Form **990-PF** Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 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
CARPENTER FAMILY FOUNDATION
F.K.A. KAREN A CARPENTER MEMORIAL FOUNDATION

A Employer identification number 95-3854103

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1880 CENTURY PARK EAST SUITE 1600

B Telephone number (see page 10 of the instructions) (310) 553-1707

City or town, state, and ZIP code
LOS ANGELES, CA 90067

C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,516,867.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	326.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	159.	159.		ATCH 1
	4 Dividends and interest from securities	15,682.	15,682.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	19,046.			
	b Gross sales price for all assets on line 6a 240,649.				
	7 Capital gain net income (from Part IV, line 2)		19,046.		
	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	35,213.	34,887.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	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)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	491.	431.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	4,451.	4,451.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,942.	4,882.		
	25 Contributions, gifts, grants paid	1,007,593.			1,007,593.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,012,535.	4,882.		1,007,593.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-977,322.			
	b **Net investment income** (if negative, enter -0-)		30,005.		
	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
1	Cash - non-interest-bearing	6,022.	39,209.	39,209.
2	Savings and temporary cash investments	1,316,953.	529,500.	529,445.
3	Accounts receivable ▶ 1,030.			
	Less allowance for doubtful accounts ▶	1,865.	1,030.	1,030.
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)	349,984.	99,949.	99,985.
b	Investments - corporate stock (attach schedule) ATCH 5	249,475.	265,041.	534,161.
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) ATCH 6	310,874.	323,182.	313,037.
14	Land, buildings, and equipment basis ▶ 5,933.			ATCH 7
	Less accumulated depreciation (attach schedule) ▶ 5,933.			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,235,173.	1,257,911.	1,516,867.
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		0.	
	Foundations that follow SFAS 117, check here ▶ ☐ 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. ▶ X			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	2,235,173.	1,257,911.	
30	**Total net assets or fund balances** (see page 17 of the instructions)	2,235,173.	1,257,911.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,235,173.	1,257,911.	

(Lines 1–16: Assets; lines 17–23: Liabilities; lines 24–31: Net Assets or Fund Balances)

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	2,235,173.
2	Enter amount from Part I, line 27a	2	-977,322.
3	Other increases not included in line 2 (itemize) ▶	3	60.
4	Add lines 1, 2, and 3	4	1,257,911.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,257,911.

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 SCHEDULE			
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) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	19,046.
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	43,500.	2,248,359.	0.019347
2008	292,173.	2,580,860.	0.113208
2007	41,000.	3,053,211.	0.013428
2006	43,388.	1,994,193.	0.021757
2005	91,500.	1,765,057.	0.051840

2 **Total** of line 1, column (d)	2	0.219580
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	0.043916
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,666,505.
5 Multiply line 4 by line 3	5	73,186.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	300.
7 Add lines 5 and 6	7	73,486.
8 Enter qualifying distributions from Part XII, line 4	8	1,007,593.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	300.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	300.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	300.
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 8,821.		
b	Exempt foreign organizations-tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	8,821.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	8,521.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 8,521. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
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 ▶ GELFAND, RENNERT & FELDMAN Telephone no ▶ 310 553-1707

Located at ▶ 1880 CENTURY PARK EAST, SUITE 1600, L.A. ZIP + 4 ▶ 90067

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

		Line	Yes	No
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		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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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 ☒ 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 ☒ 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		X
	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 ☒ 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 ☒ 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		
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)? **5b**
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X
If "Yes" to 6b, file Form 8870

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 8		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
NONE				

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		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 NOT APPLICABLE	
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	972,679.
b	Average of monthly cash balances	1b	719,204.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	1,691,883.
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	0.
3	Subtract line 2 from line 1d	3	1,691,883.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	25,378.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,666,505.
6	**Minimum investment return.** Enter 5% of line 5	6	83,325.

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	83,325.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	300.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	300.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	83,025.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	83,025.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	83,025.

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	1,007,593.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,007,593.
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	300.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,007,293.

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				83,025.
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only				
b	Total for prior years 20 08 ,20 07 ,20 06				
3	Excess distributions carryover, if any, to 2010				
a	From 2005				
b	From 2006				
c	From 2007				
d	From 2008 82,643.				
e	From 2009				
f	Total of lines 3a through e	82,643.			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1,007,593.				
a	Applied to 2009, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d	Applied to 2010 distributable amount				83,025.
e	Remaining amount distributed out of corpus	924,568.			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,007,211.			
b	Prior years' undistributed income Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				
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)				
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	1,007,211.			
10	Analysis of line 9				
a	Excess from 2006				
b	Excess from 2007				
c	Excess from 2008 82,643.				
d	Excess from 2009				
e	Excess from 2010 924,568.				

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			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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))

RICHARD CARPENTER

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 ▶ [X] 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 *Paid during the year* ATTACHMENT 9				
Total . . . . ▶ **3a**				1,007,593.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	159.	
4 Dividends and interest from securities			14	15,683.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	19,046.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				34,888.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 34,888.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

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 (other than by providing funds for such purposes). (See page 29 of the instructions.)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

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

Sign Here

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

[illegible] 12/12/11 TREASURER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Todd Gelfand	[illegible]	12/12/11		P00085690

Firm's name ▶ GELFAND, RENNERT, & FELDMAN, LLP Firm's EIN ▶ 95-4756056

Firm's address ▶ 1880 CENTURY PARK EAST, SUITE 1600 LOS ANGELES, CA 90067 Phone no 310-553-1707

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)	
		SANFORD BERNSTEIN L/T (SEE ATTACHED) PROPERTY TYPE: SECURITIES				P	VAR	VAR
86,888.		73,242.					13,646.	
		SANFORD BERNSTEIN S/T (SEE ATTACHED) PROPERTY TYPE: SECURITIES				P	VAR	VAR
152,381.		148,361.					4,020.	
		WORLDCOM VICTIM TRUST DISTRIBUTION PROPERTY TYPE: SECURITIES				P	VAR	04/10/2010
267.							267.	
		BROADCOM L/T GAIN PROPERTY TYPE: SECURITIES				P	06/30/1995	01/31/2011
1,044.							1,044.	
		SEC VS CONAGRA FAIR FUND DISTRIBUTION PROPERTY TYPE: SECURITIES				P	VAR	08/31/2010
58.							58.	
		SANFORD BERNSTEIN QWEST DISTRIBUTION PROPERTY TYPE: SECURITIES				P	VAR	04/26/2010
11.							11.	
TOTAL GAIN(LOSS)							19,046.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SANFORD C. BERNSTEIN		5.	5.
CNB T-BILL INTEREST		154.	154.
	TOTAL	159.	159.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SANFORD C. BERNSTEIN STOCK-DIVIDENDS	4,376.	4,376.
NATIONAL FINANCIAL SVCS/CNB CNI DIVIDEND	6.	6.
SANFORD C. BERNSTEIN INTERMEDIATE DURATI	8,879.	8,879.
SANFORD C. BERNSTEIN EMERGING MARKETS	2,359.	2,359.
JP MORGAN #720-62403	62.	62.
TOTAL	15,682.	15,682.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TAXES - LICENSE	60.	
FOREIGN TAXES-BERNSTEIN & CO	431.	431.
TOTALS	491.	431.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES	4,451.	4,451.
TOTALS	4,451.	4,451.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SANFORD C. BERNSTEIN-STOCK A/C	265,041.	308,711.
BEAR STEARNS & CO-STOCK A/C		225,450.
TOTALS	265,041.	534,161.

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BERNSTEIN EMERGING MARKETS FUN	18,722.	20,895.
BERNSTEIN INT'L VALUE FUND	130,526.	110,309.
BERNSTEIN INTERMEDIATE DURATIO	173,934.	181,833.
TOTALS	323,182.	313,037.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 7

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
COMPUTER	M5	2,939.			2,939.	2,939.			2,939.
OFFICE EQUIP	M5	2,994.			2,994.	2,994.			2,994.
TOTALS		5,933.			5,933.	5,933.			5,933.

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

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RICHARD CARPENTER 1880 CENTURY PARK EAST, SUITE 1600 LOS ANGELES, CA 90067	PRESIDENT 1.00	0.	0.	0.
DAVID JACKEL 1880 CENTURY PARK EAST, SUITE 1600 LOS ANGELES, CA 90067	ASST.TREAS 1.00	0.	0.	0.
WERNER WOLFEN 1800 AVE OF THE STARS, SUITE 900 LOS ANGELES, CA 90067	SECRETARY 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UCLA SCHOOL OF MUSIC UCLA DEVELOPMENT 10920 WILSHIRE BLVD SUITE 1400 LOS ANGELES, CA 90024-6516	501(C)(3) ORGANIZATION	CHARITABLE	17,500
NOTRE DAME PREPARATORY SCHOOL 815 HAMPTON LANE TOWSON, MD 21286	501(C)(3) ORGANIZATION	CHARITABLE	5,000.
LA GOAL 4911 OVERLAND AVE CULVER CITY, CA 90230	501(C)(3) ORGANIZATION	CHARITABLE	17,500.
CSULB FOUNDATION 6200 ATHERTON ST LONG BEACH, CA 90815	501(C)(3) ORGANIZATION	CHARITABLE	193,957.
ALLIANCE FOR THE ARTS 330 WEST 42ND STREET STE 1701 NEW YORK, NY 10036	501(C)(3) ORGANIZATION	CHARITABLE	5,000.
CONEJO SCHOOL FOUNDATION 1400 E JANSS ROAD THOUSAND OAKS, CA 91362	501(C)(3) ORGANIZATION	CHARITABLE	750,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WESTLAKE HIGH SCHOOL THEATRE 100 N LAKEVIEW CYN ROAD WESTLAKE VILLAGE, CA 91362	501(C)(3) ORGANIZATION	CHARITABLE	18,636.
		TOTAL CONTRIBUTIONS PAID	1,007,593.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust: CARPENTER FAMILY FOUNDATION F.K.A. KAREN A CARPENTER MEMORIAL FOUNDATION

Employer identification number: 95-3854103

Note: *Form 5227 filers need to complete **only** Parts I and II*

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

	(a) Description of property (Example 100 shares 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) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	4,020.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	4,020.

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

	(a) Description of property (Example 100 shares 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) for the entire year Subtract (e) from (d)
6a						

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	15,026.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	15,026.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2010**

Part III **Summary of Parts I and II**
Caution: *Read the instructions **before** completing this part*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			4,020.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			15,026.
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			19,046.

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 ( )

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?
☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box
☐ **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?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **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)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2010

Name of estate or trust: CARPENTER FAMILY FOUNDATION

Employer identification number: 95-3854103

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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SANFORD BERNSTEIN S/T (SEE ATTACHED)	VAR	VAR	152,381.	148,361.	4,020.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 4,020.

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

Schedule D-1 (Form 1041) 2010

JSA
0F1221 1 000

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

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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SANFORD BERNSTEIN L/T (SEE ATTACHED)	VAR	VAR	86,888.	73,242.	13,646.
WORLDCOM VICTIM TRUST DISTRIBUTION	VAR	04/10/2010	267.		267.
BROADCOM L/T GAIN	06/30/1995	01/31/2011	1,044.		1,044.
SEC VS CONAGRA FAIR FUND DISTRIBUTION	VAR	08/31/2010	58.		58.
SANFORD BERNSTEIN QWEST DISTRIBUTION	VAR	04/26/2010	11.		11.

6b **Total.** Combine the amounts in column (f) Enter here and on Schedule D, line 6b	15,026.

BERNSTEIN
Global Wealth Management

Capital Gains

Account: CARPENTER FAMILY FOUNDATION (888-49118)
02/01/2010 - 01/31/2011

Summary

Description	Amount
Short-Term	$4,019.88
Long-Term	$13,645 85
Total	$17,665.73

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	06/14/2010	01/28/2011	55	SARA LEE CORP	$17.09	$14.89	$939.79	$818.83	$120.96
888-49118	05/25/2010	01/28/2011	30	SARA LEE CORP	$17.09	$14 14	$512 62	$424 34	$88.28
888-49118	05/06/2010	01/28/2011	20	SARA LEE CORP	$17 09	$13.57	$341.74	$271.49	$70.25
888-49118	11/18/2010	01/27/2011	10	AGRIUM INC	$88 93	$80.61	$889 28	$806 14	$83.14
888-49118	09/24/2010	01/27/2011	5	ALTRIA GROUP INC	$23 97	$23 98	$119.83	$119.92	($0 09)
888-49118	08/18/2010	01/27/2011	9	AGRIUM INC	$88.93	$69.43	$800.35	$624.91	$175.44
888-49118	03/23/2010	01/27/2011	35	ALTRIA GROUP INC	$23.97	$20.44	$838 80	$715.29	$123.51
888-49118	10/25/2010	01/26/2011	20	NVIDIA CORP	$24 66	$11.91	$493.26	$238.24	$255.02
888-49118	03/19/2010	01/26/2011	40	GAP INC/THE	$20.03	$23.21	$801.36	$928 29	($126 93)
888-49118	09/01/2010	01/24/2011	6	CF INDUSTRIES HOLDINGS INC	$133.72	$92.39	$802.34	$554.33	$248.01
888-49118	08/06/2010	01/24/2011	5	CF INDUSTRIES HOLDINGS INC	$133.72	$84.67	$668.61	$423.37	$245.24
888-49118	10/21/2010	01/21/2011	10	SOUTHWESTERN ENERGY	$38 15	$34.41	$381.54	$344.12	$37.42
888-49118	06/22/2010	01/21/2011	15.	CABLEVISION SYS CORP	$34 48	$25.18	$517 22	$377 64	$139.58
888-49118	04/28/2010	01/21/2011	5	CABLEVISION SYS CORP	$34 48	$26 26	$172 41	$131.28	$41.13
888-49118	02/26/2010	01/21/2011	15	MICROSOFT CORP	$28 10	$28 69	$421 55	$430.35	($8 80)
888-49118	02/16/2010	01/21/2011	10	MICROSOFT CORP	$28.10	$28.27	$281 04	$282 69	($1 65)
888-49118	10/21/2010	01/18/2011	15	SOUTHWESTERN ENERGY	$39.04	$34 41	$585.61	$516 19	$69.42
888-49118	06/29/2010	01/14/2011	35	MICROSOFT CORP	$28.05	$23 52	$981.85	$823.25	$158.60
888-49118	04/28/2010	12/30/2010	35	CABLEVISION SYS CORP	$34 10	$26 26	$1,193.54	$918 97	$274.57
888-49118	03/18/2010	12/30/2010	4	PEPSICO INC	$65.22	$66 48	$260.87	$265.92	($5 05)
888-49118	08/06/2010	12/28/2010	4	CF INDUSTRIES HOLDINGS INC	$133 93	$84 68	$535.74	$338 70	$197.04
888-49118	07/29/2010	12/28/2010	10	HESS CORP	$75 22	$53 42	$752.20	$534 19	$218.01
888-49118	05/11/2010	12/22/2010	10	COVIDIEN PLC	$45 64	$44 68	$456 39	$446 84	$9.55

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Capital Gains

Account: CARPENTER FAMILY FOUNDATION (888-49118)
02/01/2010 - 01/31/2011

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	06/22/2010	12/21/2010	10	NEWS CORP	$14.44	$13 67	$144.39	$136.73	$7.66
888-49118	05/03/2010	12/17/2010	10	HEWLETT-PACKARD CO	$41.95	$52.83	$419 55	$528 25	($108 70)
888-49118	05/11/2010	12/15/2010	5	COVIDIEN PLC	$45.32	$44 68	$226.61	$223 42	$3.19
888-49118	04/12/2010	12/15/2010	5	COVIDIEN PLC	$45 32	$50.68	$226 62	$253 40	($26 78)
888-49118	04/21/2010	12/14/2010	25	PEPCO HOLDINGS INC	$18 35	$16 70	$458.70	$417.42	$41.28
888-49118	04/06/2010	12/14/2010	65	PEPCO HOLDINGS INC	$18 35	$17 50	$1,192.62	$1,137.21	$55.41
888-49118	10/21/2010	12/10/2010	20	ARCHER-DANIELS-MIDLAND CO	$30.93	$33 56	$618.61	$671.12	($52.51)
888-49118	05/19/2010	12/10/2010	5	VERTEX PHARMACEUTICALS INC	$34 21	$37 19	$171.03	$185.96	($14 93)
888-49118	05/10/2010	12/10/2010	20	COMCAST CORP-CL A	$21 25	$18 19	$425.02	$363 79	$61.23
888-49118	04/29/2010	12/07/2010	10	ILLINOIS TOOL WORKS	$50 71	$52.02	$507.14	$520 21	($13 07)
888-49118	08/09/2010	12/06/2010	12	CELGENE CORP	$55.14	$56.91	$661.67	$682.95	($21 28)
888-49118	02/11/2010	11/24/2010	75	MOTOROLA INC	$7 93	$6.63	$594.98	$497.20	$97.78
888-49118	02/10/2010	11/24/2010	10	MOTOROLA INC	$7 93	$6.65	$79 33	$66 53	$12.80
888-49118	07/02/2010	11/22/2010	25	BANK OF AMERICA CORP	$11.28	$13 82	$282 07	$345.47	($63 40)
888-49118	06/29/2010	11/22/2010	10	PROCTER & GAMBLE CO	$63 30	$60 29	$632 97	$602 85	$30.12
888-49118	06/25/2010	11/22/2010	8	PROCTER & GAMBLE CO	$63 30	$60 24	$506.37	$481.88	$24.49
888-49118	06/14/2010	11/22/2010	49	BANK OF AMERICA CORP	$11 28	$15 70	$552.85	$769 53	($216 68)
888-49118	04/06/2010	11/22/2010	5	BANK OF AMERICA CORP	$11 28	$18 25	$56.41	$91 25	($34 84)
888-49118	03/26/2010	11/22/2010	25	BANK OF AMERICA CORP	$11 28	$17 98	$282.07	$449.40	($167 33)
888-49118	03/11/2010	11/22/2010	31	BANK OF AMERICA CORP	$11 28	$17.17	$349.76	$532.21	($182 45)
888-49118	02/23/2010	11/22/2010	30	BANK OF AMERICA CORP	$11 28	$15 87	$338 48	$476.11	($137 63)
888-49118	01/26/2010	11/22/2010	25	BANK OF AMERICA CORP	$11.28	$15 04	$282.07	$376 12	($94.05)
888-49118	06/25/2010	11/12/2010	7	PROCTER & GAMBLE CO	$64 19	$60 24	$449.35	$421 65	$27.70
888-49118	06/23/2010	11/12/2010	10	PROCTER & GAMBLE CO	$64 19	$60.98	$641.93	$609 78	$32.15
888-49118	06/14/2010	11/12/2010	5	PROCTER & GAMBLE CO	$64 19	$61.42	$320.96	$307 10	$13.86
888-49118	02/03/2010	11/11/2010	20	FORD MOTOR CO	$16 39	$11.53	$327.77	$230.65	$97.12
888-49118	11/11/2009	11/11/2010	15	GARMIN LTD	$29 36	$29 32	$440.45	$439 80	$0.65
888-49118	06/24/2010	11/10/2010	6	POLO RALPH LAUREN CORP	$107 39	$76 83	$644.33	$460.96	$183.37
888-49118	03/25/2010	11/09/2010	25	ROWAN COMPANIES INC	$32 20	$26.61	$804.94	$665 26	$139.68
888-49118	04/29/2010	11/05/2010	10	DOVER CORP	$55.13	$52.76	$551 26	$527 63	$23.63

Capital Gains

Account: CARPENTER FAMILY FOUNDATION (888-49118)
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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	01/21/2010	11/05/2010	10	ROYAL CARIBBEAN CRUISES LTD	$42 70	$26 73	$427.05	$267.31	$159.74
888-49118	06/24/2010	11/04/2010	4	POLO RALPH LAUREN CORP	$99.06	$76.83	$396.26	$307.30	$88.96
888-49118	06/21/2010	11/03/2010	12	FREEPORT-MCMORAN COPPER	$96 76	$69.11	$1,161.06	$829 29	$331.77
888-49118	02/25/2010	11/03/2010	3	FREEPORT-MCMORAN COPPER	$96 76	$72 20	$290.27	$216 61	$73.66
888-49118	05/10/2010	11/02/2010	15	COMCAST CORP-CL A	$20 62	$18.19	$309.28	$272.84	$36.44
888-49118	04/12/2010	11/02/2010	6	COVIDIEN PLC	$39.86	$50.68	$239.18	$304.07	($64 89)
888-49118	01/27/2010	11/02/2010	4	COVIDIEN PLC	$39.86	$50 75	$159.46	$203 00	($43 54)
888-49118	03/26/2010	11/01/2010	10	KLA-TENCOR CORPORATION	$35 62	$30.45	$356 21	$304.46	$51 75
888-49118	05/10/2010	10/29/2010	20	COMCAST CORP-CL A	$20 64	$18 19	$412.86	$363.79	$49.07
888-49118	08/03/2010	10/25/2010	6	FEDEX CORP	$89 58	$83 51	$537.46	$501 04	$36.42
888-49118	05/06/2010	10/21/2010	20	COMCAST CORP-CL A	$19 61	$18.78	$392.24	$375.59	$16.65
888-49118	01/26/2010	10/20/2010	20	BANK OF AMERICA CORP	$11.75	$15.05	$235.00	$300.90	($65 90)
888-49118	01/25/2010	10/20/2010	35	BANK OF AMERICA CORP	$11 75	$15 06	$411 25	$527.05	($115 80)
888-49118	02/25/2010	10/19/2010	1	FREEPORT-MCMORAN COPPER	$93 19	$72 20	$93 19	$72.20	$20.99
888-49118	02/25/2010	10/19/2010	8	FREEPORT-MCMORAN COPPER	$93 19	$72.20	$745.52	$577.62	$167 90
888-49118	02/19/2010	10/19/2010	2	DOVER CORP	$52 74	$46.00	$105 47	$92.00	$13 47
888-49118	02/19/2010	10/19/2010	8	DOVER CORP	$52.74	$46 00	$421 89	$368.00	$53 89
888-49118	02/18/2010	10/19/2010	3	FREEPORT-MCMORAN COPPER	$93 19	$76 15	$279 57	$228 45	$51 12
888-49118	02/11/2010	10/19/2010	10	DOVER CORP	$52 74	$42.37	$527.36	$423.72	$103.64
888-49118	02/10/2010	10/19/2010	35	MOTOROLA INC	$7 89	$6 65	$276.09	$232 85	$43.24
888-49118	02/03/2010	10/15/2010	50	FORD MOTOR CO	$13.73	$11.53	$686 39	$576 63	$109.76
888-49118	08/24/2010	10/14/2010	15	JUNIPER NETWORKS INC	$31 64	$27 04	$474 62	$405 60	$69.02
888-49118	02/11/2010	10/11/2010	5	DOVER CORP	$54 10	$42 37	$270.51	$211.86	$58.65
888-49118	01/13/2010	10/11/2010	5	DOVER CORP	$54 10	$45 86	$270 52	$229 32	$41.20
888-49118	07/29/2010	10/05/2010	10	HESS CORP	$60 95	$53.42	$609 50	$534.18	$75.32
888-49118	06/08/2010	10/05/2010	15	HYATT HOTELS CORP - CL A	$39 79	$36 97	$596 87	$554 53	$42 34
888-49118	06/14/2010	10/04/2010	5	PROCTER & GAMBLE CO	$59.92	$61 42	$299.60	$307 10	($7 50)
888-49118	05/20/2010	10/04/2010	26	PROCTER & GAMBLE CO	$59 92	$62 24	$1,557 90	$1,618 36	($60 46)
888-49118	05/18/2010	10/04/2010	19	PROCTER & GAMBLE CO	$59 92	$63 40	$1,138 47	$1,204 53	($66 06)
888-49118	07/16/2010	10/01/2010	5	VISA INC - CLASS A SHRS	$73 39	$72 84	$366.97	$364.18	$2.79

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Account: CARPENTER FAMILY FOUNDATION (888-49118)
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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	05/06/2010	10/01/2010	30	SARA LEE CORP	$13.38	$13.57	$401.37	$407 23	($5.86)
888-49118	04/06/2010	10/01/2010	55	SARA LEE CORP	$13.38	$14.18	$735.84	$779.64	($43 80)
888-49118	12/22/2009	10/01/2010	4	FRANKLIN RESOURCES INC	$107.25	$107 47	$429 01	$429.86	($0.85)
888-49118	03/11/2010	09/30/2010	15	ROSS STORES INC	$54 66	$52 42	$819 93	$786 29	$33.64
888-49118	03/03/2010	09/30/2010	5	ROSS STORES INC	$54.66	$49.47	$273 31	$247.37	$25.94
888-49118	05/06/2010	09/27/2010	25	COMCAST CORP-CL A	$18.36	$18 78	$459.07	$469 49	($10 42)
888-49118	07/16/2010	09/22/2010	7	VISA INC - CLASS A SHRS	$70 20	$72 84	$491 37	$509.86	($18 49)
888-49118	05/03/2010	09/22/2010	2	VISA INC - CLASS A SHRS	$70.20	$89 93	$140 39	$179.86	($39 47)
888-49118	03/03/2010	09/22/2010	10	ROSS STORES INC	$54.05	$49 48	$540.46	$494.75	$45.71
888-49118	02/10/2010	09/22/2010	5	MOTOROLA INC	$8 29	$6 65	$41.47	$33.26	$8.21
888-49118	02/01/2010	09/22/2010	50	MOTOROLA INC	$8.29	$6.30	$414.71	$314.92	$99.79
888-49118	07/29/2010	09/20/2010	10	RAYTHEON COMPANY	$46 21	$47 50	$462.07	$474.96	($12 89)
888-49118	04/26/2010	09/17/2010	15	WELLS FARGO & COMPANY	$25 94	$33 03	$389.06	$495.44	($106 38)
888-49118	05/06/2010	09/15/2010	10	COMCAST CORP-CL A	$17 95	$18 78	$179 52	$187.79	($8 27)
888-49118	12/11/2009	09/15/2010	10	COMCAST CORP-CL A	$17 95	$17.61	$179 52	$176 10	$3.42
888-49118	04/23/2010	09/14/2010	35	COMMUNITY HEALTH SYSTEMS INC	$29 92	$41 23	$1,047 04	$1,442 89	($395 85)
888-49118	04/26/2010	09/13/2010	5	WELLS FARGO & COMPANY	$26 37	$33 03	$131.85	$165.15	($33 30)
888-49118	04/22/2010	09/13/2010	14	WELLS FARGO & COMPANY	$26 37	$33.50	$369.19	$468.99	($99 80)
888-49118	04/19/2010	09/13/2010	6	WELLS FARGO & COMPANY	$26 37	$32.57	$158.22	$195.43	($37 21)
888-49118	12/07/2009	09/13/2010	70	HUNTSMAN CORP	$10 11	$10.77	$707.84	$753.90	($46 06)
888-49118	04/19/2010	09/09/2010	12	WELLS FARGO & COMPANY	$25 73	$32.57	$308 76	$390.85	($82 09)
888-49118	08/03/2010	09/03/2010	2	FEDEX CORP	$83.05	$83 51	$166.09	$167.01	($0 92)
888-49118	05/03/2010	09/03/2010	8	FEDEX CORP	$83 05	$91 92	$664.37	$735 37	($71 00)
888-49118	12/22/2009	09/03/2010	2	FRANKLIN RESOURCES INC	$102 11	$107 47	$204 22	$214 93	($10 71)
888-49118	11/12/2009	09/03/2010	3	FRANKLIN RESOURCES INC	$102 11	$115 16	$306.34	$345 48	($39 14)
888-49118	01/22/2010	08/31/2010	2	GOLDMAN SACHS GROUP INC	$137 20	$156 73	$274.40	$313 45	($39 05)
888-49118	11/27/2009	08/31/2010	6	GOLDMAN SACHS GROUP INC	$137 20	$165 23	$823 20	$991 39	($168 19)
888-49118	08/31/2009	08/31/2010	5	GOLDMAN SACHS GROUP INC	$137 20	$163.34	$686 00	$816.71	($130 71)
888-49118	05/03/2010	08/30/2010	2	VISA INC - CLASS A SHRS	$70 11	$89 93	$140 23	$179.86	($39 63)
888-49118	01/25/2010	08/30/2010	5	BANK OF AMERICA CORP	$12 47	$15 06	$62.36	$75.29	($12 93)

Capital Gains

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	12/11/2009	08/30/2010	70	BANK OF AMERICA CORP	$12.47	$15.45	$873.07	$1,081.17	($208.10)
888-49118	12/10/2009	08/30/2010	35	BANK OF AMERICA CORP	$12 47	$15 22	$436 54	$532.54	($96 00)
888-49118	12/07/2009	08/30/2010	35	BANK OF AMERICA CORP	$12 47	$16 17	$436.54	$565 78	($129.24)
888-49118	08/26/2009	08/24/2010	8	COSTCO WHOLESALE CORP	$54.60	$49 80	$436 78	$398 40	$38.38
888-49118	08/26/2009	08/24/2010	14	GILEAD SCIENCES INC	$32.25	$46.13	$451 51	$645 87	($194 36)
888-49118	10/07/2009	08/20/2010	35	DEAN FOODS CO	$10 12	$18.54	$354.35	$648.76	($294 41)
888-49118	08/26/2009	08/20/2010	10	DANAHER CORP	$36.28	$31.06	$362.75	$310 59	$52.16
888-49118	08/26/2009	08/19/2010	10	ILLINOIS TOOL WORKS	$42 13	$42 51	$421 30	$425.09	($3 79)
888-49118	01/27/2010	08/13/2010	5	COVIDIEN PLC	$38 08	$50.75	$190.39	$253.75	($63 36)
888-49118	12/17/2009	08/13/2010	10	COVIDIEN PLC	$38 08	$46 71	$380.79	$467.07	($86 28)
888-49118	08/26/2009	08/12/2010	10	ARCELORMITTAL-NY REGISTERED	$30.31	$35.70	$303.05	$357.01	($53 96)
888-49118	08/26/2009	08/12/2010	20	INTEL CORP	$19.50	$19.22	$390.06	$384.33	$5.73
888-49118	03/26/2010	08/06/2010	20	CVS/CAREMARK CORP	$29 63	$36 78	$592 53	$735 54	($143 01)
888-49118	12/24/2009	08/05/2010	10	MICROSOFT CORP	$25.27	$30.88	$252.75	$308 76	($56 01)
888-49118	12/11/2009	08/05/2010	30	COMCAST CORP-CL A	$19.00	$17 61	$570 08	$528 32	$41.76
888-49118	11/10/2009	08/05/2010	5	MICROSOFT CORP	$25 27	$29 02	$126 37	$145 12	($18 75)
888-49118	07/16/2010	08/03/2010	20	VALERO ENERGY CORP	$17 64	$17.63	$352 85	$352 52	$0 33
888-49118	07/13/2010	08/03/2010	30	VALERO ENERGY CORP	$17 64	$18.10	$529.28	$543.05	($13.77)
888-49118	11/12/2009	08/02/2010	2	FRANKLIN RESOURCES INC	$103.82	$115 16	$207 64	$230.32	($22 68)
888-49118	10/29/2009	08/02/2010	4	FRANKLIN RESOURCES INC	$103.82	$106 66	$415.27	$426 63	($11 36)
888-49118	08/26/2009	08/02/2010	10	CAMERON INTERNATIONAL CORP	$40.90	$36.22	$408.97	$362.20	$46.77
888-49118	04/08/2010	07/29/2010	20	BANK OF AMERICA CORP	$14 00	$18.63	$280 00	$372 56	($92 56)
888-49118	04/06/2010	07/29/2010	39	BANK OF AMERICA CORP	$14 00	$18 25	$546.01	$711.76	($165 75)
888-49118	08/26/2009	07/28/2010	10	ARCELORMITTAL-NY REGISTERED	$31 47	$35 70	$314 71	$357 02	($42 31)
888-49118	04/28/2010	07/27/2010	8	TRANSOCEAN LTD	$46.78	$84 39	$374 25	$675 11	($300 86)
888-49118	04/22/2010	07/27/2010	5	TRANSOCEAN LTD	$46 78	$89 86	$233.91	$449 31	($215 40)
888-49118	03/15/2010	07/27/2010	2	TRANSOCEAN LTD	$46 78	$84 21	$93 56	$168 41	($74 85)
888-49118	07/27/2009	07/27/2010	9	CIMAREX ENERGY CO	$75 02	$35.50	$675 18	$319 47	$355.71
888-49118	08/26/2009	07/26/2010	15	HEWLETT-PACKARD CO	$46.22	$44 39	$693 32	$665 90	$27.42
888-49118	01/15/2010	07/22/2010	50	MOTOROLA INC	$7 82	$7 68	$390 85	$384 16	$6 69

Capital Gains

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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	01/08/2010	07/22/2010	75	MOTOROLA INC	$7.82	$7.90	$586.28	$592 67	($6 39)
888-49118	01/07/2010	07/22/2010	100	MOTOROLA INC	$7.82	$8 07	$781 70	$807.03	($25 33)
888-49118	12/16/2009	07/21/2010	25	SUPERVALU INC	$11 24	$13 08	$280.90	$326.89	($45.99)
888-49118	11/12/2009	07/21/2010	20	SUPERVALU INC	$11 24	$15.99	$224.72	$319 76	($95 04)
888-49118	08/26/2009	07/21/2010	15	CAMERON INTERNATIONAL CORP	$37.34	$36 22	$560.15	$543.30	$16.85
888-49118	11/10/2009	07/20/2010	25	MICROSOFT CORP	$24.91	$29.02	$622 82	$725.61	($102 79)
888-49118	10/16/2009	07/20/2010	5	MICROSOFT CORP	$24.91	$26 44	$124.56	$132 22	($7 66)
888-49118	08/26/2009	07/16/2010	7	COSTCO WHOLESALE CORP	$55.11	$49.80	$385.76	$348.60	$37.16
888-49118	08/26/2009	07/16/2010	7	PEPSICO INC	$62 49	$57 62	$437.41	$403.35	$34.06
888-49118	08/26/2009	07/15/2010	35	INTEL CORP	$21 30	$19.22	$745 46	$672.58	$72.88
888-49118	08/26/2009	07/15/2010	12	SCHLUMBERGER LTD	$57.73	$55.93	$692.77	$671.21	$21.56
888-49118	05/04/2010	07/13/2010	10	CAPITAL ONE FINANCIAL CORP	$44.11	$45.06	$441.10	$450.62	($9 52)
888-49118	08/26/2009	07/13/2010	1	GOOGLE INC-CL A	$491 69	$467.71	$491.69	$467 71	$23.98
888-49118	04/19/2010	07/09/2010	14	RELIANCE STEEL & ALUMINUM	$37.49	$51.48	$524.81	$720 65	($195.84)
888-49118	08/26/2009	07/08/2010	35	INTEL CORP	$20 03	$19 22	$701.22	$672 58	$28.64
888-49118	03/31/2010	07/07/2010	20	NOKIA CORP-SPON ADR	$8.72	$15 53	$174 46	$310.64	($136 18)
888-49118	07/14/2009	07/02/2010	9	DEVON ENERGY CORPORATION	$60.91	$52 53	$548.20	$472 74	$75.46
888-49118	02/24/2010	07/01/2010	17	AOL INC	$20.42	$24 93	$347 06	$423 79	($76 73)
888-49118	07/29/2009	07/01/2010	4	AOL INC	$20 42	$19 39	$81 66	$77 54	$4.12
888-49118	05/20/2010	06/25/2010	23	EXXON MOBIL CORP	$59.53	$61.14	$1,369 12	$1,406.25	($37 13)
888-49118	11/23/2009	06/25/2010	25	GENERAL ELECTRIC CO	$14 97	$15.88	$374 37	$397 04	($22 67)
888-49118	11/09/2009	06/25/2010	40	FORD MOTOR CO	$10.59	$8.08	$423.55	$323 07	$100.48
888-49118	11/09/2009	06/25/2010	15	GENERAL ELECTRIC CO	$14 97	$15 88	$224.62	$238 25	($13 63)
888-49118	10/02/2009	06/25/2010	8	CONOCOPHILLIPS	$52.08	$46 30	$416 63	$370 43	$46.20
888-49118	10/02/2009	06/24/2010	9	CONOCOPHILLIPS	$52.25	$46.30	$470 23	$416 74	$53 49
888-49118	05/18/2010	06/23/2010	6	EXXON MOBIL CORP	$61.35	$63.29	$368 12	$379.76	($11 64)
888-49118	05/14/2010	06/23/2010	16	EXXON MOBIL CORP	$61 35	$64 08	$981 67	$1,025.27	($43 60)
888-49118	01/25/2010	06/23/2010	8	NOBLE ENERGY INC	$62 46	$78 43	$499 71	$627 47	($127 76)
888-49118	11/09/2009	06/23/2010	25	FORD MOTOR CO	$11 07	$8 08	$276.65	$201.92	$74.73
888-49118	11/09/2009	06/23/2010	10	GENERAL ELECTRIC CO	$15 56	$15 88	$155 57	$158 84	($3 27)

Capital Gains

Account: CARPENTER FAMILY FOUNDATION (888-49118)
02/01/2010 - 01/31/2011

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	10/22/2009	06/23/2010	25	GENERAL ELECTRIC CO	$15.56	$15.40	$388 94	$384 96	$3.98
888-49118	10/16/2009	06/23/2010	10	GENERAL ELECTRIC CO	$15 56	$16 16	$155 57	$161.56	($5 99)
888-49118	10/16/2009	06/23/2010	20	MICROSOFT CORP	$25.39	$26.44	$507.70	$528.88	($21 18)
888-49118	08/26/2009	06/23/2010	3	APPLE INC	$270 88	$167 00	$812 65	$501 00	$311 65
888-49118	08/26/2009	06/18/2010	10	ILLINOIS TOOL WORKS	$45 65	$42 51	$456.46	$425.10	$31.36
888-49118	01/13/2010	06/17/2010	10	DOVER CORP	$45 92	$45.87	$459.22	$458.65	$0.57
888-49118	02/24/2010	06/15/2010	11	NEWFIELD EXPLORATION CO	$56 09	$48.90	$616 97	$537.92	$79.05
888-49118	07/27/2009	06/15/2010	11	CIMAREX ENERGY CO	$80 06	$35 50	$880 71	$390 46	$490.25
888-49118	04/05/2010	06/11/2010	25	PRINCIPAL FINANCIAL GROUP	$25 80	$29.90	$644.89	$747 41	($102 52)
888-49118	04/01/2010	06/11/2010	21	PRINCIPAL FINANCIAL GROUP	$25 80	$29.49	$541 71	$619 37	($77 66)
888-49118	03/15/2010	06/11/2010	15	TRANSOCEAN LTD	$46.36	$84.21	$695.47	$1,263 08	($567 61)
888-49118	10/16/2009	06/11/2010	75	GENERAL ELECTRIC CO	$15 45	$16.16	$1,158.55	$1,211 67	($53 12)
888-49118	10/15/2009	06/11/2010	4	PRINCIPAL FINANCIAL GROUP	$25 80	$29 48	$103.18	$117 90	($14 72)
888-49118	10/15/2009	06/11/2010	1	PRINCIPAL FINANCIAL GROUP	$25 80	$29.48	$25 80	$29 48	($3 68)
888-49118	08/26/2009	06/11/2010	10	ILLINOIS TOOL WORKS	$45 27	$42 51	$452 66	$425 09	$27.57
888-49118	11/17/2009	06/09/2010	45	STEEL DYNAMICS INC	$14 06	$15 87	$632.90	$714 15	($81 25)
888-49118	08/26/2009	06/09/2010	15	ARCELORMITTAL-NY REGISTERED	$27 47	$35 70	$412 07	$535 53	($123 46)
888-49118	07/14/2009	06/09/2010	10	DEVON ENERGY CORPORATION	$65 23	$52 53	$652 33	$525 26	$127 07
888-49118	08/26/2009	06/08/2010	25	INTEL CORP	$20 03	$19 22	$500 69	$480.42	$20 27
888-49118	10/14/2009	06/04/2010	20	SUNCOR ENERGY INC	$31 18	$38 99	$623 64	$779 79	($156 15)
888-49118	08/26/2009	06/01/2010	2	APPLE INC	$263 63	$167.00	$527.25	$334 00	$193.25
888-49118	03/08/2010	05/26/2010	9	RESEARCH IN MOTION	$60 39	$73.12	$543 47	$658 04	($114 57)
888-49118	11/05/2009	05/25/2010	15	AMERIPRISE FINANCIAL INC	$37 06	$37 08	$555 87	$556 20	($0 33)
888-49118	10/30/2009	05/25/2010	20	AMERIPRISE FINANCIAL INC	$37 06	$34 65	$741 16	$693 09	$48.07
888-49118	01/21/2010	05/19/2010	5	ROYAL CARIBBEAN CRUISES LTD	$29 93	$26 73	$149 67	$133 66	$16.01
888-49118	01/21/2010	05/19/2010	15	ROYAL CARIBBEAN CRUISES LTD	$29 93	$26 73	$449 02	$400 97	$48.05
888-49118	07/30/2009	05/19/2010	60	SPRINT NEXTEL CORP	$4 57	$4 02	$274 07	$241 19	$32.88
888-49118	07/27/2009	05/19/2010	5	CIMAREX ENERGY CO	$66 86	$35 50	$334 28	$177 48	$156 80
888-49118	02/24/2010	05/18/2010	30	ROWAN COMPANIES INC	$24 98	$24 71	$749 37	$741.23	$8 14
888-49118	02/18/2010	05/18/2010	15	NOBLE CORP	$34 33	$42 34	$514 94	$635 08	($120 14)

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Global Wealth Management

Capital Gains

Account: CARPENTER FAMILY FOUNDATION (888-49118)
02/01/2010 - 01/31/2011

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	08/26/2009	05/18/2010	35	INTEL CORP	$21 58	$19 22	$755 26	$672.58	$82.68
888-49118	07/30/2009	05/13/2010	110	SPRINT NEXTEL CORP	$4.36	$4.02	$480.06	$442 19	$37.87
888-49118	02/18/2010	05/12/2010	12	FREEPORT-MCMORAN COPPER	$72.46	$76 15	$869 50	$913 82	($44 32)
888-49118	02/16/2010	05/12/2010	3	FREEPORT-MCMORAN COPPER	$72 46	$75 37	$217.37	$226 12	($8 75)
888-49118	10/15/2009	05/10/2010	20	PRINCIPAL FINANCIAL GROUP	$30.05	$29 48	$601.05	$589 51	$11.54
888-49118	02/04/2010	05/07/2010	5	BAXTER INTERNATIONAL INC	$45.05	$56 89	$225 24	$284.46	($59 22)
888-49118	08/26/2009	05/07/2010	5	BAXTER INTERNATIONAL INC	$45.05	$57 01	$225.24	$285.06	($59 82)
888-49118	05/27/2009	05/07/2010	10	JPMORGAN CHASE & CO	$40 36	$36.29	$403 63	$362.88	$40.75
888-49118	09/21/2009	05/03/2010	15	ARCHER-DANIELS-MIDLAND CO	$27 76	$28 86	$416.41	$432.92	($16 51)
888-49118	02/16/2010	04/30/2010	8	GOLDMAN SACHS GROUP INC	$145 85	$156 10	$1,166 79	$1,248.78	($81 99)
888-49118	10/20/2009	04/30/2010	3	GOLDMAN SACHS GROUP INC	$145 85	$184.94	$437 54	$554 82	($117 28)
888-49118	08/26/2009	04/30/2010	7	BAXTER INTERNATIONAL INC	$47.87	$57 01	$335.06	$399.09	($64 03)
888-49118	08/26/2009	04/30/2010	31	GOLDMAN SACHS GROUP INC	$145 85	$164.43	$4,521.29	$5,097 28	($575 99)
888-49118	08/26/2009	04/30/2010	12	MEDCO HEALTH SOLUTIONS INC	$59.40	$55.55	$712 84	$666.55	$46.29
888-49118	08/26/2009	04/30/2010	6	WAL-MART STORES INC	$53.92	$51 83	$323.52	$310 98	$12.54
888-49118	08/26/2009	04/28/2010	25	QUALCOMM INC	$38 23	$47 30	$955 76	$1,182 59	($226 83)
888-49118	05/27/2009	04/28/2010	4	JPMORGAN CHASE & CO	$42 93	$36 29	$171 71	$145 15	$26.56
888-49118	08/20/2009	04/27/2010	45	AK STEEL HOLDING CORP	$17 65	$20.42	$794 30	$918 97	($124 67)
888-49118	08/13/2009	04/26/2010	30	DELL INC	$17 09	$13.88	$512.65	$416 47	$96 18
888-49118	07/15/2009	04/26/2010	75	DELL INC	$17 09	$12.28	$1,281.62	$921.35	$360 27
888-49118	06/26/2009	04/26/2010	25	DU PONT (E I) DE NEMOURS	$40 61	$25.30	$1,015.24	$632.47	$382 77
888-49118	06/25/2009	04/26/2010	15	DU PONT (E I.) DE NEMOURS	$40 61	$25.13	$609.14	$376 99	$232.15
888-49118	08/26/2009	04/23/2010	4	APPLE INC	$270 25	$167 00	$1,081 01	$668 00	$413.01
888-49118	08/26/2009	04/21/2010	5	ALCON INC	$158 65	$132 05	$793 27	$660.23	$133.04
888-49118	05/07/2009	04/19/2010	11	DEUTSCHE BANK AG-REGISTERED	$73 46	$53 53	$808 01	$588.84	$219.17
888-49118	10/16/2009	04/15/2010	15	AETNA INC	$31 42	$25 56	$471.28	$383 42	$87.86
888-49118	09/09/2009	04/15/2010	55	AETNA INC	$31 42	$29 02	$1,728 01	$1,596.22	$131.79
888-49118	08/26/2009	04/15/2010	1	GOOGLE INC-CL A	$595 13	$467 71	$595 13	$467.71	$127 42
888-49118	07/30/2009	04/13/2010	145	SPRINT NEXTEL CORP	$4 20	$4 02	$609 23	$582 89	$26 34
888-49118	07/30/2009	04/13/2010	15	SPRINT NEXTEL CORP	$4 20	$4 02	$63 02	$60.30	$2 72

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Capital Gains

Account: CARPENTER FAMILY FOUNDATION (888-49118)
02/01/2010 - 01/31/2011

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	06/25/2009	04/13/2010	25	DU PONT (E.I.) DE NEMOURS	$38.67	$25 13	$966.83	$628.31	$338.52
888-49118	02/16/2010	04/12/2010	5	FREEPORT-MCMORAN COPPER	$85.11	$75.37	$425.54	$376.87	$48.67
888-49118	06/01/2009	04/12/2010	15	NEXEN INC	$25.61	$25 91	$384.17	$388.66	($4.49)
888-49118	08/26/2009	04/09/2010	5	FREEPORT-MCMORAN COPPER	$85.16	$63.35	$425 82	$316 76	$109.06
888-49118	01/13/2010	04/08/2010	5	AIR PRODUCTS & CHEMICALS INC	$73 95	$82.92	$369.73	$414.62	($44.89)
888-49118	12/21/2009	04/08/2010	5	AIR PRODUCTS & CHEMICALS INC	$73 95	$81 09	$369 74	$405.46	($35.72)
888-49118	08/27/2009	04/08/2010	7	FRANKLIN RESOURCES INC	$113.33	$92 52	$793.33	$647.67	$145.66
888-49118	12/17/2009	04/06/2010	20	J C. PENNEY CO INC	$33 49	$27.37	$669.89	$547.45	$122.44
888-49118	12/17/2009	04/06/2010	9	SPX CORP	$67 74	$55.11	$609 67	$496 01	$113.66
888-49118	11/27/2009	04/06/2010	10	VALE SA-SP ADR	$33.05	$28 82	$330 52	$288 20	$42.32
888-49118	06/29/2009	04/06/2010	3	SPX CORP	$67 74	$48 97	$203 23	$146 91	$56.32
888-49118	08/26/2009	04/05/2010	2	APPLE INC	$237.42	$167.00	$474.85	$334.00	$140.85
888-49118	08/26/2009	04/05/2010	7	FREEPORT-MCMORAN COPPER	$87 56	$63 35	$612 91	$443.47	$169.44
888-49118	11/12/2009	04/01/2010	15	SUPERVALU INC	$16 74	$15 99	$251 08	$239.82	$11 26
888-49118	10/13/2009	04/01/2010	20	SUPERVALU INC	$16.74	$15 45	$334 77	$308 93	$25.84
888-49118	10/02/2009	04/01/2010	5	CONOCOPHILLIPS	$51.77	$46 30	$258 83	$231 52	$27 31
888-49118	10/01/2009	04/01/2010	5	CONOCOPHILLIPS	$51 77	$45 20	$258 83	$226 01	$32.82
888-49118	10/01/2009	04/01/2010	15	CONOCOPHILLIPS	$51 77	$45 20	$776 50	$678.05	$98.45
888-49118	10/01/2009	04/01/2010	20	CONOCOPHILLIPS	$51.77	$45 20	$1,035 34	$904 06	$131 28
888-49118	07/02/2009	03/30/2010	110	RRI ENERGY INC	$3 80	$4 99	$418 39	$549.29	($130 90)
888-49118	08/26/2009	03/26/2010	30	QUALCOMM INC	$41 82	$47 30	$1,254 61	$1,419 10	($164 49)
888-49118	08/26/2009	03/25/2010	55	QUANTA SERVICES INC	$20.01	$23 05	$1,100 37	$1,267.95	($167 58)
888-49118	07/31/2009	03/24/2010	15	VALERO ENERGY CORP	$20 37	$18 00	$305.56	$270 00	$35.56
888-49118	07/28/2009	03/24/2010	55	VALERO ENERGY CORP	$20 37	$18.13	$1,120 38	$996.91	$123 47
888-49118	06/25/2009	03/24/2010	10	DU PONT (E I) DE NEMOURS	$38 74	$25.13	$387 41	$251 33	$136.08
888-49118	06/29/2009	03/22/2010	9	SPX CORP	$60.70	$48 97	$546 31	$440 74	$105.57
888-49118	11/12/2009	03/18/2010	7	ANHEUSER-BUSH INBEV SPN ADR	$51 66	$48 13	$361 65	$336.88	$24.77
888-49118	10/13/2009	03/17/2010	30	SUPERVALU INC	$17 50	$15 45	$525 03	$463.39	$61 64
888-49118	08/26/2009	03/17/2010	10	TARGET CORP	$53 08	$47 03	$530 84	$470 32	$60.52
888-49118	11/12/2009	03/15/2010	8	ANHEUSER-BUSH INBEV SPN ADR	$50.00	$48.13	$400.01	$385 00	$15.01

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Capital Gains

Account: CARPENTER FAMILY FOUNDATION (888-49118)
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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	08/26/2009	03/12/2010	2	APPLE INC	$226 79	$167.00	$453.57	$334 00	$119.57
888-49118	06/03/2009	03/11/2010	20	XL CAPITAL LTD -CLASS A	$18 57	$9.97	$371.40	$199.37	$172.03
888-49118	10/30/2009	03/09/2010	40	SYMANTEC CORP	$17 12	$17.61	$684.67	$704.20	($19 53)
888-49118	03/17/2009	03/09/2010	20	SYMANTEC CORP	$17 12	$13 43	$342 34	$268 68	$73.66
888-49118	03/16/2009	03/09/2010	30	NEWS CORP	$14 27	$6 11	$428 18	$183 28	$244.90
888-49118	08/26/2009	03/05/2010	8	FREEPORT-MCMORAN COPPER	$80 33	$63.35	$642 60	$506 83	$135.77
888-49118	06/24/2009	02/26/2010	25	AT&T INC	$24 83	$24 81	$620.84	$620 36	$0.48
888-49118	06/16/2009	02/26/2010	25	AT&T INC	$24 83	$24 24	$620 84	$605.88	$14 96
888-49118	11/30/2009	02/25/2010	8	AIR PRODUCTS & CHEMICALS INC	$68 79	$82.48	$550 29	$659 81	($109 52)
888-49118	10/30/2009	02/25/2010	3	AIR PRODUCTS & CHEMICALS INC	$68 79	$77.59	$206 36	$232 76	($26 40)
888-49118	08/26/2009	02/24/2010	20	QUALCOMM INC	$37 92	$47.30	$758 37	$946.07	($187.70)
888-49118	03/17/2009	02/24/2010	30	SYMANTEC CORP	$16 58	$13.43	$497.43	$403.01	$94.42
888-49118	03/12/2009	02/24/2010	40	SYMANTEC CORP	$16.58	$13.59	$663.25	$543 70	$119.55
888-49118	06/23/2009	02/22/2010	45	MASCO CORP	$13.75	$8.93	$618 77	$402.01	$216 76
888-49118	10/30/2009	02/19/2010	2	AIR PRODUCTS & CHEMICALS INC	$69.66	$77 59	$139 33	$155 18	($15 85)
888-49118	08/26/2009	02/19/2010	4	AIR PRODUCTS & CHEMICALS INC	$69 66	$75 49	$278 66	$301 94	($23 28)
888-49118	11/27/2009	02/18/2010	15	VALE SA-SP ADR	$28.31	$28 82	$424 58	$432 31	($7 73)
888-49118	08/21/2009	02/17/2010	17	NORTHROP GRUMMAN CORP	$59.66	$49 91	$1,014 28	$848 52	$165.76
888-49118	06/25/2009	02/17/2010	25	DU PONT (E I) DE NEMOURS	$33 10	$25 13	$827.38	$628 32	$199.06
888-49118	08/26/2009	02/12/2010	15	QUALCOMM INC	$38 73	$47 30	$580 94	$709 55	($128.61)
888-49118	06/29/2009	02/12/2010	35	TYCO ELECTRONICS LTD	$25 07	$18 18	$877.35	$636 24	$241.11
888-49118	08/26/2009	02/11/2010	13	AIR PRODUCTS & CHEMICALS INC	$68.39	$75.49	$889 07	$981 32	($92 25)
888-49118	10/21/2009	02/10/2010	20	INGERSOLL-RAND PLC	$33 64	$34.98	$672.77	$699.62	($26 85)
888-49118	08/26/2009	02/10/2010	2	CME GROUP INC	$277 24	$273 32	$554 47	$546 63	$7 84
888-49118	06/09/2009	02/10/2010	3	INGERSOLL-RAND PLC	$33 64	$22.70	$100.91	$68 11	$32.80
888-49118	08/26/2009	02/05/2010	25	QUALCOMM INC	$37 81	$47 30	$945 30	$1,182 59	($237 29)
888-49118	10/09/2009	02/04/2010	1	OCCIDENTAL PETROLEUM CORP	$76 98	$79 48	$76 98	$79 48	($2 50)
888-49118	08/26/2009	02/04/2010	9	FEDEX CORP	$79 54	$68 17	$715 85	$613 53	$102.32
888-49118	08/26/2009	02/04/2010	5	OCCIDENTAL PETROLEUM CORP	$76 98	$73.49	$384 90	$367.46	$17.44
888-49118	11/10/2009	02/02/2010	10	NATIONAL - OILWELL INC	$42 55	$44 74	$425 54	$447 40	($21 86)

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Account: CARPENTER FAMILY FOUNDATION (888-49118)
02/01/2010 - 01/31/2011

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	11/10/2009	02/01/2010	7	UNITED PARCEL SERVICE-CL B	$57 82	$56 44	$404 76	$395.11	$9.65
888-49118	09/14/2009	02/01/2010	11	UNITED PARCEL SERVICE-CL B	$57 82	$58 99	$636.04	$648 92	($12 88)
888-49118	08/26/2009	02/01/2010	15	LOWE'S COS INC	$21.91	$21.48	$328 64	$322.20	$6.44
						Total	**$152,381.30**	**$148,361.42**	**$4,019.88**

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	10/23/2009	01/31/2011	4	ALCON INC	$163.30	$147 06	$653 20	$588 22	$64.98
888-49118	11/19/2009	01/28/2011	10	TARGET CORP	$54.46	$47.58	$544.58	$475.79	$68.79
888-49118	10/06/2009	01/28/2011	10	COOPER INDUSTRIES PLC	$60 95	$37.30	$609 53	$373 04	$236.49
888-49118	08/26/2009	01/27/2011	3	CME GROUP INC	$310 40	$273 32	$931 21	$819.95	$111.26
888-49118	08/26/2009	01/25/2011	3	FREEPORT-MCMORAN COPPER	$105 46	$63 35	$316 37	$190 06	$126.31
888-49118	08/26/2009	01/24/2011	1	GOOGLE INC-CL A	$607 63	$467 71	$607 63	$467 71	$139.92
888-49118	12/24/2009	01/21/2011	5	MICROSOFT CORP	$28 10	$30 88	$140.52	$154 38	($13 86)
888-49118	08/26/2009	01/20/2011	8	COSTCO WHOLESALE CORP	$72 40	$49 80	$579 17	$398 39	$180.78
888-49118	08/26/2009	01/20/2011	4	FREEPORT-MCMORAN COPPER	$109.80	$63.35	$439 19	$253.41	$185.78
888-49118	09/04/2009	01/19/2011	25	EMC CORP/MASS	$24.18	$15.79	$604 49	$394 87	$209.62
888-49118	08/26/2009	01/19/2011	10	GILEAD SCIENCES INC	$38 18	$46 13	$381.80	$461.34	($79 54)
888-49118	08/26/2009	01/14/2011	10	GILEAD SCIENCES INC	$38 25	$46 13	$382.53	$461 34	($78 81)
888-49118	10/23/2009	01/13/2011	1	ALCON INC	$162 90	$147 05	$162 90	$147 05	$15.85
888-49118	10/07/2009	01/13/2011	5	ALCON INC	$162 90	$138 27	$814.50	$691 33	$123 17
888-49118	08/26/2009	01/13/2011	2	ALCON INC	$162.90	$132 05	$325 80	$264 09	$61.71
888-49118	08/26/2009	01/11/2011	8	SCHLUMBERGER LTD	$82 03	$55 93	$656 28	$447 47	$208.81
888-49118	08/26/2009	01/10/2011	4	ALCON INC	$162.50	$132 05	$650 00	$528 19	$121.81
888-49118	08/12/2009	01/07/2011	25	AT&T INC	$28 79	$25 65	$719 74	$641 13	$78.61
888-49118	06/25/2009	01/07/2011	30	AT&T INC	$28 79	$24 98	$863.68	$749 32	$114.36
888-49118	06/03/2009	01/07/2011	30	XL GROUP PLC	$22 20	$9.97	$666.04	$299.06	$366.98
888-49118	08/26/2009	01/05/2011	3	ALCON INC	$163 15	$132 05	$489.45	$396 14	$93 31
888-49118	08/26/2009	12/30/2010	2	ALCON INC	$163 53	$132 05	$327.07	$264 09	$62.98

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Capital Gains

Account: CARPENTER FAMILY FOUNDATION (888-49118)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	08/26/2009	12/30/2010	3	PEPSICO INC	$65.22	$57.62	$195 66	$172.86	$22.80
888-49118	11/05/2009	12/22/2010	6	CONOCOPHILLIPS	$66.87	$51.92	$401.21	$311.50	$89.71
888-49118	10/02/2009	12/22/2010	13	CONOCOPHILLIPS	$66.87	$46.30	$869 28	$601.95	$267.33
888-49118	06/25/2009	12/22/2010	25	AT&T INC	$29 02	$24 98	$725 52	$624 44	$101.08
888-49118	03/16/2009	12/21/2010	25	NEWS CORP	$14.44	$6 11	$360.99	$152 73	$208.26
888-49118	08/26/2009	12/20/2010	2	ALCON INC	$161 70	$132 05	$323.40	$264 09	$59.31
888-49118	08/26/2009	12/17/2010	3	ALCON INC	$162 14	$132 05	$486 42	$396.14	$90.28
888-49118	08/26/2009	12/17/2010	5	HEWLETT-PACKARD CO	$41 95	$44 39	$209 77	$221 97	($12 20)
888-49118	08/26/2009	12/13/2010	9	KOHLS CORP	$53 45	$52.95	$481.07	$476.59	$4.48
888-49118	08/26/2009	12/13/2010	8	TEVA PHARMACEUTICAL-SP ADR	$53 43	$51.53	$427.47	$412 20	$15.27
888-49118	11/16/2009	12/10/2010	10	VERTEX PHARMACEUTICALS INC	$34.21	$40 76	$342 06	$407.64	($65.58)
888-49118	11/13/2009	12/10/2010	10	VERTEX PHARMACEUTICALS INC	$34.21	$40.68	$342 06	$406.79	($64 73)
888-49118	06/25/2009	12/09/2010	20	AT&T INC	$28 73	$24 98	$574 62	$499.55	$75 07
888-49118	06/24/2009	12/09/2010	25	AT&T INC	$28 73	$24 81	$718 28	$620 36	$97 92
888-49118	11/13/2009	12/07/2010	10	ILLINOIS TOOL WORKS	$50 71	$48 79	$507 15	$487 93	$19 22
888-49118	08/26/2009	12/06/2010	18	CELGENE CORP	$55.14	$54.17	$992 50	$975.10	$17.40
888-49118	08/26/2009	12/02/2010	12	GILEAD SCIENCES INC	$37 44	$46.13	$449 25	$553 60	($104 35)
888-49118	08/26/2009	11/29/2010	1	APPLE INC	$313 41	$167 00	$313.41	$167.00	$146.41
888-49118	08/05/2009	11/29/2010	80	PULTE GROUP INC	$6 26	$11 75	$500 90	$939.68	($438 78)
888-49118	07/13/2009	11/29/2010	70	ALTRIA GROUP INC	$24 30	$16 63	$1,701 24	$1,163 87	$537.37
888-49118	06/30/2009	11/24/2010	80	D R HORTON INC	$10.11	$9 39	$809.10	$751 24	$57.86
888-49118	11/13/2009	11/23/2010	20	FORD MOTOR CO	$15.80	$8 36	$316.08	$167 19	$148.89
888-49118	11/09/2009	11/23/2010	25	FORD MOTOR CO	$15 80	$8 08	$395.10	$201 92	$193.18
888-49118	10/26/2009	11/22/2010	10	ILLINOIS TOOL WORKS	$47 25	$47 28	$472 50	$472 77	($0 27)
888-49118	10/13/2009	11/22/2010	5	ILLINOIS TOOL WORKS	$47 25	$44 48	$236 25	$222.38	$13.87
888-49118	10/13/2009	11/19/2010	6	TARGET CORP	$55 33	$50 59	$332.00	$303 55	$28 45
888-49118	08/26/2009	11/19/2010	5	COSTCO WHOLESALE CORP	$66.53	$49.80	$332 63	$249.00	$83.63
888-49118	08/26/2009	11/17/2010	6	KOHLS CORP	$52 34	$52 96	$314 02	$317 73	($3 71)
888-49118	08/26/2009	11/17/2010	5	PEPSICO INC	$63 90	$57 62	$319 48	$288.11	$31.37
888-49118	01/29/2009	11/17/2010	75	CBS CORP-CLASS B NON VOTING	$16 21	$6 06	$1,215.44	$454 54	$760 90

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Account: CARPENTER FAMILY FOUNDATION (888-49118)
02/01/2010 - 01/31/2011

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	08/26/2009	11/12/2010	15	DANAHER CORP	$43 54	$31 06	$653.14	$465 88	$187.26
888-49118	04/15/2009	11/12/2010	11	TIME WARNER CABLE	$62 54	$28.03	$687 97	$308 37	$379.60
888-49118	04/15/2009	11/12/2010	1	TIME WARNER CABLE	$62.54	$28.03	$62.54	$28.03	$34.51
888-49118	04/15/2009	11/12/2010	2	TIME WARNER CABLE	$62 54	$28.04	$125 09	$56 07	$69.02
888-49118	10/13/2009	11/09/2010	10	ILLINOIS TOOL WORKS	$48 32	$44.48	$483.17	$444.76	$38.41
888-49118	08/26/2009	11/09/2010	10	HEWLETT-PACKARD CO	$44.40	$44 39	$444 03	$443.93	$0.10
888-49118	08/26/2009	11/08/2010	10	PEPSICO INC	$65.09	$57 62	$650 87	$576.22	$74.65
888-49118	08/26/2009	11/02/2010	1	APPLE INC	$310 03	$167 00	$310 03	$167.00	$143.03
888-49118	09/18/2009	11/01/2010	5	KLA-TENCOR CORPORATION	$35 62	$35.38	$178 11	$176.92	$1.19
888-49118	10/13/2009	10/28/2010	4	TARGET CORP	$52 33	$50 59	$209.31	$202.37	$6.94
888-49118	08/26/2009	10/28/2010	1	GOOGLE INC-CL A	$615 79	$467.71	$615.79	$467.71	$148.08
888-49118	08/26/2009	10/28/2010	2	TARGET CORP	$52.33	$47 03	$104.65	$94 06	$10.59
888-49118	08/26/2009	10/28/2010	13	TEVA PHARMACEUTICAL-SP ADR	$52 08	$51 52	$677 09	$669.82	$7.27
888-49118	08/26/2009	10/27/2010	5	COSTCO WHOLESALE CORP	$62 77	$49 80	$313 87	$249 00	$64.87
888-49118	09/18/2009	10/22/2010	15	KLA-TENCOR CORPORATION	$36.08	$35 38	$541.24	$530 77	$10 47
888-49118	08/26/2009	10/22/2010	4	ALCON INC	$167 34	$132 05	$669.37	$528.19	$141.18
888-49118	08/26/2009	10/22/2010	6	PEPSICO INC	$65.08	$57.62	$390.51	$345 73	$44 78
888-49118	08/26/2009	10/20/2010	10	ILLINOIS TOOL WORKS	$46 73	$42.51	$467 30	$425 09	$42.21
888-49118	08/26/2009	10/20/2010	9	PEPSICO INC	$65 26	$57.62	$587 32	$518 60	$68 72
888-49118	08/26/2009	10/19/2010	5	FREEPORT-MCMORAN COPPER	$93.19	$63 35	$465 95	$316.77	$149.18
888-49118	08/26/2009	10/08/2010	15	HEWLETT-PACKARD CO	$41 10	$44 39	$616.54	$665.91	($49 37)
888-49118	08/26/2009	10/08/2010	8	TARGET CORP	$54 20	$47 03	$433.59	$376 25	$57.34
888-49118	09/04/2009	10/07/2010	25	EMC CORP/MASS	$19 56	$15 79	$489.05	$394.87	$94 18
888-49118	07/29/2009	10/07/2010	20	TIME WARNER INC	$30 43	$25 07	$608 65	$501.38	$107.27
888-49118	08/26/2009	10/06/2010	6	COSTCO WHOLESALE CORP	$63 80	$49 80	$382 79	$298 80	$83.99
888-49118	08/26/2009	10/04/2010	15	GILEAD SCIENCES INC	$35 35	$46.13	$530.31	$692 00	($161 69)
888-49118	08/26/2009	10/01/2010	10	HEWLETT-PACKARD CO	$40 56	$44 39	$405 63	$443 94	($38 31)
888-49118	08/26/2009	10/01/2010	7	TARGET CORP	$53 46	$47.03	$374 22	$329 22	$45.00
888-49118	08/26/2009	09/30/2010	25	INTEL CORP	$19 26	$19.22	$481.39	$480 41	$0.98
888-49118	08/17/2009	09/30/2010	10	TYCO ELECTRONICS LTD	$29 33	$22 21	$293 34	$222 07	$71.27

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	07/29/2009	09/29/2010	22	TIME WARNER INC	$30.70	$25 07	$675.48	$551.51	$123.97
888-49118	03/11/2009	09/29/2010	23	TIME WARNER INC	$30.70	$16.53	$706.19	$380.22	$325.97
888-49118	08/26/2009	09/27/2010	35	HEWLETT-PACKARD CO	$41.46	$44.39	$1,451 15	$1,553.78	($102.63)
888-49118	08/26/2009	09/24/2010	10	ILLINOIS TOOL WORKS	$46 82	$42 51	$468 22	$425 10	$43.12
888-49118	08/26/2009	09/22/2010	5	COSTCO WHOLESALE CORP	$62.04	$49 80	$310 20	$249.00	$61.20
888-49118	08/14/2009	09/20/2010	200	SPRINT NEXTEL CORP	$4.60	$3.86	$920.64	$772.18	$148 46
888-49118	07/30/2009	09/20/2010	170	SPRINT NEXTEL CORP	$4 60	$4 02	$782.54	$683.38	$99.16
888-49118	08/26/2009	09/14/2010	6	TARGET CORP	$53.98	$47 03	$323 86	$282 19	$41.67
888-49118	08/26/2009	09/03/2010	7	TARGET CORP	$52 85	$47 03	$369.98	$329 22	$40 76
888-49118	08/17/2009	09/01/2010	25	TYCO ELECTRONICS LTD	$25 19	$22 21	$629.66	$555.17	$74.49
888-49118	06/29/2009	09/01/2010	15	TYCO ELECTRONICS LTD	$25 19	$19.40	$377.79	$291 07	$86.72
888-49118	08/27/2009	08/30/2010	35	BANK OF AMERICA CORP	$12 47	$17.88	$436.54	$625.80	($189 26)
888-49118	08/26/2009	08/30/2010	5	TARGET CORP	$51.11	$47 03	$255 54	$235 16	$20.38
888-49118	08/26/2009	08/30/2010	4	VISA INC - CLASS A SHRS	$70 11	$69 31	$280 45	$277.23	$3.22
888-49118	08/26/2009	08/27/2010	45	INTEL CORP	$18 31	$19.22	$823 86	$864.75	($40 89)
888-49118	03/24/2009	08/16/2010	25	MERCK & CO INC	$34.77	$24 45	$869 24	$611 17	$258.07
888-49118	07/14/2009	08/10/2010	40	TEXTRON INC	$20.21	$9.44	$808 20	$377 64	$430 56
888-49118	07/31/2009	08/03/2010	70	VALERO ENERGY CORP	$17 64	$18 00	$1,234 98	$1,260.00	($25 02)
888-49118	12/04/2008	07/22/2010	60	MOTOROLA INC	$7 82	$4 34	$469 02	$260.25	$208.77
888-49118	06/11/2009	07/08/2010	4	INGERSOLL-RAND PLC	$34.15	$22 86	$136.61	$91.43	$45.18
888-49118	06/09/2009	07/08/2010	15	INGERSOLL-RAND PLC	$34.15	$22.71	$512.29	$340 59	$171.70
888-49118	06/09/2009	07/08/2010	1	INGERSOLL-RAND PLC	$34 15	$22.70	$34.15	$22 70	$11.45
888-49118	06/03/2009	07/08/2010	30	XL GROUP PLC	$16 95	$9.97	$508 44	$299 06	$209.38
888-49118	02/18/2009	07/07/2010	45	NOKIA CORP-SPON ADR	$8.72	$10 99	$392 55	$494 76	($102 21)
888-49118	03/11/2009	07/01/2010	3	AOL INC	$20.42	$13 39	$61 25	$40.18	$21.07
888-49118	12/01/2008	07/01/2010	4	AOL INC	$20 42	$16 47	$81 66	$65.88	$15.78
888-49118	11/10/2008	07/01/2010	2	AOL INC	$20.42	$19 02	$40 83	$38.04	$2.79
888-49118	12/29/2008	06/18/2010	30	LIMITED BRANDS INC	$25.08	$9 42	$752.53	$282 69	$469.84
888-49118	05/29/2009	06/17/2010	15	ENSCO PLC- SPON ADR	$40 40	$38 71	$606.02	$580.66	$25.36
888-49118	06/03/2009	06/11/2010	35	US BANCORP	$23.28	$18 03	$814 93	$631 22	$183.71

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	05/22/2009	06/11/2010	25	US BANCORP	$23 28	$18.06	$582.09	$451.62	$130.47
888-49118	03/24/2009	06/10/2010	18	MERCK & CO INC.	$34 66	$24.45	$623.91	$440.05	$183.86
888-49118	03/20/2009	06/10/2010	17	MERCK & CO. INC.	$34.66	$23.48	$589.25	$399.22	$190.03
888-49118	03/20/2009	06/10/2010	5	MERCK & CO INC	$34 66	$23 48	$173 31	$117.42	$55.89
888-49118	03/20/2009	06/10/2010	7	MERCK & CO. INC.	$34 66	$23.48	$242.63	$164 38	$78.25
888-49118	09/04/2008	06/10/2010	43	MERCK & CO INC	$34.66	$34 56	$1,490 45	$1,485 97	$4 48
888-49118	07/17/2008	06/03/2010	30	MACY'S INC	$22.46	$17.42	$673.70	$522.68	$151.02
888-49118	02/18/2009	05/19/2010	5	NOKIA CORP-SPON ADR	$10.08	$10 99	$50 39	$54 97	($4 58)
888-49118	02/10/2009	05/19/2010	75	NOKIA CORP-SPON ADR	$10.08	$12 74	$755.85	$955 80	($199 95)
888-49118	02/05/2009	05/19/2010	50	NOKIA CORP-SPON ADR	$10 08	$13.00	$503 90	$650 06	($146 16)
888-49118	07/17/2008	05/19/2010	20	MACY'S INC	$21.51	$17 42	$430 16	$348.45	$81.71
888-49118	05/28/2008	05/19/2010	50	MACY'S INC	$21 51	$23.14	$1,075 40	$1,157.11	($81 71)
888-49118	05/07/2009	05/17/2010	14	DEUTSCHE BANK AG-REGISTERED	$60.73	$53 53	$850 21	$749 44	$100.77
888-49118	05/04/2009	05/17/2010	30	UNUM GROUP	$22 50	$16 87	$675.06	$506.20	$168.86
888-49118	03/16/2009	05/13/2010	20	NEWS CORP	$14 48	$6 11	$289.57	$122 19	$167.38
888-49118	12/04/2008	05/12/2010	115	MOTOROLA INC	$7 02	$4 34	$806 73	$498.80	$307.93
888-49118	01/15/2008	05/05/2010	10	JPMORGAN CHASE & CO	$42.17	$39 34	$421 67	$393 36	$28.31
888-49118	01/30/2009	05/03/2010	25	ARCHER-DANIELS-MIDLAND CO	$27 76	$27 31	$694 03	$682 72	$11.31
888-49118	01/20/2009	05/03/2010	35	ARCHER-DANIELS-MIDLAND CO	$27 76	$25 63	$971 64	$897 01	$74.63
888-49118	07/08/2008	04/28/2010	5	JPMORGAN CHASE & CO	$42.93	$34 35	$214 63	$171.75	$42.88
888-49118	09/19/2006	04/28/2010	1	JPMORGAN CHASE & CO	$42 93	$46.44	$42.93	$46.44	($3 51)
888-49118	09/19/2006	04/28/2010	1	JPMORGAN CHASE & CO	$42 93	$46 44	$42.93	$46 44	($3 51)
888-49118	09/19/2006	04/28/2010	4	JPMORGAN CHASE & CO	$42 93	$46 45	$171 71	$185 78	($14 07)
888-49118	03/11/2009	04/21/2010	10	TIME WARNER INC	$32.91	$16.53	$329.10	$165.32	$163.78
888-49118	01/15/2009	04/21/2010	5	GOLDMAN SACHS GROUP INC	$160 10	$74 07	$800.48	$370 33	$430.15
888-49118	02/18/2009	04/19/2010	15	DEUTSCHE BANK AG-REGISTERED	$73 46	$25 26	$1,101 83	$378 87	$722.96
888-49118	01/15/2009	04/16/2010	1	GOLDMAN SACHS GROUP INC	$161 72	$74 06	$161.72	$74 06	$87.66
888-49118	01/15/2009	04/16/2010	6	GOLDMAN SACHS GROUP INC	$161 72	$74 07	$970.31	$444 40	$525.91
888-49118	09/09/2008	04/16/2010	1	GOLDMAN SACHS GROUP INC	$161 72	$162 35	$161.72	$162 35	($0 63)
888-49118	09/09/2008	04/16/2010	1	GOLDMAN SACHS GROUP INC	$161 72	$162 35	$161 72	$162 35	($0 63)

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-49118	09/09/2008	04/16/2010	9	GOLDMAN SACHS GROUP INC	$161.72	$162.35	$1,455.47	$1,461 12	($5 65)
888-49118	11/10/2008	04/06/2010	5	J C PENNEY CO INC	$33 49	$20.26	$167.47	$101.32	$66.15
888-49118	01/29/2009	04/05/2010	25	CBS CORP-CLASS B	$14.52	$6.06	$363 05	$151 52	$211 53
888-49118	11/10/2008	04/05/2010	10	CBS CORP-CLASS B	$14 52	$8 02	$145 22	$80.18	$65.04
888-49118	01/15/2008	04/05/2010	10	JPMORGAN CHASE & CO	$45.22	$39.34	$452.20	$393.36	$58.84
888-49118	01/23/2008	04/01/2010	15	CONOCOPHILLIPS	$51.77	$71 21	$776 50	$1,068 11	($291 61)
888-49118	01/15/2008	03/30/2010	1	JPMORGAN CHASE & CO	$44.69	$39 34	$44.69	$39 34	$5.35
888-49118	09/19/2006	03/30/2010	9	JPMORGAN CHASE & CO	$44.69	$46 44	$402 20	$417.99	($15 79)
888-49118	09/04/2008	03/19/2010	7	MERCK & CO INC	$38 28	$34.56	$267 99	$241.90	$26 09
888-49118	07/02/2008	03/19/2010	3	MERCK & CO INC.	$38 28	$38 45	$114 86	$115.35	($0 49)
888-49118	09/09/2008	03/15/2010	5	GOLDMAN SACHS GROUP INC	$171 87	$162 35	$859.37	$811.74	$47.63
888-49118	02/05/2008	03/12/2010	5	MORGAN STANLEY	$30 10	$46 17	$150.52	$230.83	($80 31)
888-49118	01/21/2009	03/11/2010	20	CORNING INC	$18 37	$9 34	$367 34	$186.77	$180 57
888-49118	02/05/2008	03/11/2010	20	MORGAN STANLEY	$29 89	$46.17	$597 71	$923.31	($325 60)
888-49118	12/21/2007	03/11/2010	5	MORGAN STANLEY	$29 89	$53 90	$149.43	$269 52	($120 09)
888-49118	12/07/2007	03/09/2010	9	TRAVELERS COS INC/THE	$53 79	$54 37	$484.08	$489 31	($5 23)
888-49118	03/03/2009	03/08/2010	15	DEVON ENERGY CORPORATION	$69.35	$41.02	$1,040.29	$615 33	$424.96
888-49118	02/24/2009	03/08/2010	20	LOWE'S COS INC	$24.02	$15 58	$480 49	$311.66	$168.83
888-49118	02/12/2009	03/08/2010	10	DEVON ENERGY CORPORATION	$69 35	$51.11	$693.52	$511 14	$182.38
888-49118	10/23/2008	03/08/2010	25	LOWE'S COS INC	$24.02	$18 21	$600 62	$455 14	$145.48
888-49118	11/10/2008	02/26/2010	25	J C. PENNEY CO INC	$27.73	$20 26	$693.14	$506 60	$186.54
888-49118	11/06/2007	02/26/2010	5	AT&T INC	$24.83	$39 78	$124 17	$198.90	($74 73)
888-49118	09/11/2008	02/22/2010	15	WESTERN DIGITAL CORP	$42.59	$23 71	$638.91	$355.62	$283.29
888-49118	11/06/2007	02/22/2010	45	AT&T INC	$25 03	$39 78	$1,126.32	$1,790 13	($663 81)
888-49118	01/21/2009	02/18/2010	10	METLIFE INC	$34 87	$25 67	$348 70	$256.70	$92.00
888-49118	12/01/2008	02/11/2010	15	TIME WARNER INC	$27 23	$17 89	$408 38	$268.38	$140.00
888-49118	09/11/2008	02/10/2010	15	WESTERN DIGITAL CORP	$40 11	$23 71	$601 70	$355 62	$246.08
888-49118	01/21/2009	02/09/2010	20	CORNING INC	$17.82	$9 34	$356 44	$186.77	$169 67
						Total	**$86,888.01**	**$73,242.16**	**$13,645.85**

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Global Wealth Management

Capital Gains

Account: CARPENTER FAMILY FOUNDATION (888-49118)
02/01/2010 - 01/31/2011

The information above reflects the total gains and losses of the accounts in your relationship and therefore may include nontaxable accounts To simplify your tax planning process, we encourage you to customize this page with a Personalized Account Analysis that aligns with your tax obligations or contact your Bernstein Advisor Please note that prior to 2008, long-term capital gains distributions from mutual funds can be found on the Income report Please see your Year-End Tax Report for your official tax record You should verify the accuracy of all calculations with your tax advisor

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2010

Attachment Sequence No 67

Name(s) shown on return: CARPENTER FAMILY FOUNDATION

Identifying number: 95-3854103

Business or activity to which this form relates: GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179
Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2009 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2011 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property Instead, use Part V*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2010	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2010 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2010 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

JSA **For Paperwork Reduction Act Notice, see separate instructions.**
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Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* ***only*** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles*.)

24a Do you have evidence to support the business/investment use claimed? ☐ **Yes** ☐ **No** **24b** If "Yes," is the evidence written? ☐ **Yes** ☐ **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						**25**		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						**28**		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							**29**	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2010 tax year (see instructions)					
43 Amortization of costs that began before your 2010 tax year				**43**	
44 **Total.** Add amounts in column (f) See the instructions for where to report				**44**	

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
COMPUTER	12/23/1997	2,939.	100.000			2,939.	2,939.	2,939.	200DB	MQ			5		
OFFICE EQUIP	12/31/1998	2,994.	100.000			2,994.	2,994.	2,994.	200DB	MQ			5		
Less Retired Assets															
Subtotals		5,933.				5,933.	5,933.	5,933.							

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less Retired Assets															
Subtotals															
TOTALS		5,933.				5,933.	5,933.	5,933.							

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

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