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 03/01 **, 2010, and ending** 02/28, 20 11

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: UW H P FARRINGTON - HPF FDN RSDY

A Employer identification number: 13-6172804

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1802

Room/suite:

B Telephone number (see page 10 of the instructions): ( ) -

City or town, state, and ZIP code: PROVIDENCE, RI 02901-1802

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
[X] 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)* ▶ $ 24,525,053.

J Accounting method: [X] 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)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	743,457.	740,294.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	154,937.			
	b Gross sales price for all assets on line 6a 906,582.				
	7 Capital gain net income (from Part IV, line 2)		154,937.		
	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	898,394.	895,231.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	76,239.	45,743.		30,495.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	4,448.	4,448.	NONE	NONE
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	11,654.	2,891.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	256.	256.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	92,597.	53,338.	NONE	30,495.
	25 Contributions, gifts, grants paid	1,154,562.			1,154,562.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,247,159.	53,338.	NONE	1,185,057.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-348,765.			
	b **Net investment income** (if negative, enter -0-)		841,893.		
	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	End of year (c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	NONE	NONE	
2	Savings and temporary cash investments	721,217.	1,059,364.	1,059,364.
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ *		* NONE	
	Less allowance for doubtful accounts ▶	NONE	NONE	NONE
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)	NONE	NONE	NONE
b	Investments - corporate stock (attach schedule)	12,107,201.	11,495,637.	19,899,092.
c	Investments - corporate bonds (attach schedule)	3,386,502.	3,287,027.	3,566,597.
11	Investments - land, buildings, and equipment basis ▶ NONE			
	Less accumulated depreciation (attach schedule) ▶	NONE	NONE	
12	Investments - mortgage loans	NONE	NONE	
13	Investments - other (attach schedule)	NONE	NONE	NONE
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	NONE	NONE	NONE
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	16,214,920.	15,842,028.	24,525,053.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ 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	16,214,920.	15,842,028.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
30	**Total net assets or fund balances** (see page 17 of the instructions)	16,214,920.	15,842,028.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	16,214,920.	15,842,028.	

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	16,214,920.
2	Enter amount from Part I, line 27a	2	-348,765.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	1.
4	Add lines 1, 2, and 3	4	15,866,156.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	24,128.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,842,028.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) 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	154,937.
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	1,021,140.	21,257,591.	0.04803648730
2008	779,444.	22,773,304.	0.03422621505
2007			
2006			
2005			

2 **Total** of line 1, column (d)	2	0.08226270235
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	0.04113135117
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	22,600,815.
5 Multiply line 4 by line 3	5	929,602.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,419.
7 Add lines 5 and 6	7	938,021.
8 Enter qualifying distributions from Part XII, line 4	8	1,185,057.

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	8,419.
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	8,419.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	8,419.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 9,678.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	9,678.
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	1,259.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 1,259. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	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) ▶ STMT 8			
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)*

			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 ▶ PRIVATE BANK TAX SERVICES Telephone no ▶ (401)278-6867

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ [X]

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			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.

			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 [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? [ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? [ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [X] 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 [X] No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) [ ] Yes [X] No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		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 [X] No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? [ ] Yes [X] No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
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
SEE STATEMENT 9		76,239.	-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		NONE	NONE	NONE

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	22,222,197.
b	Average of monthly cash balances	1b	722,793.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	22,944,990.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	22,944,990.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	344,175.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,600,815.
6	**Minimum investment return.** Enter 5% of line 5	6	1,130,041.

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	1,130,041.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	8,419.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,419.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,121,622.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,121,622.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,121,622.

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	1,185,057.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,185,057.
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	8,419.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,176,638.

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				1,121,622.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			357,851.	
b Total for prior years: 20 08 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 . . . . . . NONE				
b From 2006 . . . . . . NONE				
c From 2007 . . . . . . NONE				
d From 2008 . . . . . . NONE				
e From 2009 . . . . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 1,185,057.				
a Applied to 2009, but not more than line 2a			357,851.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				827,206.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				294,416.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006 . . . NONE				
b Excess from 2007 . . . NONE				
c Excess from 2008 . . . NONE				
d Excess from 2009 . . . NONE				
e Excess from 2010 . . . NONE				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ [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*				
SEE STATEMENT 11				
Total . . . . . ▶ 3a				1,154,562.
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					
4 Dividends and interest from securities			14	743,457.	
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			18	154,937.	
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)				898,394.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 898,394.

(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.)
	NOT APPLICABLE

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee: Kristin Whitaker | Date: 05/04/2011 | Title: SVP Tax

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					15,506.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					4,540.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					55,821.	
		6892.39 FEDERAL NATL MTG ASSN POOL #7453 PROPERTY TYPE: SECURITIES					09/14/2007	03/31/2010
6,892.00		6,892.00						
		45.49 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	03/31/2010
45.00		46.00					-1.00	
		49.7 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	03/31/2010
50.00		50.00						
		34.84 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	03/31/2010
35.00		35.00						
		10.02 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	03/31/2010
10.00		10.00						
		6120.19 FEDERAL NATL MTG ASSN POOL #7453 PROPERTY TYPE: SECURITIES					09/14/2007	04/30/2010
6,120.00		6,120.00						
		45.02 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	04/30/2010
45.00		46.00					-1.00	
		50. GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	04/30/2010
50.00		50.00						

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		18.16 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	04/30/2010
18.00		18.00						
		10.09 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	04/30/2010
10.00		10.00						
		15460.97 FEDERAL NATL MTG ASSN POOL #745 PROPERTY TYPE: SECURITIES					09/14/2007	05/31/2010
15,461.00		15,461.00						
		38.76 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	05/31/2010
39.00		39.00						
		50.33 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	05/31/2010
50.00		51.00					-1.00	
		18.47 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	05/31/2010
18.00		18.00						
		10.35 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	05/31/2010
10.00		10.00						
		10000. BP AMOCO PLC SPONS ADR (UK/USD) S PROPERTY TYPE: SECURITIES					10/23/1986	06/09/2010
302,191.00		122,509.00					179,682.00	
		6042.76 FEDERAL NATL MTG ASSN POOL #7453 PROPERTY TYPE: SECURITIES					09/14/2007	06/30/2010
6,043.00		6,043.00						
		1761.37 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	06/30/2010
1,761.00		1,785.00					-24.00	
		52.62 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	06/30/2010
53.00		53.00						

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		18.6 GOVERNMENT NATIONAL MORTGAGE					08/21/2000	06/30/2010
		PROPERTY TYPE: SECURITIES						
19.00		19.00						
		10.43 GOVERNMENT NATIONAL MORTGAGE					05/15/2000	06/30/2010
		PROPERTY TYPE: SECURITIES						
10.00		10.00						
		5100. LEUCADIA NATIONAL CORP					11/20/2009	07/07/2010
		PROPERTY TYPE: SECURITIES						
98,072.00		111,780.00					-13,708.00	
		6620.24 FEDERAL NATL MTG ASSN POOL #7453					09/14/2007	07/31/2010
		PROPERTY TYPE: SECURITIES						
6,620.00		6,620.00						
		42.96 GOVERNMENT NATIONAL MORTGAGE					02/10/1998	07/31/2010
		PROPERTY TYPE: SECURITIES						
43.00		44.00					-1.00	
		51.02 GOVERNMENT NATIONAL MORTGAGE					06/19/1997	07/31/2010
		PROPERTY TYPE: SECURITIES						
51.00		51.00						
		18.52 GOVERNMENT NATIONAL MORTGAGE					08/21/2000	07/31/2010
		PROPERTY TYPE: SECURITIES						
19.00		19.00						
		10.5 GOVERNMENT NATIONAL MORTGAGE					05/15/2000	07/31/2010
		PROPERTY TYPE: SECURITIES						
11.00		11.00						
		8629.57 FEDERAL NATL MTG ASSN POOL #7453					09/14/2007	08/31/2010
		PROPERTY TYPE: SECURITIES						
8,630.00		8,630.00						
		484.78 GOVERNMENT NATIONAL MORTGAGE					02/10/1998	08/31/2010
		PROPERTY TYPE: SECURITIES						
485.00		491.00					-6.00	
		51.4 GOVERNMENT NATIONAL MORTGAGE					06/19/1997	08/31/2010
		PROPERTY TYPE: SECURITIES						
51.00		52.00					-1.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		18.84 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	08/31/2010
19.00		19.00						
		10.58 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	08/31/2010
11.00		11.00						
		9460.66 FEDERAL NATL MTG ASSN POOL #7453 PROPERTY TYPE: SECURITIES					09/14/2007	09/30/2010
9,461.00		9,461.00						
		30.46 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	09/30/2010
30.00		31.00					-1.00	
		51.74 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	09/30/2010
52.00		52.00						
		18.97 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	09/30/2010
19.00		19.00						
		10.65 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	09/30/2010
11.00		11.00						
		9504.8 FEDERAL NATL MTG ASSN POOL #74535 PROPERTY TYPE: SECURITIES					09/14/2007	10/31/2010
9,505.00		9,505.00						
		29.75 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	10/31/2010
30.00		30.00						
		52.05 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	10/31/2010
52.00		52.00						
		18.9 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	10/31/2010
19.00		19.00						

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10.73 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	10/31/2010
11.00		11.00						
		16000. NOKIA CORPORATION SPONSORED ADR PROPERTY TYPE: SECURITIES					10/20/2005	11/29/2010
147,118.00		256,800.00					-109682.00	
		9203.11 FEDERAL NATL MTG ASSN POOL #7453 PROPERTY TYPE: SECURITIES					09/14/2007	11/30/2010
9,203.00		9,203.00						
		29.93 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	11/30/2010
30.00		30.00						
		52.44 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	11/30/2010
52.00		53.00					-1.00	
		19.02 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	11/30/2010
19.00		19.00						
		10.8 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	11/30/2010
11.00		11.00						
		30.12 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	12/31/2010
30.00		31.00					-1.00	
		52.75 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	12/31/2010
53.00		53.00						
		19.15 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	12/31/2010
19.00		19.00						
		1500. DISCOVERY COMMUNICATIONS INC NEW S PROPERTY TYPE: SECURITIES					11/20/2009	01/11/2011
59,814.00		46,582.00					13,232.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		9.56 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	01/18/2011
10.00		10.00						
		9589.07 FEDERAL NATL MTG ASSN POOL #7453 PROPERTY TYPE: SECURITIES					09/14/2007	01/25/2011
9,589.00		9,589.00						
		6997.03 FEDERAL NATL MTG ASSN POOL #7453 PROPERTY TYPE: SECURITIES					09/14/2007	01/31/2011
6,997.00		6,732.00					265.00	
		30.31 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	01/31/2011
30.00		31.00					-1.00	
		53.1 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	01/31/2011
53.00		54.00					-1.00	
		19.28 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	01/31/2011
19.00		19.00						
		10.95 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	01/31/2011
11.00		11.00						
		1500. BECTON DICKINSON & COMPANY PROPERTY TYPE: SECURITIES					11/20/2009	02/17/2011
119,846.00		110,734.00					9,112.00	
		5566.47 FEDERAL NATL MTG ASSN POOL #7453 PROPERTY TYPE: SECURITIES					09/14/2007	02/28/2011
5,566.00		5,356.00					210.00	
		29.62 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					02/10/1998	02/28/2011
30.00		30.00						
		53.45 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					06/19/1997	02/28/2011
53.00		54.00					-1.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		19.41 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					08/21/2000	02/28/2011
19.00		19.00						
		11.03 GOVERNMENT NATIONAL MORTGAGE PROPERTY TYPE: SECURITIES					05/15/2000	02/28/2011
11.00		11.00						
TOTAL GAIN(LOSS)							154,937.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	21,632.	21,632.
AT&T INC SR UNSECD BD	28,000.	28,000.
ABBOTT LABORATORIES	10,560.	10,560.
ANADARKO PETROLEUM CORP	5,040.	5,040.
BP AMOCO PLC SPONS ADR (UK/USD) SEDOL 21	8,400.	8,400.
BECTON DICKINSON & COMPANY	2,280.	2,280.
CENTERPOINT ENERGY INC	15,600.	15,600.
CHEVRONTEXACO CORP COM	26,469.	26,469.
COCA COLA ENTERPRISES INC SR UNSECD NT	21,250.	21,250.
DIEBOLD INC	19,135.	19,135.
DUPONT E I DE NEMOURS & CO COM	19,680.	19,680.
ENTERGY CORP NEW COM	16,200.	16,200.
EXXON MOBIL CORPORATION	15,660.	15,660.
FEDERAL NATL MTG ASSN POOL #745355	15,162.	15,162.
GOVERNMENT NATIONAL MORTGAGE	829.	829.
GOVERNMENT NATIONAL MORTGAGE	1,128.	1,128.
GOVERNMENT NATIONAL MORTGAGE	774.	774.
GOVERNMENT NATIONAL MORTGAGE	419.	419.
GENERAL ELEC CO	5,290.	5,290.
GENERAL ELEC CAP CORP MTN	29,375.	29,375.
GENERAL MILLS INC	10,850.	10,850.
INTERMEDIATE TERM TAXABLE BOND FD	218,899.	217,976.
INTERNATIONAL BUSINESS MACHS	15,000.	15,000.
ISHARES INC MSCI AUSTRALIA INDEX	7,683.	7,683.
ISHARES INC MSCI BRAZIL FREE INDEX FUND	8,217.	8,217.
ISHARES INC MSCI SINGAPORE INDEX FUND	7,003.	7,003.
JOHNSON & JOHNSON	5,908.	5,908.
MASTERCARD INC CL A COM	300.	300.
MCKESSON HBOC INC	1,188.	1,188.
NATIONAL RURAL UTILS COOP FIN CORP COLL	27,250.	27,250.
NOKIA CORPORATION SPONSORED ADR	7,800.	7,800.
NORFOLK SOUTHERN CORP	21,000.	21,000.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ORACLE SYS CORP	1,000.	1,000.
PFIZER INC	7,092.	7,092.
SCHLUMBERGER LIMITED	4,704.	4,704.
SHORT TERM TAXABLE BOND FUND FOR TRUSTS	45,168.	45,168.
STAPLES INCORPORATED	1,800.	1,800.
TARGET CORP	3,780.	3,780.
TARGET CORP SR UNSECD NT	26,875.	26,875.
TEVA PHARMACEUTICAL INDS LTD ADR	1,548.	1,548.
TEXAS INSTRS INC	7,000.	7,000.
3M CO COM	12,600.	12,600.
VALE S A ADR	3,034.	3,034.
WELLS FARGO & CO NEW NEW SUB NT	25,625.	25,625.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	853.	853.
HEINEKEN HLDG NV COM	3,017.	3,017.
INGERSOLL-RAND CO LTD COM	2,240.	
GAINS FROM MORTGAGE BACKED SECURITIES	3,140.	3,140.
TOTAL	743,457.	740,294.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT & ACCOUNTING FEES (ALLOC	4,448.	4,448.		
TOTALS	4,448.	4,448.	NONE	NONE

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	2,225.	2,225.
FEDERAL ESTIMATES - PRINCIPAL	8,763.	
FOREIGN TAXES ON QUALIFIED FOR	101.	101.
FOREIGN TAXES ON NONQUALIFIED	565.	565.
TOTALS	11,654.	2,891.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TRUSTEE/EXECUTOR FEES - NON-AL	256.	256.
TOTALS	256.	256.

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

DESCRIPTION		AMOUNT
ROUNDING		1.
	TOTAL	1.

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

DESCRIPTION	AMOUNT
COMMON TRUST FUND ADJUSTMENTS	4,617.
DISBURSEMENT ADJUSTMENT	664.
SALES ADJUSTMENT	210.
COST ADJUSTMENT	18,637.
TOTAL	24,128.

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

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

OFFICER NAME:
BANK OF AMERICA
ADDRESS:
114 WEST 47TH ST
NEW YORK, NY 10036
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 38,549.

OFFICER NAME:
ISABELLE T FARRINGTON
ADDRESS:
C/O THREE LAKES MGT,3951 DANBURY RD
BREWESTER, NY 10509
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3
COMPENSATION .... 37,690.

TOTAL COMPENSATION: 76,239.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
EASTER SEAL SOCIETY OF CONNECTICUT
ADDRESS:
P.O. BOX 100
HEBRON, CT 06248
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
OPERATIONAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 192,427.

RECIPIENT NAME:
LIGHTHOUSE INTERNATIONAL
ATTN ANNETTE I DORSKY
ADDRESS:
111 E 59TH ST
NEW YORK, NY 10022
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 192,427.

RECIPIENT NAME:
COMMUNITY SERVICE SOCIETY OF NY
ADDRESS:
ATTN CHANDY VARUGHESE
NEW YORK, NY 10010-5413
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 192,427.

RECIPIENT NAME:
MEMORIAL CENTER FOR C AD

RECIPIENT NAME:
MEMORIAL SLOAN KETTERING CANCER
DIR TRUST & ESTATE ADMIN
ADDRESS:
633 3RD AVE FL 12
NEW YORK, NY 10017
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 192,427.

RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
ATTN MR RICHARD D ALLEN
WEST NYACK, NY 10994-1753
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 192,427.

RECIPIENT NAME:
BOY SCOUTS OF AMERICA
ADDRESS:
8335 N MILITARY TAL

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 192,427.

TOTAL GRANTS PAID: 1,154,562.

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: UW H P FARRINGTON - HPF FDN RSDY

Employer identification number: 13-6172804

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	-13,708.
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	15,506.
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	1,798.

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 LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			4,540.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	92,778.
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	55,821.
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	153,139.

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

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			1,798.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			153,139.
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			154,937.

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: UW H P FARRINGTON - HPF FDN RSDY

Employer identification number: 13-6172804

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 5100. LEUCADIA NATIONAL CORP	11/20/2009	07/07/2010	98,072.00	111,780.00	-13,708.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -13,708.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2010**

JSA
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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
UW H P FARRINGTON - HPF FDN RSDY	13-6172804

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 6892.39 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	03/31/2010	6,892.00	6,892.00	
45.49 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	03/31/2010	45.00	46.00	-1.00
49.7 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	03/31/2010	50.00	50.00	
34.84 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	03/31/2010	35.00	35.00	
10.02 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	03/31/2010	10.00	10.00	
6120.19 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	04/30/2010	6,120.00	6,120.00	
45.02 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	04/30/2010	45.00	46.00	-1.00
50. GOVERNMENT NATIONAL MORTGAGE	06/19/1997	04/30/2010	50.00	50.00	
18.16 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	04/30/2010	18.00	18.00	
10.09 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	04/30/2010	10.00	10.00	
15460.97 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	05/31/2010	15,461.00	15,461.00	
38.76 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	05/31/2010	39.00	39.00	
50.33 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	05/31/2010	50.00	51.00	-1.00
18.47 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	05/31/2010	18.00	18.00	
10.35 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	05/31/2010	10.00	10.00	
10000. BP AMOCO PLC SPONS ADR (UK/USD) SEDOL 2138556	10/23/1986	06/09/2010	302,191.00	122,509.00	179,682.00
6042.76 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	06/30/2010	6,043.00	6,043.00	
1761.37 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	06/30/2010	1,761.00	1,785.00	-24.00
52.62 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	06/30/2010	53.00	53.00	
18.6 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	06/30/2010	19.00	19.00	
10.43 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	06/30/2010	10.00	10.00	
6620.24 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	07/31/2010	6,620.00	6,620.00	
42.96 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	07/31/2010	43.00	44.00	-1.00
51.02 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	07/31/2010	51.00	51.00	
18.52 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	07/31/2010	19.00	19.00	

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
UW H P FARRINGTON - HPF FDN RSDY	13-6172804

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 10.5 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	07/31/2010	11.00	11.00	
8629.57 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	08/31/2010	8,630.00	8,630.00	
484.78 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	08/31/2010	485.00	491.00	-6.00
51.4 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	08/31/2010	51.00	52.00	-1.00
18.84 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	08/31/2010	19.00	19.00	
10.58 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	08/31/2010	11.00	11.00	
9460.66 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	09/30/2010	9,461.00	9,461.00	
30.46 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	09/30/2010	30.00	31.00	-1.00
51.74 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	09/30/2010	52.00	52.00	
18.97 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	09/30/2010	19.00	19.00	
10.65 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	09/30/2010	11.00	11.00	
9504.8 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	10/31/2010	9,505.00	9,505.00	
29.75 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	10/31/2010	30.00	30.00	
52.05 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	10/31/2010	52.00	52.00	
18.9 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	10/31/2010	19.00	19.00	
10.73 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	10/31/2010	11.00	11.00	
16000. NOKIA CORPORATION SPONSORED ADR	10/20/2005	11/29/2010	147,118.00	256,800.00	-109,682.00
9203.11 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	11/30/2010	9,203.00	9,203.00	
29.93 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	11/30/2010	30.00	30.00	
52.44 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	11/30/2010	52.00	53.00	-1.00
19.02 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	11/30/2010	19.00	19.00	
10.8 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	11/30/2010	11.00	11.00	
30.12 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	12/31/2010	30.00	31.00	-1.00
52.75 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	12/31/2010	53.00	53.00	
19.15 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	12/31/2010	19.00	19.00	

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: UW H P FARRINGTON - HPF FDN RSDY

Employer identification number: 13-6172804

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1500. DISCOVERY COMMUNICATIONS INC NEW SER	11/20/2009	01/11/2011	59,814.00	46,582.00	13,232.00
9.56 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	01/18/2011	10.00	10.00	
9589.07 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	01/25/2011	9,589.00	9,589.00	
6997.03 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	01/31/2011	6,997.00	6,732.00	265.00
30.31 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	01/31/2011	30.00	31.00	-1.00
53.1 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	01/31/2011	53.00	54.00	-1.00
19.28 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	01/31/2011	19.00	19.00	
10.95 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	01/31/2011	11.00	11.00	
1500. BECTON DICKINSON & COMPANY	11/20/2009	02/17/2011	119,846.00	110,734.00	9,112.00
5566.47 FEDERAL NATL MTG ASSN POOL #745355	09/14/2007	02/28/2011	5,566.00	5,356.00	210.00
29.62 GOVERNMENT NATIONAL MORTGAGE	02/10/1998	02/28/2011	30.00	30.00	
53.45 GOVERNMENT NATIONAL MORTGAGE	06/19/1997	02/28/2011	53.00	54.00	-1.00
19.41 GOVERNMENT NATIONAL MORTGAGE	08/21/2000	02/28/2011	19.00	19.00	
11.03 GOVERNMENT NATIONAL MORTGAGE	05/15/2000	02/28/2011	11.00	11.00	

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 92,778.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
RENAISSANCE HOLDINGS LTD 00	4,540.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		4,540.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		4,540.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	15,506.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		15,506.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	55,821.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		55,821.00

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ASSET SUMMARY

AS OF 02/28/11

UW H P FARRINGTON - HPF FDN RSDY

	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST I INC
CASH AND CASH EQUIVALENTS					
MONEY MARKET FUNDS	1,059,363.77	1,059,363.77	4.315	0.120	1,
FIXED INCOME					
ASSET BACKED (GOVT & AGENCY)	278,816.54	308,141.85	1.255	4.994	15,
CORPORATE BONDS	3,008,210.00	3,258,455.00	13.271	4.860	158,
COLLECTIVE FUNDS-FIXED	6,462,907.29	6,611,178.73	26.926	4.177	276,
TOTAL FIXED INCOME	9,749,933.83	10,177,775.58	41.452	4.420	449,
EQUITIES					
CONSUMER DISCRETIONARY	348,228.05	407,640.00	1.660	1.545	6,
CONSUMER STAPLES	263,623.64	532,282.19	2.168	2.104	11,
ENERGY	551,627.72	3,405,492.00	13.870	1.566	53,
FINANCIALS	165,205.94	240,020.00	0.978	0.000	
HEALTH CARE	1,136,351.18	1,206,260.00	4.913	2.342	28,
INDUSTRIALS	540,090.70	2,658,580.00	10.828	1.726	45,
INFORMATION TECHNOLOGY	731,698.60	2,377,564.88	9.683	1.852	44,
MATERIALS	263,279.20	795,360.00	3.239	2.588	20,
TELECOMMUNICATION SERVICES	134,288.00	363,264.00	1.479	6.061	22,
UTILITIES	421,852.00	673,200.00	2.742	4.813	32,
OTHER EQUITIES	476,484.90	656,642.20	2.674	3.385	22,
TOTAL EQUITIES	5,032,729.93	13,316,305.27	54.234	2.149	286,
ACCOUNT TOTAL	15,842,027.53	24,553,444.62	100.000	3.003	737,

ASSET DETAIL

AS OF 02/28/11

UW H P FARRINGTON - HPF FDN RSDY

UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANN INCOM
	CASH AND CASH EQUIVALENTS						
	MONEY MARKET FUNDS						
92,006.390	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (INCOME INVESTMENT) CUSIP NO: 994458719	92,006.39	92,006.39	92,006.39	0.375	0.120	110
967,357.380	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719	967,357.38	967,357.38	967,357.38	3.940	0.120	1,160
	TOTAL MONEY MARKET FUNDS	1,059,363.77	1,059,363.77	1,059,363.77	4.315	0.120	1,271
	TOTAL CASH AND CASH EQUIVALENTS	1,059,363.77	1,059,363.77	1,059,363.77	4.315	0.120	1,271
	FIXED INCOME						
	ASSET BACKED (GOVT & AGENCY)						
14,697.682	GOVERNMENT NATL MTG ASSN POOL # 450861 DTD 05/01/97 7.500% DUE 05/15/27 CUSIP NO: 36208GZ27	14,812.73	14,812.73	17,033.58	0.069	6.472	1,10[illegible]
10,641.910	GOVERNMENT NATL MTG ASSN POOL # 433571 DTD 02/01/98 7.000% DUE 02/15/28 CUSIP NO: 36207JT45	10,783.50	10,783.56	12,282.47	0.050	6.065	74[illegible]
5,175.220	GOVERNMENT NATL MTG ASSN POOL # 527740 DTD 05/01/00 8.000% DUE 05/15/30 CUSIP NO: 36212AHR9	5,134.96	5,134.96	6,080.06	0.025	6.809	41[illegible]

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANN INCOM
10,191.080	GOVERNMENT NATL MTG ASSN POOL # 461244 DTD 08/01/00 7.500% DUE 08/15/30 CUSIP NO: 36208ULZ8	10,200.71	10,200.71	11,843.16	0.048	6.454	76
247,233.061	FEDERAL NATL MTG ASSN POOL #745355 DTD 02/01/06 5.000% DUE 03/01/36 CUSIP NO: 31403DBY4	237,884.58	237,884.58	260,902.58	1.063	4.738	12,36
	TOTAL ASSET BACKED (GOVT & AGENCY)	278,816.48	278,816.54	308,141.85	1.255	4.994	15,38
	CORPORATE BONDS						
500,000.000	GENERAL ELEC CAP CORP MTN SER A DTD 02/15/02 5.875% DUE 02/15/12 CUSIP NO: 36962GXS8	497,760.00	497,760.00	524,915.00	2.138	5.596	29,37
500,000.000	WELLS FARGO & CO NEW NEW SUB NT DTD 09/05/02 5.125% DUE 09/01/12 CUSIP NO: 949746CL3	499,935.00	499,935.00	527,110.00	2.147	4.861	25,62
500,000.000	COCA COLA ENTERPRISES INC SR UNSECD NT DTD 02/20/09 4.250% DUE 03/01/15 CUSIP NO: 191219BV5	499,015.00	499,015.00	536,215.00	2.184	3.963	21,25
500,000.000	TARGET CORP SR UNSECD NT DTD 05/01/07 5.375% DUE 05/01/17 CUSIP NO: 87612EAP1	510,425.00	510,425.00	566,930.00	2.309	4.740	26,87
500,000.000	NATIONAL RURAL UTILS COOP FIN CORP COLL TR BD DTD 01/23/08 5.450% DUE 02/01/18 CUSIP NO: 637432KT1	494,415.00	494,415.00	550,865.00	2.244	4.947	27,25

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANN INCOM
500,000.000	AT&T INC SR UNSECD BD DTD 05/13/08 5.600% DUE 05/15/18 CUSIP NO: 00206RAM4	506,660.00	506,660.00	552,420.00	2.250	5.069	28,00(
	TOTAL CORPORATE BONDS	3,008,210.00	3,008,210.00	3,258,455.00	13.272	4.860	158,37!
	COLLECTIVE FUNDS-FIXED						
396,899.924	INTERMEDIATE TERM TAXABLE BOND FUND FOR TRUSTS ORIGINAL COST 4,772,021.40 CUSIP NO: 45899T998	4,985,012.57	5,049,296.48	5,169,026.16	21.052	4.423	228,61
133,062.000	SHORT TERM TAXABLE BOND FUND FOR TRUSTS ORIGINAL COST 1,417,867.33 CUSIP NO: 82599C991	1,395,775.94	1,413,610.81	1,442,152.57	5.874	3.294	47,50
	TOTAL COLLECTIVE FUNDS-FIXED	6,380,788.51	6,462,907.29	6,611,178.73	26.926	4.177	276,11
	TOTAL FIXED INCOME	9,667,814.99	9,749,933.83	10,177,775.58	41.453	4.420	449,87
	EQUITIES						
	CONSUMER DISCRETIONARY						
1,500.000	DISCOVERY COMMUNICATIONS INC NEW SER A COM CUSIP NO: 25470F104	46,582.05	46,582.05	64,665.00	0.263	0.000	(
5,000.000	STAPLES INC CUSIP NO: 855030102	113,951.00	113,951.00	106,500.00	0.434	1.690	1,80(
4,500.000	TARGET CORP CUSIP NO: 87612E106	187,695.00	187,695.00	236,475.00	0.963	1.903	4,50(

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANN INCOM
	TOTAL CONSUMER DISCRETIONARY	348,228.05	348,228.05	407,640.00	1.660	1.545	6,30(
CONSUMER STAPLES							
3,500.000	HEINEKEN HLDG NV ISIN NL0000008977 NETHERLANDS CUSIP NO: B0CCH46#4	146,694.55	146,694.55	160,882.19	0.655	0.000	(
10,000.000	GENERAL MLS INC CUSIP NO: 370334104	116,929.09	116,929.09	371,400.00	1.513	3.016	11,20(
	TOTAL CONSUMER STAPLES	263,623.64	263,623.64	532,282.19	2.168	2.104	11,20(
ENERGY							
14,000.000	ANADARKO PETE CORP CUSIP NO: 032511107	89,565.00	89,565.00	1,145,620.00	4.666	0.440	5,04(
9,320.000	CHEVRON CORP CUSIP NO: 166764100	137,844.97	137,844.97	966,950.00	3.938	2.776	26,84]
9,000.000	EXXON MOBIL CORP CUSIP NO: 30231G102	21,565.54	21,831.75	769,770.00	3.135	2.058	15,84(
5,600.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES CUSIP NO: 806857108	302,386.00	302,386.00	523,152.00	2.131	1.070	5,60(
	TOTAL ENERGY	551,361.51	551,627.72	3,405,492.00	13.870	1.566	53,32]
FINANCIALS							
2,750.000	BERKSHIRE HATHAWAY INC DEL NEW CL B COM CUSIP NO: 084670702	165,205.94	165,205.94	240,020.00	0.978	0.000	(

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANN INCOM
	TOTAL FINANCIALS	165,205.94	165,205.94	240,020.00	0.978	0.000	(
HEALTH CARE							
6,000.000	ABBOTT LABS CUSIP NO: 002824100	327,642.00	327,642.00	288,600.00	1.175	3.992	11,52(
2,800.000	JOHNSON & JOHNSON CUSIP NO: 478160104	157,682.00	157,682.00	172,032.00	0.701	3.516	6,04ε
1,800.000	MCKESSON CORP CUSIP NO: 58155Q103	113,971.68	113,971.68	142,704.00	0.581	0.908	1,29(
5,000.000	MEDCO HLTH SOLUTIONS INC CUSIP NO: 58405U102	253,537.25	253,537.25	308,200.00	1.255	0.000	(
9,850.000	PFIZER INC CUSIP NO: 717081103	172,522.75	172,522.75	189,514.00	0.772	4.158	7,88(
2,100.000	TEVA PHARMACEUTICAL INDS LTD ADR ISRAEL CUSIP NO: 881624209	110,995.50	110,995.50	105,210.00	0.428	1.437	1,51:
	TOTAL HEALTH CARE	1,136,351.18	1,136,351.18	1,206,260.00	4.912	2.342	28,25(
INDUSTRIALS							
8,000.000	INGERSOLL-RAND CO LTD IRELAND CUSIP NO: G47791101	221,688.00	211,928.00	362,400.00	1.476	0.618	2,24(
11,500.000	GENERAL ELEC CO CUSIP NO: 369604103	27,779.69	27,779.69	240,580.00	0.980	2.677	6,44(
15,000.000	NORFOLK SOUTHERN CORP CUSIP NO: 655844108	72,378.54	72,378.54	983,700.00	4.006	2.440	24,00(

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANN INCOM
6,000.000	STERICYCLE INC CUSIP NO: 858912108	143,222.80	143,222.80	518,520.00	2.112	0.000	(
6,000.000	3M CO CUSIP NO: 88579Y101	84,781.67	84,781.67	553,380.00	2.254	2.385	13,20(
	TOTAL INDUSTRIALS	549,850.70	540,090.70	2,658,580.00	10.828	1.726	45,88(
INFORMATION TECHNOLOGY							
17,718.000	DIEBOLD INC CUSIP NO: 253651103	191,685.55	191,685.55	622,964.88	2.537	3.185	19,84
6,000.000	INTERNATIONAL BUSINESS MACHS CUSIP NO: 459200101	73,367.55	73,367.55	971,280.00	3.956	1.606	15,60(
500.000	MASTERCARD INC CL A COM CUSIP NO: 57636Q104	115,713.50	115,713.50	120,280.00	0.490	0.249	30(
5,000.000	ORACLE CORP CUSIP NO: 68389X105	111,672.00	111,672.00	164,500.00	0.670	0.608	1,00(
14,000.000	TEXAS INSTRS INC CUSIP NO: 882508104	239,260.00	239,260.00	498,540.00	2.030	1.460	7,28(
	TOTAL INFORMATION TECHNOLOGY	731,698.60	731,698.60	2,377,564.88	9.683	1.852	44,02
MATERIALS							
12,000.000	DU PONT E I DE NEMOURS & CO CUSIP NO: 263534109	150,180.00	150,180.00	658,440.00	2.682	2.989	19,68(
4,000.000	VALE S A ADR BRAZIL CUSIP NO: 91912E105	113,099.20	113,099.20	136,920.00	0.558	0.657	90(

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UW H P FARRINGTON - HPF FDN RSDY

UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANN INCOM
	TOTAL MATERIALS	263,279.20	263,279.20	795,360.00	3.240	2.588	20,58(
	TELECOMMUNICATION SERVICES						
12,800.000	AT&T INC CUSIP NO: 00206R102	134,288.00	134,288.00	363,264.00	1.479	6.061	22,01(
	TOTAL TELECOMMUNICATION SERVICES	134,288.00	134,288.00	363,264.00	1.479	6.061	22,01(
	UTILITIES						
20,000.000	CENTERPOINT ENERGY INC CUSIP NO: 15189T107	167,148.00	167,148.00	317,200.00	1.292	4.981	15,80(
5,000.000	ENTERGY CORP NEW CUSIP NO: 29364G103	269,704.00	254,704.00	356,000.00	1.450	4.663	16,60(
	TOTAL UTILITIES	436,852.00	421,852.00	673,200.00	2.742	4.813	32,40(
	OTHER EQUITIES						
9,150.000	ISHARES INC MSCI AUSTRALIA INDEX FUND CUSIP NO: 464286103	160,582.50	160,582.50	238,906.50	0.973	3.179	7,59
2,735.000	ISHARES INC MSCI BRAZIL FREE INDEX FUND CUSIP NO: 464286400	157,043.70	157,043.70	203,128.45	0.827	3.779	7,67
16,445.000	ISHARES MSCI SINGAPORE INDEX FUND CUSIP NO: 464286673	158,858.70	158,858.70	214,607.25	0.874	3.241	6,95(
	TOTAL OTHER EQUITIES	476,484.90	476,484.90	656,642.20	2.674	3.385	22,22

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANN INCOM
	TOTAL EQUITIES	5,057,223.72	5,032,729.93	13,316,305.27	54.234	2.149	286,205
TOTAL FOR ACCOUNT		15,784,402.48	15,842,027.53	24,553,444.62	100.000	3.003	737,356