/10/2011	670.00	511.00	159.00
11. DEERE & CO	12/04/2009	01/10/2011	932.00	606.00	326.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

39-800040487310 FRANKFURTH CHARITABLE

65-1066569

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 10. DIRECTV COM USD0.01 CLASS 'A'	01/02/2001	01/10/2011	417.00	180.00	237.00
5. DOLBY LABORATORIES INC	10/22/2008	01/10/2011	335.00	151.00	184.00
11. FREEPORT MCMORAN COPPER & GOLD	01/27/2009	01/10/2011	1,310.00	283.00	1,027.00
20. GENZYME CORP	01/10/2001	01/10/2011	1,448.00	798.00	650.00
15. GRUPO TELEVISIA SA DE CV GLOBAL	04/15/2005	01/10/2011	384.00	202.00	182.00
10. HONDA MTR LTD	03/31/2005	01/10/2011	391.00	250.00	141.00
25. LIBERTY MEDIA HLDG CORP	01/02/2001	01/10/2011	403.00	494.00	-91.00
10. LIBERTY MEDIA HLDG CORP	01/30/2009	01/10/2011	640.00	55.00	585.00
9. LIBERTY MEDIA CORP NEW	01/02/2001	01/10/2011	611.00	199.00	412.00
31. MADISON SQUARE GARDEN INC	02/16/2001	01/10/2011	771.00	201.00	570.00
50. MICROSOFT CORP	12/27/1990	01/10/2011	1,411.00	53.00	1,358.00
10. NATIONAL-OILWELL INC	01/24/2001	01/10/2011	653.00	425.00	228.00
35. NEWS CORP	01/20/2005	01/10/2011	574.00	605.00	-31.00
55. NVIDIA CORP 00	06/02/2008	01/10/2011	1,130.00	1,350.00	-220.00
10. PALL CORP	01/26/2005	01/10/2011	502.00	263.00	239.00
50. TEXAS INSTRS INC	07/23/2008	01/10/2011	1,673.00	1,011.00	662.00
25. UNITEDHEALTH GROUP INC	01/24/2001	01/10/2011	963.00	374.00	589.00
15. WAL-MART DE MEXICO SA-SP ADR	03/29/2006	01/10/2011	436.00	197.00	239.00
56. WEYERHAEUSER CO	04/29/2008	01/10/2011	1,162.00	3,641.00	-2,479.00
10. CORE LABORATORIES N.V.	01/24/2001	01/10/2011	869.00	108.00	761.00
14. SCHLUMBERGER LTD	12/30/2009	01/13/2011	1,185.00	908.00	277.00
2000. JPMORGAN CHASE & CO 4.650% 6/01/14	05/18/2009	01/19/2011	2,143.00	1,994.00	149.00
2000. CISCO SYSTEMS INC 4.950% 2/15/19	06/09/2009	01/25/2011	2,167.00	2,005.00	162.00
5. NESTLE S A SPONSORED ADR REPSTG REG SH	01/20/2005	01/28/2011	272.00	128.00	144.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 19,740.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					5,822.	
1,069.00		1000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 1,074.00		6.000% 5/15/		12/15/2009	02/02/2010 -5.00	
4,277.00		4000. FED NATL MTG ASSN PROPERTY TYPE: SECURITIES 4,078.00		6.000% 5/15/		06/13/2007	02/02/2010 199.00	
2.00		.1493 TETON ADVISORS INC PROPERTY TYPE: SECURITIES				02/08/2010	02/08/2010 2.00	
864.00		15. CREE INC PROPERTY TYPE: SECURITIES 261.00				01/22/2003	02/10/2010 603.00	
931.00		30. DIRECTV COM USD0.01 CLASS 'A' PROPERTY TYPE: SECURITIES 541.00				01/02/2001	02/10/2010 390.00	
1,288.00		45. HOME DEPOT INC PROPERTY TYPE: SECURITIES 1,868.00				03/14/2001	02/10/2010 -580.00	
603.00		10. JONES LANG LASALLE INC PAR .01 PROPERTY TYPE: SECURITIES 336.00				06/15/2009	02/10/2010 267.00	
973.00		40. LIBERTY GLOBAL INC COM SER A PROPERTY TYPE: SECURITIES 859.00				01/02/2001	02/10/2010 114.00	
676.00		25. LIBERTY MEDIA HLDG CORP PROPERTY TYPE: SECURITIES 137.00				01/30/2009	02/10/2010 539.00	
616.00		10. PROCTOR & GAMBLE CO PROPERTY TYPE: SECURITIES 318.00				03/14/2001	02/10/2010 298.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,011.00		25. CORE LABORATORIES N.V. PROPERTY TYPE: SECURITIES 541.00					01/24/2001 2,470.00	02/10/2010
5.00		.25 MADISON SQUARE GARDEN INC PROPERTY TYPE: SECURITIES 2.00					02/16/2001 3.00	02/22/2010
2,189.00		2000. COMCAST CORP NEW PROPERTY TYPE: SECURITIES 2,042.00		5.900%	3/15/		05/05/2008 147.00	03/11/2010
2,113.00		2000. HEWLETT-PACK CO HPQ PROPERTY TYPE: SECURITIES 2,040.00		4.250%	2/24/		03/12/2009 73.00	03/11/2010
2,092.00		2000. VERIZON GLOBAL FDG PROPERTY TYPE: SECURITIES 2,110.00		7.250%	12/01/		06/12/2006 -18.00	03/19/2010
2,190.00		2000. DISNEY WALT CO NEW PROPERTY TYPE: SECURITIES 2,113.00		6.375%	3/01/		04/30/2007 77.00	03/29/2010
2,096.00		2000. GEN ELEC CAP CORP PROPERTY TYPE: SECURITIES 1,978.00		4.875%	3/04/		02/02/2006 118.00	03/29/2010
1,300.00		25. EMERSON ELEC CO PROPERTY TYPE: SECURITIES 826.00					02/22/2005 474.00	04/16/2010
3,325.00		95. HOME DEPOT INC PROPERTY TYPE: SECURITIES 3,133.00					04/28/2008 192.00	04/16/2010
697.00		30. VODAFONE GROUP SPD ADR REP 10 ORD SH PROPERTY TYPE: SECURITIES 889.00					01/20/2005 -192.00	04/21/2010
3,328.00		3000. WYETH PROPERTY TYPE: SECURITIES 2,954.00		5.500%	2/01/		07/20/2007 374.00	04/27/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
424.00		150. NATIONAL BANK OF GREECE ADR PROPERTY TYPE: SECURITIES 485.00				01/27/2009	05/04/2010 -61.00	
1,337.00		40. WALT DISNEY CO. PROPERTY TYPE: SECURITIES 1,095.00				01/02/2001	05/07/2010 242.00	
1,427.00		70. NIPPON TELEGRAPH & TELEPHONE CORP PROPERTY TYPE: SECURITIES 1,485.00				01/20/2005	05/12/2010 -58.00	
2,041.00		2000. PEPSICO INC PROPERTY TYPE: SECURITIES 2,017.00		3.100%	1/15/	01/14/2010	05/13/2010 24.00	
2,167.00		30. BERKSHIRE HATHAWAY INC-CL B PROPERTY TYPE: SECURITIES 1,358.00				01/22/2003	05/21/2010 809.00	
659.00		20. HOME DEPOT INC PROPERTY TYPE: SECURITIES 599.00				04/28/2008	05/21/2010 60.00	
1,574.00		25. PEPSICO INC PROPERTY TYPE: SECURITIES 1,069.00				01/24/2001	05/21/2010 505.00	
509.00		10. MURPHY OIL CORP PROPERTY TYPE: SECURITIES 481.00				01/27/2009	06/02/2010 28.00	
535.00		15. QUALCOMM INC PROPERTY TYPE: SECURITIES 632.00				10/07/2009	06/02/2010 -97.00	
878.00		15. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 681.00				01/24/2001	06/04/2010 197.00	
1,257.00		40. BP AMOCO PLC-SPONS ADR PROPERTY TYPE: SECURITIES 2,296.00				01/20/2005	06/09/2010 -1,039.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
809.00		15. AMGEN INC PROPERTY TYPE: SECURITIES 983.00					01/02/2001 -174.00	06/10/2010
694.00		20. QUALCOMM INC PROPERTY TYPE: SECURITIES 842.00					10/07/2009 -148.00	06/10/2010
520.00		15. QUALCOMM INC PROPERTY TYPE: SECURITIES 568.00					10/10/2008 -48.00	06/10/2010
1,166.00		15. SEARS HLDGS CORP PROPERTY TYPE: SECURITIES 1,476.00					01/11/2008 -310.00	06/11/2010
930.00		26. QUALCOMM INC PROPERTY TYPE: SECURITIES 983.00					10/28/2008 -53.00	06/21/2010
602.00		8. SEARS HLDGS CORP PROPERTY TYPE: SECURITIES 786.00					01/11/2008 -184.00	06/21/2010
2,177.00		2000. GLAXOSMITHKLINE CAP PROPERTY TYPE: SECURITIES 1,981.00		4.850%	5/15/		06/20/2008 196.00	06/24/2010
644.00		20. MARRIOTT INTERNATIONAL-CL A PROPERTY TYPE: SECURITIES 344.00					03/24/2009 300.00	06/25/2010
277.00		11. ROBERT HALF INTL INC PROPERTY TYPE: SECURITIES 286.00					09/23/2008 -9.00	06/25/2010
100.00		4. ROBERT HALF INTL INC PROPERTY TYPE: SECURITIES 104.00					09/23/2008 -4.00	06/28/2010
816.00		12. SEARS HLDGS CORP PROPERTY TYPE: SECURITIES 1,176.00					04/25/2008 -360.00	06/29/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
921.00		25. ANADARKO PETE CORP PROPERTY TYPE: SECURITIES 1,075.00					01/24/2007 -154.00	07/01/2010
368.00		10. ANADARKO PETE CORP PROPERTY TYPE: SECURITIES 430.00					01/24/2007 -62.00	07/01/2010
1,718.00		49. QUALCOMM INC PROPERTY TYPE: SECURITIES 1,743.00					11/12/2008 -25.00	07/12/2010
2,134.00		2000. CONOCO FUNDING PROPERTY TYPE: SECURITIES 2,098.00		6.350% 10/15/			01/09/2007 36.00	07/15/2010
1,462.00		45. ROCHE HOLDINGS LTD-SPONSORED ADR PROPERTY TYPE: SECURITIES 1,644.00					03/27/2009 -182.00	07/23/2010
12.00		.5 BABCOCK & WILCOX CO NEW PROPERTY TYPE: SECURITIES 14.00					09/15/2008 -2.00	08/10/2010
5,040.00		5000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 5,032.00		2.125% 1/25/			03/24/2010 8.00	08/11/2010
1,063.00		1000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 993.00		3.375% 11/15/			12/10/2009 70.00	08/11/2010
1,744.00		30. CITRIX SYS INC PROPERTY TYPE: SECURITIES 769.00					01/21/2009 975.00	08/19/2010
1,614.00		85. INTEL CORP PROPERTY TYPE: SECURITIES 1,404.00					01/22/2003 210.00	08/19/2010
883.00		25. STATE ST CORP PROPERTY TYPE: SECURITIES 1,729.00					07/09/2007 -846.00	08/24/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
349.00		10. STATE ST CORP PROPERTY TYPE: SECURITIES 692.00					07/09/2007	08/25/2010 -343.00
527.00		15. STATE ST CORP PROPERTY TYPE: SECURITIES 1,037.00					07/09/2007	08/26/2010 -510.00
424.00		12. STATE ST CORP PROPERTY TYPE: SECURITIES 830.00					07/09/2007	08/27/2010 -406.00
460.00		13. STATE ST CORP PROPERTY TYPE: SECURITIES 899.00					07/09/2007	08/27/2010 -439.00
140.00		4. STATE ST CORP PROPERTY TYPE: SECURITIES 163.00					11/30/2009	08/30/2010 -23.00
208.00		6. STATE ST CORP PROPERTY TYPE: SECURITIES 245.00					11/30/2009	08/31/2010 -37.00
69.00		2. STATE ST CORP PROPERTY TYPE: SECURITIES 62.00					04/08/2009	08/31/2010 7.00
551.00		26. LASALLE HOTEL PPTYS PROPERTY TYPE: SECURITIES 226.00					04/01/2009	09/01/2010 325.00
428.00		12. STATE ST CORP PROPERTY TYPE: SECURITIES 370.00					04/08/2009	09/01/2010 58.00
191.00		9. LASALLE HOTEL PPTYS PROPERTY TYPE: SECURITIES 49.00					04/01/2009	09/02/2010 142.00
397.00		11. STATE ST CORP PROPERTY TYPE: SECURITIES 339.00					04/08/2009	09/02/2010 58.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
12.00		.7776 WEYERHAEUSER CO PROPERTY TYPE: SECURITIES 12.00					04/29/2008	09/02/2010
3,378.00		3000. FED HOME LN MTG CORP 5.000% 1/30/ PROPERTY TYPE: SECURITIES 3,165.00					08/13/2009	09/15/2010 213.00
1,047.00		20. AKAMAI TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 404.00					10/07/2009	09/21/2010 643.00
1,502.00		10. AMAZON COM INC PROPERTY TYPE: SECURITIES 325.00					04/28/2005	09/21/2010 1,177.00
249.00		15. ATLAS COPCO AB PROPERTY TYPE: SECURITIES 173.00					10/07/2009	09/21/2010 76.00
331.00		10. AUTODESK INC PROPERTY TYPE: SECURITIES 290.00					02/02/2005	09/21/2010 41.00
300.00		5. BASF AKTIENGESELLSCHAFT-LEVEL 1 PROPERTY TYPE: SECURITIES 169.00					01/20/2005	09/21/2010 131.00
484.00		22. BABCOCK & WILCOX CO NEW PROPERTY TYPE: SECURITIES 638.00					09/15/2008	09/21/2010 -154.00
1,454.00		25. BIOGEN IDEC INC PROPERTY TYPE: SECURITIES 1,631.00					01/24/2001	09/21/2010 -177.00
649.00		25. CABLEVISION SYS CORP PROPERTY TYPE: SECURITIES 197.00					02/16/2001	09/21/2010 452.00
458.00		10. CANON INC ADR REPSTG 5 SHS PROPERTY TYPE: SECURITIES 339.00					01/20/2005	09/21/2010 119.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
975.00		17. CHUBB CORP. PROPERTY TYPE: SECURITIES 642.00				01/20/2005	09/21/2010 333.00	
415.00		10. DIRECTV COM USD0.01 CLASS 'A' PROPERTY TYPE: SECURITIES 180.00				01/02/2001	09/21/2010 235.00	
827.00		10. FREEPORT MCMORAN COPPER & GOLD PROPERTY TYPE: SECURITIES 258.00				01/27/2009	09/21/2010 569.00	
1,059.00		15. GENZYME CORP PROPERTY TYPE: SECURITIES 599.00				01/10/2001	09/21/2010 460.00	
257.00		105. HONG KONG & CHINA GAS-SP ADR PROPERTY TYPE: SECURITIES 186.00				07/09/2007	09/21/2010 71.00	
389.00		38. ING GROEP N.V. PROPERTY TYPE: SECURITIES 1,124.00				04/15/2005	09/21/2010 -735.00	
831.00		10. JONES LANG LASALLE INC PAR .01 PROPERTY TYPE: SECURITIES 336.00				06/15/2009	09/21/2010 495.00	
756.00		25. JUNIPER NETWORK INC PROPERTY TYPE: SECURITIES 428.00				11/07/2008	09/21/2010 328.00	
328.00		40. KEYCORP (NEW) F/K/A SOCIETY CORP PROPERTY TYPE: SECURITIES 237.00				06/15/2009	09/21/2010 91.00	
714.00		10. L-3 COMMUNICATIONS HLDGS INC PROPERTY TYPE: SECURITIES 382.00				01/24/2001	09/21/2010 332.00	
292.00		35. LAWSON SOFTWARE INC NEW PROPERTY TYPE: SECURITIES 280.00				05/01/2008	09/21/2010 12.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
637.00		50. LIBERTY MEDIA HLDG CORP PROPERTY TYPE: SECURITIES 1,211.00					01/02/2001	09/21/2010
							-574.00	
1,300.00		25. LIBERTY MEDIA HLDG CORP PROPERTY TYPE: SECURITIES 137.00					01/30/2009	09/21/2010
							1,163.00	
616.00		5. METTLER-TOLEDO INTL INC PROPERTY TYPE: SECURITIES 248.00					01/20/2005	09/21/2010
							368.00	
430.00		10. NATIONAL-OILWELL INC PROPERTY TYPE: SECURITIES 425.00					01/24/2001	09/21/2010
							5.00	
787.00		15. NESTLE S A SPONSORED ADR REPSTG REG PROPERTY TYPE: SECURITIES 385.00					01/20/2005	09/21/2010
							402.00	
617.00		15. PALL CORP PROPERTY TYPE: SECURITIES 394.00					01/26/2005	09/21/2010
							223.00	
696.00		10. PARKER HANNIFIN CORP PROPERTY TYPE: SECURITIES 428.00					05/21/2009	09/21/2010
							268.00	
708.00		20. SANDISK CORP PROPERTY TYPE: SECURITIES 511.00					02/27/2004	09/21/2010
							197.00	
1,291.00		50. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES 1,280.00					07/23/2008	09/21/2010
							11.00	
882.00		25. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES 517.00					04/01/2009	09/21/2010
							365.00	
362.00		15. WAL-MART DE MEXICO SA-SP ADR PROPERTY TYPE: SECURITIES 197.00					03/29/2006	09/21/2010
							165.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,210.00		25. CORE LABORATORIES N.V. PROPERTY TYPE: SECURITIES 270.00					01/24/2001 1,940.00	09/21/2010
239.00		6. AGCO CORP PROPERTY TYPE: SECURITIES 193.00					12/03/2009 46.00	09/22/2010
4,307.00		4000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 4,293.00		4.000%	11/15/		03/29/2010 14.00	09/22/2010
5,383.00		5000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 4,954.00		4.000%	11/15/		06/06/2007 429.00	09/22/2010
238.00		6. AGCO CORP PROPERTY TYPE: SECURITIES 193.00					12/03/2009 45.00	09/23/2010
181.00		9. TUTOR PERINI CORP PROPERTY TYPE: SECURITIES 207.00					09/18/2008 -26.00	09/23/2010
519.00		13. AGCO CORP PROPERTY TYPE: SECURITIES 419.00					12/04/2009 100.00	09/24/2010
2,219.00		2000. CREDIT SUISSE FIRST PROPERTY TYPE: SECURITIES 2,001.00		5.500%	8/15/		08/14/2008 218.00	09/24/2010
179.00		9. TUTOR PERINI CORP PROPERTY TYPE: SECURITIES 192.00					06/18/2009 -13.00	09/24/2010
199.00		10. TUTOR PERINI CORP PROPERTY TYPE: SECURITIES 179.00					06/18/2009 20.00	09/27/2010
1,825.00		55. ROCHE HOLDINGS LTD-SPONSORED ADR PROPERTY TYPE: SECURITIES 1,802.00					03/27/2009 23.00	09/28/2010

**FORM 990-PF - PART IV
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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
199.00		10. TUTOR PERINI CORP PROPERTY TYPE: SECURITIES 179.00					06/18/2009	09/28/2010
						20.00		
139.00		7. TUTOR PERINI CORP PROPERTY TYPE: SECURITIES 125.00					06/18/2009	09/29/2010
						14.00		
997.00		60. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 3,474.00					01/24/2007	10/13/2010
						-2,477.00		
2,248.00		2000. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 2,197.00		4.600%	1/15/		07/15/2010	10/14/2010
						51.00		
223.00		14. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 708.00					01/24/2007	10/15/2010
						-485.00		
1,632.00		10. AMAZON COM INC PROPERTY TYPE: SECURITIES 325.00					04/28/2005	10/18/2010
						1,307.00		
2,660.00		225. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 3,883.00					05/20/2009	10/19/2010
						-1,223.00		
2,166.00		2000. TRANSOCEAN INC PROPERTY TYPE: SECURITIES 2,164.00		6.000%	3/15/		01/06/2010	10/19/2010
						2.00		
477.00		31. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 1,566.00					07/09/2007	10/20/2010
						-1,089.00		
705.00		7. NOVO NORDISK A S ADR PROPERTY TYPE: SECURITIES 173.00					01/20/2005	10/20/2010
						532.00		
2,486.00		2000. RIO TINTO FINANCE PL PROPERTY TYPE: SECURITIES 2,173.00		8.950%	5/01/		05/07/2009	10/25/2010
						313.00		

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
297.00		19. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 956.00					07/09/2007	10/28/2010 -659.00
1,088.00		17. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 771.00					01/24/2001	11/02/2010 317.00
556.00		36. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 1,485.00					11/21/2008	11/03/2010 -929.00
407.00		4. FREEPORT MCMORAN COPPER & GOLD PROPERTY TYPE: SECURITIES 103.00					01/27/2009	11/04/2010 304.00
465.00		29. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 512.00					11/21/2008	11/05/2010 -47.00
16.00		1. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 16.00					09/21/2010	11/10/2010
485.00		30. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 530.00					11/21/2008	11/10/2010 -45.00
456.00		29. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 472.00					09/21/2010	11/15/2010 -16.00
402.00		26. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 423.00					09/21/2010	11/16/2010 -21.00
1,122.00		14. BERKSHIRE HATHAWAY INC-CL B PROPERTY TYPE: SECURITIES 634.00					01/22/2003	12/07/2010 488.00
222.00		6. WALT DISNEY CO. PROPERTY TYPE: SECURITIES 164.00					01/02/2001	12/08/2010 58.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
404.00		11. WALT DISNEY CO. PROPERTY TYPE: SECURITIES 301.00				01/02/2001	12/10/2010 103.00	
8,976.00		9000. FEDL HOME LN MTG DISC PROPERTY TYPE: SECURITIES 8,976.00			9/08/	09/22/2010	12/10/2010	
1,076.00		52. WEATHERFORD INT LTD COM USD1.00 PROPERTY TYPE: SECURITIES 596.00				06/27/2002	12/10/2010 480.00	
1,441.00		39. WALT DISNEY CO. PROPERTY TYPE: SECURITIES 1,067.00				01/02/2001	12/13/2010 374.00	
2,964.00		143. WEATHERFORD INT LTD COM USD1.00 PROPERTY TYPE: SECURITIES 1,640.00				06/27/2002	12/13/2010 1,324.00	
1,456.00		26. AMGEN INC PROPERTY TYPE: SECURITIES 1,705.00				01/02/2001	12/14/2010 -249.00	
329.00		4. DEERE & CO PROPERTY TYPE: SECURITIES 220.00				12/04/2009	12/16/2010 109.00	
1,861.00		90. INTEL CORP PROPERTY TYPE: SECURITIES 1,487.00				01/22/2003	01/06/2011 374.00	
216.00		10. ATLAS COPCO AB PROPERTY TYPE: SECURITIES 115.00				10/07/2009	01/10/2011 101.00	
615.00		15. AUTODESK INC PROPERTY TYPE: SECURITIES 435.00				02/02/2005	01/10/2011 180.00	
842.00		15. BAKER HUGHES INC PROPERTY TYPE: SECURITIES 685.00				02/10/2005	01/10/2011 157.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
853.00		25. CABLEVISION SYS CORP PROPERTY TYPE: SECURITIES 197.00				02/16/2001	01/10/2011 656.00	
506.00		10. CANON INC ADR REPSTG 5 SHS PROPERTY TYPE: SECURITIES 339.00				01/20/2005	01/10/2011 167.00	
697.00		15. CARNIVAL CORP PAIRED CTF 1 COM CARNI PROPERTY TYPE: SECURITIES 408.00				04/17/2009	01/10/2011 289.00	
1,611.00		75. COMCAST CORP NEW CL A SPL PROPERTY TYPE: SECURITIES 2,059.00				01/02/2001	01/10/2011 -448.00	
670.00		10. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 511.00				12/31/2009	01/10/2011 159.00	
932.00		11. DEERE & CO PROPERTY TYPE: SECURITIES 606.00				12/04/2009	01/10/2011 326.00	
417.00		10. DIRECTV COM USD0.01 CLASS 'A' PROPERTY TYPE: SECURITIES 180.00				01/02/2001	01/10/2011 237.00	
335.00		5. DOLBY LABORATORIES INC PROPERTY TYPE: SECURITIES 151.00				10/22/2008	01/10/2011 184.00	
1,310.00		11. FREEPORT MCMORAN COPPER & GOLD PROPERTY TYPE: SECURITIES 283.00				01/27/2009	01/10/2011 1,027.00	
1,448.00		20. GENZYME CORP PROPERTY TYPE: SECURITIES 798.00				01/10/2001	01/10/2011 650.00	
384.00		15. GRUPO TELEVISIA SA DE CV GLOBAL PROPERTY TYPE: SECURITIES 202.00				04/15/2005	01/10/2011 182.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
391.00		10. HONDA MTR LTD PROPERTY TYPE: SECURITIES 250.00					03/31/2005	01/10/2011
403.00		25. LIBERTY MEDIA HLDG CORP PROPERTY TYPE: SECURITIES 494.00					01/02/2001	01/10/2011
640.00		10. LIBERTY MEDIA HLDG CORP PROPERTY TYPE: SECURITIES 55.00					01/30/2009	01/10/2011
611.00		9. LIBERTY MEDIA CORP NEW PROPERTY TYPE: SECURITIES 199.00					01/02/2001	01/10/2011
771.00		31. MADISON SQUARE GARDEN INC PROPERTY TYPE: SECURITIES 201.00					02/16/2001	01/10/2011
1,411.00		50. MICROSOFT CORP PROPERTY TYPE: SECURITIES 53.00					12/27/1990	01/10/2011
653.00		10. NATIONAL-OILWELL INC PROPERTY TYPE: SECURITIES 425.00					01/24/2001	01/10/2011
574.00		35. NEWS CORP PROPERTY TYPE: SECURITIES 605.00					01/20/2005	01/10/2011
1,130.00		55. NVIDIA CORP 00 PROPERTY TYPE: SECURITIES 1,350.00					06/02/2008	01/10/2011
502.00		10. PALL CORP PROPERTY TYPE: SECURITIES 263.00					01/26/2005	01/10/2011
1,673.00		50. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES 1,011.00					07/23/2008	01/10/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
963.00		25. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES 374.00					01/24/2001	01/10/2011
436.00		15. WAL-MART DE MEXICO SA-SP ADR PROPERTY TYPE: SECURITIES 197.00					03/29/2006	01/10/2011
1,162.00		56. WEYERHAEUSER CO PROPERTY TYPE: SECURITIES 3,641.00					04/29/2008	01/10/2011
869.00		10. CORE LABORATORIES N.V. PROPERTY TYPE: SECURITIES 108.00					01/24/2001	01/10/2011
1,185.00		14. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES 908.00					12/30/2009	01/13/2011
2,143.00		2000. JPMORGAN CHASE & CO PROPERTY TYPE: SECURITIES 1,994.00		4.650%	6/01/		05/18/2009	01/19/2011
6,115.00		6000. FEDL NATL MTG ASSN PROPERTY TYPE: SECURITIES 6,236.00		3.625%	8/15/		03/30/2010	01/20/2011
2,167.00		2000. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 2,005.00		4.950%	2/15/		06/09/2009	01/25/2011
272.00		5. NESTLE S A SPONSORED ADR REPSTG REG S PROPERTY TYPE: SECURITIES 128.00					01/20/2005	01/28/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- 26,515. -----	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	11,721.	14,124.
TOTAL	11,721.	14,124.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CITI IM FEES	15,000.	7,500.	7,500.
TOTALS	15,000.	7,500.	7,500.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	223.	223.
FED EXCISE TAX BAL DUE	47.	
TOTALS	270.	223.

39-800040487310 FRANKFURTH CHARITABLE

65-1066569

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN ADR FEES	28.	28.
TOTALS	----- 28. =====	----- 28. =====

39-800040487310 FRANKFURTH CHARITABLE

65-1066569

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV	C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENTS		C	490,298.	618,984.
TOTALS			490,298.	618,984.

SEE ATTACHED STATEMENTS		C	490,298.	618,984.
TOTALS			490,298.	618,984.

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

DESCRIPTION	AMOUNT
ACCRUED MARKET DISCOUNT	47.
TAX COST ADJ/LIBERTY GLOBAL INC	859.
CARRYING VALUE ADJ/WEYERHAEUSER CO	2,514.

TOTAL	3,420.
	=====

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

DESCRIPTION -----	AMOUNT -----
ADJUSTMENT/ACCRUED INTEREST	141.
WASH SALE/WEYERHAEUSER CO	38.
CARRYING VALUE ADJ/LIBERTY MEDIA HLDG CORP	647.
CARRYING VALUE ADJ/WYETH	5.

TOTAL	831.
	=====

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

FL

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

=====

OFFICER NAME:
THOMAS FRANKFURTH
ADDRESS:
17529 EDINBURGH DR
TAMPA, FL 33647
TITLE:
CO-TRUSTEE, AS REQ'D

OFFICER NAME:
JILL MCDERMOTT
ADDRESS:
126 BEDELL PLACE
MELVILLE, NY 11747
TITLE:
CO-TRUSTEE, AS REQ'D

OFFICER NAME:
PAUL FRANKFURTH
ADDRESS:
13093 SE GREEN TURTLE WAY
TEQUESTA, FL 33469
TITLE:
CO-TRUSTEE, AS REQ'D

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

=====

EMPLOYEE NAME:

NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:
NONE

=====

RECIPIENT NAME:

SEE ATTACHED STATEMENTS

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 23,419.

TOTAL GRANTS PAID: 23,419.

=====

FEDERAL CAPITAL GAIN DIVIDENDS

=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

	4,880.00	
WEYERHAEUSER CO	66.00	
CLASS ACTION PROCEEDS FROM ENRON	714.00	
CLASS ACTION PROCEEDS	161.00	

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		5,822.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		5,822.00
		=====

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.

102 CHARITABLE DEDUCTION - CURRENT INCOME

02/11/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN-CASH 4 GIFT FROM FRANKFURTH CHARITABLE FOUNDATION PER JILL MCDERMOTT AND TOM FRANKFURTH 2/11/2010 EMAIL DIRECTION FOR 65-1066569 PAID TO WFV POST 3211 TR TRAN#=ES000246000001 TR CD=069 REG=0 PORT=PRIN	-250 00		-250 00 1002000035 **CHANGED** 01/13/11 CXG
02/11/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN-CASH 4 GIFT FROM FRANKFURTH CHARITABLE FOUNDATION PER JILL MCDERMOTT AND TOM FRANKFURTH 2/11/2010 EMAIL DIRECTION FOR 65-1066569 PAID TO VVA CHAPTER 82 TR TRAN#=ES000246000003 TR CD=069 REG=0 PORT=PRIN	-250 00		-250 00 1002000036 **CHANGED** 01/13/11 CXG
02/23/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 DONATION FROM THE FRANKFURTH FOUNDATION FOR 65-1066569 PAID TO UCPN (UNITED CEREBRAL PALSY) TR TRAN#=ES000448000002 TR CD=071 REG=0 PORT=PRIN	-1000 00		-1000 00 1002000060 **CHANGED** 01/13/11 CXG
03/02/10	CASH DISBURSEMENT CHARITABLE DIST FROM INCO 9DONATION FROM FRANKFURTH FOUNDATION-EPILEPSY SER FOR 65-1066569 PAID TO EPILEPSY SERVICES FOUNDATION TR TRAN#=ES000041000029 TR CD=072 REG=0 PORT=INC	-590 00	-590 00	1003000011 **CHANGED** 01/13/11 CXG
03/02/10	CASH DISBURSEMENT CHARITABLE DIST FROM INCO 9 DONATION FROM FRANKFURTH FOUND -THE RETREAT FOR 65-1066569 PAID TO THE RETREAT TR TRAN#=ES000041000032 TR CD=072 REG=0 PORT=INC	-1100 00	-1100 00	1003000012 **CHANGED** 01/13/11 CXG
03/16/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 4 GIFT FROM FRANKFURTH CHARITABLE FOUNDATION FOR 65-1066569 PAID TO ST BALDRICK'S FOUNDATION TR TRAN#=ES000323000001 TR CD=071 REG=0 PORT=PRIN	-250 00		-250 00 1003000053 **CHANGED** 01/13/11 CXG
04/30/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 CHARITABLE 2010 DONATION FR FRANKFURTH FDN FOR 65-1066569 PAID TO MOFFITT CANCER CENTER FOUNDATION TR TRAN#=ES000624000001 TR CD=071 REG=0 PORT=PRIN	-1000 00		-1000 00 1004000087 **CHANGED** 01/13/11 CXG
06/03/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN	-500 00		-500 00 1006000016 **CHANGED** 01/13/11 CXG

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
	9 CHARITABLE 2010 BEQUEST TO LONG ISLAND CARES FOR 65-1066569 PAID TO LONG ISLAND CARES TR TRAN# = ES000077000005 TR CD = 071 REG = 0 PORT = PRIN				
06/17/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 DONATION FROM FRANKFURTH FOUNDATION FOR 65-1066569 PAID TO TAMPA FIREFIGHTERS CHARITY FUND TR TRAN# = ES000377000033 TR CD = 071 REG = 0 PORT = PRIN	-500 00		-500 00	1006000086 **CHANGED** 01/13/11 CXG
06/17/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 DONATION FROM FRANKFURTH FOUNDATION FOR 65-1066569 PAID TO STEVE NASH FOUNDATION TR TRAN# = ES000377000034 TR CD = 071 REG = 0 PORT = PRIN			-950 00	1006000087 **REVERSAL STOP** **CHANGED** 01/13/11 CXG
06/30/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 CHARITABLE 2010 DONATION FR FRANKFURTH FDN FOR 65-1066569 PAID TO PETER SIRACUSE FOUNDATION TR TRAN# = ES000620000030 TR CD = 071 REG = 0 PORT = PRIN	-525 00		-525 00	1006000121 **CHANGED** 01/13/11 CXG
07/09/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 DONATION FROM FRANKFURTH FOUNDATION REPLACEMENT CHECK FOR 6/17 DISTRIBUTION FOR 65-1066569 PAID TO STEVE NASH FOUNDATION TR TRAN# = ES000151000026 TR CD = 071 REG = 0 PORT = PRIN	-950 00		-950 00	1007000036 **CHANGED** 01/13/11 CXG
07/09/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 DONATION FROM FRANKFURTH FOUNDATION STOP PAYMENT CHECK NOT RECEIVED FOR 65-1066569 PAID TO STEVE NASH FOUNDATION TR TRAN# = ES000168000001 TR CD = 071 REG = 0 PORT = PRIN			950 00	1007000037 **REVERSAL STOP** **CHANGED** 01/13/11 CXG
07/14/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 CHARITABLE 2010 BEQUEST TO SIRACUSE FOUNDATION FOR 65-1066569 PAID TO SIRACUSE FOUNDATION TR TRAN# = ES000240000001 TR CD = 071 REG = 0 PORT = PRIN	-450 00		-450 00	1007000044 **CHANGED** 01/13/11 CXG
09/03/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 CHARITABLE 2010 BEQUEST FROM FRANKFURTH FDN FOR 65-1066569 PAID TO THREE FIRES COUNCIL BOY SCOUTS OF AMERICA TR TRAN# = ES000076000016 TR CD = 071 REG = 0 PORT = PRIN	-2500 00		-2500 00	1009000022 **CHANGED** 01/13/11 CXG
09/08/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 DONATION FOR JOLIES WOMENS CLUB FOR 65-1066569 PAID TO GFWC FLORIDA TR TRAN# = ES000130000020 TR CD = 071 REG = 0 PORT = PRIN	-500 00		-500 00	1009000037 **CHANGED** 01/13/11 CXG
09/08/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 DONATION FROM FRANKFURTH FOUNDATION FOR 65-1066569 PAID TO SC DEL SOL TR TRAN# = ES000130000021 TR CD = 071 REG = 0 PORT = PRIN	-754 00		-754 00	1009000038 **CHANGED** 01/13/11 CXG
09/08/10	CASH DISBURSEMENT CHARITABLE DIST FROM PRIN 9 DONATION FROM FRANKFURTH FOUNDATION FOR 65-1066569 PAID TO BACK TO BASICS CHARTER SCHOOL FDN TR TRAN# = ES000130000022 TR CD = 071 REG = 0 PORT = PRIN	-1000 00		-1000 00	1009000039 **CHANGED** 01/13/11 CXG
09/08/10	CASH DISBURSEMENT	-230 00		-230 00	1009000041

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
CHARITABLE DIST FROM PRIN			**CHANGED**	01/13/11 CXG
9 DONATION FROM FRANKFURTH FOUNDATION				
FOR 65-1066569				
PAID TO				
WHS ABC				
TR TRAN#=ES000130000024 TR CD=071 REG=0 PORT=PRIN				
09/24/10 CASH DISBURSEMENT	-500 00		-500 00	1009000108
CHARITABLE DIST FROM PRIN			**CHANGED**	01/13/11 CXG
4 FRANKFURTH FOUNDATION - OPERATION HELPING HAND				
FOR 65-1066569				
PAID TO				
OPERATION HELPING HAND				
TR TRAN#=ES000473000006 TR CD=071 REG=0 PORT=PRIN				
09/24/10 CASH DISBURSEMENT	-800 00		-800 00	1009000109
CHARITABLE DIST FROM PRIN			**CHANGED**	01/13/11 CXG
4 FRANKFURTH FOUNDATION - ST MARK THE EVANGELIST				
FOR 65-1066569				
PAID TO				
ST MARK THE EVANGELIST				
TR TRAN#=ES000473000007 TR CD=071 REG=0 PORT=PRIN				
09/24/10 CASH DISBURSEMENT	-500 00		-500 00	1009000110
CHARITABLE DIST FROM PRIN			**CHANGED**	01/13/11 CXG
4 FRANKFURTH FOUNDATION - SU2C STAND UP TO CANCER				
FOR 65-1066569				
PAID TO				
SU2C- STAND UP TO CANCER				
TR TRAN#=ES000473000008 TR CD=071 REG=0 PORT=PRIN				
10/28/10 CASH DISBURSEMENT	-500 00		-500 00	1010000068
PRINCIPAL DISTRIBUTION			**CHANGED**	01/18/11 CXG
9 GERALD RYAN OUTREACH (THANKSGIVING FOOD DRIVE)				
FOR 65-1066569				
PAID TO				
GERALD RYAN OUTREACH CENTER				
TR TRAN#=ES000522000002 TR CD=051 REG=0 PORT=PRIN				
10/29/10 CASH DISBURSEMENT			-780 00	1010000072
CHARITABLE DIST FROM PRIN			**REVERSAL STOP**	
9 WHARTON H S ATHLETIC BOOSTER CLUB-GOLF TOURN			**CHANGED**	01/14/11 CXG
FOR 65-1066569				
PAID TO				
WHARTON HIGH SCHOOL ATHLETIC BOOSTER CLUB				
TR TRAN#=ES000543000011 TR CD=071 REG=0 PORT=PRIN				
10/29/10 CASH DISBURSEMENT	-780 00		-780 00	1010000071
CHARITABLE DIST FROM PRIN			**CHANGED**	01/14/11 CXG
9 WHARTON H S ATHLETIC BOOSTER CLUB-GOLF TOURN				
FOR 65-1066569				
PAID TO				
WHARTON HIGH SCHOOL ATHLETIC BOOSTER CLUB				
TR TRAN#=ES000543000010 TR CD=071 REG=0 PORT=PRIN				
11/03/10 CASH DISBURSEMENT			780 00	1011000020
CHARITABLE DIST FROM PRIN			**REVERSAL STOP**	
9 WHARTON H S ATHLETIC BOOSTER CLUB-GOLF TOURN			**CHANGED**	01/14/11 CXG
STOP PAYMENT				
DUPLICATE CHECK				
FOR 65-1066569				
PAID TO				
WHARTON HIGH SCHOOL ATHLETIC BOOSTER CLUB				
TR TRAN#=ES000076000001 TR CD=071 REG=0 PORT=PRIN				
01/07/11 CASH DISBURSEMENT	-4000 00		-4000 00	1101000042
CHARITABLE DIST FROM PRIN				
9 CHARITABLE CONTRIBUTION FRANKFURTH FOUNDATION				
FOR 65-1066569				
PAID TO				
GFWC NEW TAMPA JUNIORS				
TR TRAN#=ES000142000001 TR CD=071 REG=0 PORT=PRIN				
01/07/11 CASH DISBURSEMENT	-3000 00		-3000 00	1101000043
CHARITABLE DIST FROM PRIN				
9 CHARITABLE DONATION FROM FRANKFURTH FOUNDATION				
FOR 65-1066569				
PAID TO				
BACK TO BASICS CHARTER SCHOOL FOUNDATION				
TR TRAN#=ES000142000002 TR CD=071 REG=0 PORT=PRIN				
01/07/11 CASH DISBURSEMENT	-250 00		-250 00	1101000044
CHARITABLE DIST FROM PRIN				
9 CHARITABLE DONATION FROM FRANKFURTH FOUNDATION				
FOR 65-1066569				
PAID TO				
WHARTON PTA				

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) TR TRAN#=ES000142000003 TR CD=071 REG=0 PORT=PRIN				
TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-22679 00	-1690 00	-20989 00	
31 OTHER NON-ALLOCABLE EXPENSE - PRINCIPAL				
09/02/10 CASH DISBURSEMENT REIMBURSEMENT REIMBURSEMENT FOR TRAVELING EXP FOR 12/1 BOARD MTG FOR 65-1066569 PAID TO 282-72-4669 JILL A MCDERMOTT 126 BEDELL PL MELVILLE, NY 11747 TR TRAN#=ES000045000080 TR CD=089 REG=0 PORT=PRIN	-3767 00		-3767 00	1009000014 **CHANGED** 01/18/11 CXG
09/08/10 CASH DISBURSEMENT CHARITABLE EXP FROM PRIN 9 REIMBURSE DEPOSITS FOR LODGING AT ANNUAL MTG FOR 65-1066569 PAID TO DR THOMAS FRANKFURTH TR TRAN#=ES000130000019 TR CD=116 REG=0 PORT=PRIN	-2000 00		-2000 00	1009000036 **CHANGED** 05/16/11 CXG
09/20/10 CASH DISBURSEMENT REIMBURSEMENT BOARD MEETING TRAVEL REIMBURSEMENT FOR 65-1066569 PAID TO 282-72-3906 THOMAS J FRANKFURTH 17529 EDINBURGH DR TAMPA, FL 33647 TR TRAN#=ES000370000008 TR CD=089 REG=0 PORT=PRIN	-14630 20		-14630 20	1009000086 **CHANGED** 01/18/11 CXG
09/27/10 CASH DISBURSEMENT REIMBURSEMENT TRAVEL EXPENSES FOR BOARD MEETING-JILL MCDERMOTT FOR 65-1066569 PAID TO JILL MCDERMOTT 126 BEDELL PLACE MELVILLE, NY 11747 TR TRAN#=ES000504000008 TR CD=089 REG=0 PORT=PRIN	-4920 60		-4920 60	1009000116 **CHANGED** 01/18/11 CXG
HONG KONG & CHINA GAS-SP ADR - 438550303 - MINOR = 44	-25317 80	0 00	-25317 80	
06/16/10 CASH DISBURSEMENT ADR/FOREIGN FEES ADR CHARGE ON STOCK DIVIDEND PAID TO DTC TR TRAN#=CA000181000860 TR CD=020 REG=0 PORT=PRIN	-2 75		-2 75	1006000075
TOTAL CODE 31 - OTHER NON-ALLOCABLE EXPENSE - PRINCIPAL	-25320 55	0 00	-25320 55	

Citi Trust



Citigroup Trust - Delaware, N.A.
 222 Delaware Avenue - 14th Floor
 Wilmington, DE 19801

34.

Account Summary Section

2631728

Statement of Value and Activity

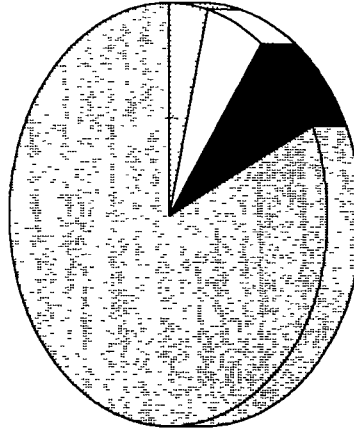
January 1, 2011 - January 31, 2011

Market Value Reconciliation

	This Period	1/1/11 to 1/31/11
Beginning Market Value	\$641,815.63	\$641,815.63
Additions and Contributions	\$0.00	\$0.00
Other Receipts	\$0.00	\$0.00
Interest and Dividends	\$753.93	\$753.93
Distributions To and For Beneficiaries	-\$7,250.00	-\$7,250.00
Trust Taxes	-\$0.90	-\$0.90
Fees	-\$3,750.00	-\$3,750.00
Other Expenses/Disbursements	\$0.00	\$0.00
Corporate Actions/Non-Cash Transactions	\$0.00	\$0.00
Change in Market Value	\$15,541.83	\$15,541.83
Ending Market Value	\$647,110.49	\$647,110.49
Net Realized Gains/Losses (Included in Total Above)	\$7,668.63	\$7,668.63

Asset Allocation Summary

	Asset Class	Balance
■	Common Equity Securities	\$529,750.34
■	U.S. Treasuries and Agencies	\$52,186.41
□	Corporate and Foreign Bonds	\$37,047.40
□	Cash Equivalents	\$28,126.34
100%	Total Assets Value	\$647,110.49



Investment Objective: Growth - Portfolio positioned to maximize returns

Asset Detail Section

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
<i>U.S. Treasuries and Agencies</i>						
<i>U.S. Treasury Bonds and Notes</i>						
U S Treas Nts 1 375% 11/15/12	9,000.00	\$9,137.79	\$9,130.08	\$7.71	\$123.75	1.41%
CUSIP: 912828LX6						
U S Treasury Notes 4 250% 8/15/13	7,000.00	\$7,617.40	\$7,207.66	\$409.74	\$297.50	1.18%
CUSIP: 912828BH2						
U S Treasury Notes 4.875% 8/15/16	8,000.00	\$9,146.88	\$9,036.80	\$110.08	\$390.00	1.41%
CUSIP: 912828FQ8						
U S Treasury Notes 3 375% 11/15/19	4,000.00	\$4,076.56	\$3,959.09	\$117.47	\$135.00	0.63%
CUSIP: 912828LY4						
U S Treas Nts 2.625% 8/15/20	2,000.00	\$1,885.78	\$1,989.06	-\$103.28	\$52.50	0.29%
CUSIP: 912828NT3						
		\$31,864.41	\$31,322.69	\$541.72	\$998.75	4.92%
<i>Government Agency Bonds/Notes</i>						
Fed Natl Mtg Assn 4.375% 9/15/12	5,000.00	\$5,309.10	\$5,330.30	-\$21.20	\$218.75	0.82%
CUSIP: 31359MPF4						
Federal Natl Mtg as 1.000% 9/23/13	6,000.00	\$5,993.58	\$5,994.12	-\$0.54	\$60.00	0.93%
CUSIP: 31398A2S0						
Fed Home Ln Mtg Corp 5 000% 1/30/14	4,000.00	\$4,448.80	\$3,883.56	\$565.24	\$200.00	0.69%
CUSIP: 3128X2TM7						
Fed Natl Mtg Assn 5.250% 9/15/16	4,000.00	\$4,570.52	\$4,055.04	\$515.48	\$210.00	0.71%
CUSIP: 31359MW41						
		\$20,322.00	\$19,263.02	\$1,058.98	\$688.75	3.15%
Total U.S. Treasuries and Agencies		\$52,186.41	\$50,585.71	\$1,600.70	\$1,687.50	8.07%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
<i>Corporate and Foreign Bonds</i>						
U.S. Corporate Bonds & Notes						
Goldman Sachs 3.250% 6/15/12 CUSIP: 38146FAA9	2,000.00	\$2,075.36	\$2,073.04	\$2.32	\$65.00	0.32%
Bank of America Corp 3.125% 6/15/12 CUSIP: 06050BAA9	2,000.00	\$2,073.08	\$2,016.30	\$56.78	\$62.50	0.32%
Merrill Lynch & Co 5.450% 2/05/13 CUSIP: 59018YM40	3,000.00	\$3,177.96	\$2,970.08	\$207.88	\$163.50	0.49%
Verizon Wireless Cap 5.550% 2/01/14 CUSIP: 92344SAP5	2,000.00	\$2,218.30	\$2,201.40	\$16.90	\$111.00	0.34%
American Express Co 7.250% 5/20/14 CUSIP: 025816BA6	2,000.00	\$2,290.46	\$2,054.54	\$235.92	\$145.00	0.35%
Wachovia Corp New 5.250% 8/01/14 CUSIP: 929903AJ1	2,000.00	\$2,161.36	\$1,955.30	\$206.06	\$105.00	0.33%
Kraft Foods Inc 4.125% 2/09/16 CUSIP: 50075NBB9	2,000.00	\$2,105.20	\$2,091.04	\$14.16	\$82.50	0.33%
BB&T Corporation 3.950% 4/29/16 CUSIP: 05531FAF0	2,000.00	\$2,079.78	\$2,013.28	\$66.50	\$79.00	0.32%
Time Warner Cable 5.850% 5/01/17 CUSIP: 88732JAH1	2,000.00	\$2,227.64	\$1,985.28	\$242.36	\$117.00	0.34%
At & T Inc 5.500% 2/01/18 CUSIP: 00206RAJ1	2,000.00	\$2,203.24	\$2,094.16	\$109.08	\$110.00	0.34%
Goldman Sachs 6.150% 4/01/18 CUSIP: 38141GFM1	2,000.00	\$2,178.60	\$2,181.70	-\$3.10	\$123.00	0.34%
Gen Elec Cap Corp 5.500% 1/08/20 CUSIP: 36962G4J0	2,000.00	\$2,128.42	\$2,041.18	\$87.24	\$110.00	0.33%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Comcast Corp New CUSIP: 20030NBA8	5 150% 3/01/20 2,000.00	\$2,088.36	\$2,010.94	\$77.42	\$103.00	0.32%
JP Morgan Chase & Co CUSIP: 46625HHS2	4.400% 7/22/20 2,000.00	\$1,958.32	\$1,961.52	-\$3.20	\$88.00	0.30%
Enterprise Prods Ope CUSIP: 29379VAP8	5.200% 9/01/20 2,000.00	\$2,066.98	\$2,202.26	-\$135.28	\$104.00	0.32%
		\$33,033.06	\$31,852.02	\$1,181.04	\$1,568.50	5.09%
Foreign Corporate Bonds						
Shell International CUSIP: 822582AQ5	3.100% 6/28/15 2,000.00	\$2,063.64	\$2,121.16	-\$57.52	\$62.00	0.32%
Royal Bk of Scotland CUSIP: 78010XAG6	3.950% 9/21/15 2,000.00	\$1,950.70	\$2,026.82	-\$76.12	\$79.00	0.30%
		\$4,014.34	\$4,147.98	-\$133.64	\$141.00	0.62%
Total Corporate and Foreign Bonds						
		\$37,047.40	\$36,000.00	\$1,047.40	\$1,709.50	5.71%
Common Equity Securities						
Domestic Common Stocks						
Akamai Technologies Inc CUSIP: 00971T101	100.00	\$4,832.00	\$1,954.20	\$2,877.80	\$0.00	0.75%
Amazon Com Inc CUSIP: 023135106	55.00	\$9,330.20	\$1,786.37	\$7,543.83	\$0.00	1.44%
AMGEN Inc Com CUSIP: 031162100	99.00	\$5,452.92	\$5,818.57	-\$365.65	\$0.00	0.84%
Anadarko Petroleum Corp CUSIP: 032511107	75.00	\$5,781.00	\$3,104.35	\$2,676.65	\$27.00	0.89%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Apache Corp CUSIP: 0374111105	27.00	\$3,222.72	\$2,490.38	\$732.34	\$16.20	0.50%
Applied Materials Com CUSIP: 038222105	355.00	\$5,569.95	\$5,797.76	-\$227.81	\$99.40	0.86%
AT & T Inc CUSIP: 00206R102	100.00	\$2,752.00	\$2,425.88	\$326.12	\$172.00	0.43%
Autodesk Inc CUSIP: 052769106	60.00	\$2,440.80	\$1,459.25	\$981.55	\$0.00	0.38%
Babcock & Wilcox Co New CUSIP: 05615F102	65.00	\$1,901.25	\$938.73	\$962.52	\$0.00	0.29%
Baker Hughes Inc Com CUSIP: 057224107	60.00	\$4,110.60	\$2,508.95	\$1,601.65	\$36.00	0.64%
Bank of America Corp CUSIP: 060505104	150.00	\$2,059.50	\$1,735.22	\$324.28	\$6.00	0.32%
Bank of New York Mellon Corp CUSIP: 064058100	135.00	\$4,216.05	\$3,328.76	\$887.29	\$48.60	0.65%
Bed Bath & Beyond Inc Com CUSIP: 075896100	125.00	\$6,000.00	\$5,032.58	\$967.42	\$0.00	0.93%
Berkshire Hathaway Inc CUSIP: 084670702	46.00	\$3,760.50	\$2,082.88	\$1,677.62	\$0.00	0.58%
Biogen IDEC Inc CUSIP: 09062X103	150.00	\$9,820.50	\$9,112.50	\$708.00	\$0.00	1.52%
Blackrock Inc CUSIP: 09247X101	39.00	\$7,722.78	\$5,765.11	\$1,957.67	\$156.00	1.19%
Boeing Company Com CUSIP: 097023105	47.00	\$3,265.56	\$3,603.27	-\$337.71	\$78.96	0.50%
Broadcom Corp Com CUSIP: 111320107	40.00	\$1,803.60	\$1,123.12	\$680.48	\$12.80	0.28%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Cablevision Sys Corp CUSIP: 12686C109	75.00	\$2,538.75	\$590.44	\$1,948.31	\$37.50	0.39%
Celgene Corp CUSIP: 151020104	95.00	\$4,895.35	\$4,711.02	\$184.33	\$0.00	0.76%
Chubb Corp Com CUSIP: 171232101	80.00	\$4,634.40	\$3,019.20	\$1,615.20	\$118.40	0.72%
CISCO Systems Inc Com CUSIP: 17275R102	475.00	\$10,046.25	\$12,718.75	-\$2,672.50	\$0.00	1.55%
CITRIX Sys Inc Com CUSIP: 177376100	20.00	\$1,263.60	\$1,180.72	\$82.88	\$0.00	0.20%
Coca Cola Co Com CUSIP: 191216100	130.00	\$8,170.50	\$5,831.89	\$2,338.61	\$228.80	1.26%
Comcast Corp New CL A Spl CUSIP: 20030N200	225.00	\$4,824.00	\$6,178.35	-\$1,354.35	\$85.05	0.75%
ConocoPhillips CUSIP: 20825C104	50.00	\$3,573.00	\$2,556.77	\$1,016.23	\$110.00	0.55%
Cree Inc CUSIP: 225447101	40.00	\$2,019.60	\$697.20	\$1,322.40	\$0.00	0.31%
Cvs/Caremark Corp CUSIP: 126650100	175.00	\$5,985.00	\$5,086.52	\$898.48	\$87.50	0.92%
Deere & Co. CUSIP: 244199105	50.00	\$4,545.00	\$2,723.51	\$1,821.49	\$70.00	0.70%
Devon Energy Corporation New CUSIP: 25179M103	55.00	\$4,877.95	\$3,473.51	\$1,404.44	\$35.20	0.75%
DirectTV Com Usd0.01 Class 'a' CUSIP: 25490A101	40.00	\$1,695.60	\$721.67	\$973.93	\$0.00	0.26%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Dolby Laboratories Inc CUSIP: 25659T107	25.00	\$1,492.50	\$744.41	\$748.09	\$0.00	0.23%
Dover Corp Com CUSIP: 260003108	25.00	\$1,602.50	\$1,310.25	\$292.25	\$27.50	0.25%
Ebay Inc CUSIP: 278642103	470.00	\$14,269.20	\$12,852.97	\$1,416.23	\$0.00	2.21%
Emcor Group Inc CUSIP: 29084Q100	17.00	\$514.76	\$403.75	\$111.01	\$0.00	0.08%
Emerson Electric Com CUSIP: 291011104	75.00	\$4,416.00	\$2,468.82	\$1,947.18	\$103.50	0.68%
Expedia Inc DEL CUSIP: 30212P105	175.00	\$4,403.00	\$3,681.89	\$721.11	\$49.00	0.68%
First Solar Inc CUSIP: 336433107	37.00	\$5,719.46	\$4,275.52	\$1,443.94	\$0.00	0.88%
Fluor Corp New CUSIP: 343412102	75.00	\$5,189.25	\$2,951.03	\$2,238.22	\$37.50	0.80%
Forest Labs Inc CL A Com CUSIP: 345838106	120.00	\$3,871.20	\$3,607.50	\$263.70	\$0.00	0.60%
Franklin RES Inc Com CUSIP: 354613101	25.00	\$3,016.25	\$1,334.74	\$1,681.51	\$25.00	0.47%
Freeport McMoran Copper B CUSIP: 35671D857	10.00	\$1,087.50	\$257.50	\$830.00	\$20.00	0.17%
Gap Inc Com CUSIP: 364760108	110.00	\$2,119.70	\$1,926.15	\$193.55	\$44.00	0.33%
General Electric Corp Com CUSIP: 369604103	330.00	\$6,646.20	\$14,726.25	-\$8,080.05	\$184.80	1.03%
Genzyme Corp Com CUSIP: 372917104	40.00	\$2,934.00	\$1,596.25	\$1,337.75	\$0.00	0.45%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Google Inc CUSIP: 38259P508	11.00	\$6,603.96	\$4,924.32	\$1,679.64	\$0.00	1.02%
Halliburton Co Com CUSIP: 406216101	120.00	\$5,400.00	\$3,727.32	\$1,672.68	\$43.20	0.83%
Hess Corp CUSIP: 42809H107	70.00	\$5,888.40	\$3,804.67	\$2,083.73	\$28.00	0.91%
Home Depot Inc Com CUSIP: 437076102	260.00	\$9,560.20	\$6,154.61	\$3,405.59	\$245.70	1.48%
Honeywell Intl Inc CUSIP: 438516106	75.00	\$4,200.75	\$2,631.00	\$1,569.75	\$90.75	0.65%
Immunogen Inc CUSIP: 45253H101	67.00	\$553.42	\$522.56	\$30.86	\$0.00	0.09%
Isis Pharmaceuticals CUSIP: 464330109	60.00	\$546.00	\$563.32	-\$17.32	\$0.00	0.08%
Jacobs Engr Group Inc CUSIP: 469814107	15.00	\$770.55	\$725.51	\$45.04	\$0.00	0.12%
Johnson & Johnson Com CUSIP: 478160104	168.00	\$10,041.36	\$7,623.00	\$2,418.36	\$362.88	1.55%
Jones Lang Lasalle Inc CUSIP: 48020Q107	30.00	\$2,659.20	\$965.98	\$1,693.22	\$6.00	0.41%
JPMorgan Chase & Co CUSIP: 46625H100	161.00	\$7,235.34	\$5,664.83	\$1,570.51	\$32.20	1.12%
Juniper Networks Inc CUSIP: 48203R104	175.00	\$6,496.00	\$2,731.02	\$3,764.98	\$0.00	1.00%
Key Corp CUSIP: 493267108	275.00	\$2,447.50	\$1,551.44	\$896.06	\$11.00	0.38%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
L-3 Communications Hldgs Inc CUSIP: 502424104	40.00	\$3,130.00	\$1,528.75	\$1,601.25	\$64.00	0.48%
Lawson Software Inc New CUSIP: 52078P102	125.00	\$1,175.00	\$657.20	\$517.80	\$0.00	0.18%
Liberty Media Hldg Corp CUSIP: 53071M104	125.00	\$1,980.00	\$2,471.75	-\$491.75	\$0.00	0.31%
Liberty Media Hldg Corp CUSIP: 53071M302	40.00	\$2,626.40	\$219.86	\$2,406.54	\$0.00	0.41%
Masco Corp. CUSIP: 574599106	33.00	\$439.56	\$429.64	\$9.92	\$9.90	0.07%
Mattel Inc Com CUSIP: 577081102	110.00	\$2,604.80	\$2,330.39	\$274.41	\$91.30	0.40%
Merck & Co Inc New CUSIP: 58933Y105	150.00	\$4,975.50	\$3,639.61	\$1,335.89	\$228.00	0.77%
Mettler-Toledo Intl Inc Com CUSIP: 592688105	15.00	\$2,237.85	\$744.00	\$1,493.85	\$0.00	0.35%
Microsoft Corp Com CUSIP: 594918104	350.00	\$9,703.75	\$368.55	\$9,335.20	\$224.00	1.50%
Monsanto Co New CUSIP: 61166W101	50.00	\$3,669.00	\$3,368.10	\$300.90	\$56.00	0.57%
Morgan Stanley CUSIP: 617446448	175.00	\$5,145.00	\$5,203.86	-\$58.86	\$35.00	0.80%
Nasdaq Omx Group Inc CUSIP: 631103108	185.00	\$4,528.80	\$5,800.87	-\$1,272.07	\$0.00	0.70%
Nat'l Oilwell Varco CUSIP: 637071101	30.00	\$2,217.00	\$854.70	\$1,362.30	\$13.20	0.34%
News Corp CUSIP: 65248E203	125.00	\$2,072.50	\$2,160.00	-\$87.50	\$18.75	0.32%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Noble Energy Inc CUSIP: 655044105	26.00	\$2,368.60	\$1,586.68	\$781.92	\$18.72	0.37%
Northrop Grumman Corp CUSIP: 666807102	55.00	\$3,811.50	\$3,255.95	\$555.55	\$103.40	0.59%
Nucor Corp CUSIP: 670346105	75.00	\$3,443.25	\$3,286.59	\$156.66	\$108.75	0.53%
NVIDIA Corp CUSIP: 67066G104	275.00	\$6,578.00	\$4,519.30	\$2,058.70	\$0.00	1.02%
Oracle Corporation Com CUSIP: 68389X105	98.00	\$3,138.94	\$2,744.49	\$394.45	\$19.60	0.49%
OshKosh Corporation CUSIP: 688239201	34.00	\$1,288.94	\$1,256.08	\$32.86	\$0.00	0.20%
Pall Corp Com CUSIP: 696429307	50.00	\$2,770.50	\$1,314.72	\$1,455.78	\$35.00	0.43%
Parker Hannifin Corp CUSIP: 701094104	25.00	\$2,235.25	\$1,056.77	\$1,178.48	\$32.00	0.35%
Pepsico Inc Com CUSIP: 713448108	85.00	\$5,466.35	\$3,633.75	\$1,832.60	\$163.20	0.84%
Procter & Gamble Company Com CUSIP: 742718109	110.00	\$6,944.30	\$3,495.18	\$3,449.12	\$211.97	1.07%
Safeway Stores Inc Com New CUSIP: 786514208	200.00	\$4,138.00	\$4,027.03	\$110.97	\$96.00	0.64%
Sandisk Corp CUSIP: 80004C101	55.00	\$2,495.35	\$1,406.19	\$1,089.16	\$0.00	0.39%
Schwab Charles Corp New CUSIP: 808513105	225.00	\$4,061.25	\$3,022.87	\$1,038.38	\$54.00	0.63%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Texas Instruments Com CUSIP: 882508104	400.00	\$13,564.00	\$6,180.00	\$7,384.00	\$208.00	2.10%
Thermo Fisher Corp CUSIP: 883556102	70.00	\$4,008.90	\$3,348.02	\$660.88	\$0.00	0.62%
Toll Bros Inc Com CUSIP: 889478103	22.00	\$445.28	\$429.12	\$16.16	\$0.00	0.07%
United Sts Stl Corp New CUSIP: 912909108	55.00	\$3,171.85	\$2,871.61	\$300.24	\$11.00	0.49%
UnitedHealth Group Inc CUSIP: 91324P102	125.00	\$5,131.25	\$1,869.14	\$3,262.11	\$62.50	0.79%
US Bancorp DEL CUSIP: 902973304	159.00	\$4,293.00	\$4,189.22	\$103.78	\$31.80	0.66%
Vertex Pharmaceuticals Inc CUSIP: 92532F100	35.00	\$1,361.15	\$946.12	\$415.03	\$0.00	0.21%
Visa Inc-Class A Shares CUSIP: 92826C839	45.00	\$3,143.25	\$3,572.10	-\$428.85	\$27.00	0.49%
Walt Disney Company Com CUSIP: 254687106	229.00	\$8,901.23	\$6,267.39	\$2,633.84	\$91.60	1.38%
Weyerhaeuser Company Com CUSIP: 962166104	200.00	\$4,636.00	\$4,062.26	\$573.74	\$40.00	0.72%
YAHOO Inc CUSIP: 984332106	225.00	\$3,627.00	\$3,033.58	\$593.42	\$0.00	0.56%
		\$410,323.43	\$304,435.48	\$105,887.95	\$4,791.13	63.45%
ADRs						
Allied World Ass. Com Usd0 03 CUSIP: H01531104	40.00	\$2,413.20	\$1,489.28	\$923.92	\$0.00	0.37%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Anheuser Busch Inbev Sa/Nv CUSIP: 03524A108	50.00	\$2,765.50	\$2,832.39	-\$66.89	\$19.30	0.43%
ASML Holding Nv-Uy Reg SHS CUSIP: N07059186	40.00	\$1,680.40	\$607.24	\$1,073.16	\$18.32	0.26%
Atlas Copco AB CUSIP: 049255805	75.00	\$1,628.25	\$862.50	\$765.75	\$20.48	0.25%
AXA S.A SPD ADR CUSIP: 054536107	100.00	\$2,124.00	\$2,276.45	-\$152.45	\$58.50	0.33%
BASF Aktiengesellschaft-Level I CUSIP: 055262505	25.00	\$1,932.50	\$844.50	\$1,088.00	\$40.43	0.30%
BHP Billiton Ltd CUSIP: 088606108	22.00	\$1,958.66	\$1,468.15	\$490.51	\$38.28	0.30%
Canon Inc ADR Repstg 5 SHS CUSIP: 138006309	40.00	\$1,966.40	\$1,357.60	\$608.80	\$47.72	0.30%
Carnival Corp Paired CTF 1 Com Carni CUSIP: 143658300	55.00	\$2,459.05	\$1,346.43	\$1,112.62	\$55.00	0.38%
Core Laboratories N V CUSIP: N22717107	15.00	\$1,368.90	\$162.19	\$1,206.71	\$15.00	0.21%
Covidien PLC Usd0 20 CUSIP: G2554F105	35.00	\$1,661.45	\$1,905.41	-\$243.96	\$28.00	0.26%
CRH PLC CUSIP: 12626K203	100.00	\$2,181.00	\$2,334.73	-\$153.73	\$80.60	0.34%
Danone CUSIP: 23636T100	115.00	\$1,382.30	\$1,021.77	\$360.53	\$23.23	0.21%
Diageo PLC Spns ADR CUSIP: 25243Q205	25.00	\$1,920.00	\$1,385.25	\$534.75	\$59.10	0.30%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Ericsson (Lm)Tel Adr-Each Rep 10 Ord CUSIP: 294821608	360.00	\$4,453.20	\$3,464.93	\$988.27	\$69.84	0.69%
Glaxo Smithkline CUSIP: 37733W105	65.00	\$2,361.45	\$2,809.02	-\$447.57	\$129.94	0.36%
Grupo Televisa SA-Sponsored ADR CUSIP: 40049J206	60.00	\$1,443.60	\$809.41	\$634.19	\$0.00	0.22%
Honda Mtr Ltd ADR New CUSIP: 438128308	50.00	\$2,177.00	\$1,252.00	\$925.00	\$24.20	0.34%
Hong Kong & China Gas Ltd CUSIP: 438550303	500.00	\$1,140.00	\$887.66	\$252.34	\$21.00	0.18%
HSBC Hldgs PLC Sponsored ADR New CUSIP: 404280406	20.00	\$1,092.80	\$1,449.95	-\$357.15	\$34.00	0.17%
Hutchinson Whampoa Ltd ADR CUSIP: 448415208	30.00	\$1,746.00	\$1,036.20	\$709.80	\$32.13	0.27%
Icon Pub Ltd Co CUSIP: 45103T107	50.00	\$1,113.50	\$1,350.30	-\$236.80	\$0.00	0.17%
ING Groep N V Sponsored ADR CUSIP: 456837103	200.00	\$2,278.00	\$2,415.18	-\$137.18	\$0.00	0.35%
Koninklijke Philips Electrs N V CUSIP: 500472303	50.00	\$1,561.50	\$1,386.00	\$175.50	\$39.65	0.24%
McDermott Intl Inc CUSIP: 580037109	175.00	\$3,636.50	\$1,596.91	\$2,039.59	\$0.00	0.56%
Mitsubishi UFJ Finl Group Apd ADR CUSIP: 606822104	300.00	\$1,560.00	\$2,255.69	-\$695.69	\$38.10	0.24%
Nestle SA Spon ADR Repstg Reg CUSIP: 641069406	40.00	\$2,168.80	\$1,027.20	\$1,141.60	\$35.88	0.34%
Nokia Corp Spnsd ADR CUSIP: 654902204	100.00	\$1,070.00	\$1,409.00	-\$339.00	\$39.30	0.17%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Nomura Hldgs Inc SPD ADR CUSIP: 65535H208	191.00	\$1,167.01	\$2,036.83	-\$869.82	\$16.04	0.18%
Novartis AG Spons ADR CUSIP: 66987V109	110.00	\$6,144.60	\$5,198.05	\$946.55	\$181.83	0.95%
Novo-Nordisk A S CUSIP: 670100205	13.00	\$1,470.69	\$321.62	\$1,149.07	\$12.73	0.23%
Orix Corp Spnd ADR CUSIP: 686330101	39.00	\$1,973.79	\$2,184.40	-\$210.61	\$14.51	0.31%
Petroleo Brasileiro SA Petrobras CUSIP: 71654V408	25.00	\$918.25	\$745.25	\$173.00	\$3.75	0.14%
Rio Tinto PLC Spn ADR CUSIP: 767204100	32.00	\$2,223.36	\$1,119.10	\$1,104.26	\$28.29	0.34%
Sap AG CUSIP: 803054204	50.00	\$2,895.00	\$1,922.00	\$973.00	\$21.00	0.45%
Schlumberger Ltd CUSIP: 806857108	91.00	\$8,098.09	\$5,262.34	\$2,835.75	\$91.00	1.25%
Seagate Technology PLC CUSIP: G7945M107	210.00	\$2,940.00	\$4,160.75	-\$1,220.75	\$0.00	0.45%
Shire PLC CUSIP: 82481R106	25.00	\$1,982.75	\$1,301.94	\$680.81	\$8.63	0.31%
Smith & Nephew P L C SPD ADR New CUSIP: 83175M205	30.00	\$1,679.70	\$1,484.38	\$195.32	\$21.48	0.26%
Suncor Energy Inc CUSIP: 867224107	40.00	\$1,660.40	\$1,226.93	\$433.47	\$15.84	0.26%
Telefonica S A CUSIP: 879382208	45.00	\$1,130.85	\$756.06	\$374.79	\$62.64	0.17%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - January 31, 2011

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
<i>Cash Equivalents</i>						
Invested Cash						
Citibank M D A. (L) CUSIP: 9900CST72	8,236.73	\$8,236.73	\$8,236.73	\$0.00	\$16.47	1.27%(t)
Citibank M.D.A. (L) CUSIP: 9900CST72	19,889.61	\$19,889.61	\$19,889.61	\$0.00	\$39.78	3.01%
Total Cash Equivalents		\$28,126.34	\$28,126.34	\$0.00	\$56.25	4.28%
Total All Assets		\$647,110.49	\$518,423.70	\$128,686.79	\$10,457.11	100.00%