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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**

OMB No 1545-0052

**2010****Note** The foundation may be able to use a copy of this return to satisfy state reporting requirements**For calendar year 2010, or tax year beginning** 4/1/2010 **, and ending** 3/31/2011**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 <b>FRANCES DEMRICK CHARITABLE</b>		<b>A</b> Employer identification number 06-6398197
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B</b> Telephone number (see page 10 of the instructions) (888) 730-4933
<b>Wells Fargo Bank N A - 101N Independence Mall E MACY1372-062</b>		
City or town, state, and ZIP code <b>Philadelphia PA 19106-2112</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>D 1</b> Foreign organizations, check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 451,941		<b>2</b> Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments	0	0		
	<b>4</b> Dividends and interest from securities	12,392	12,129		
	<b>5 a</b> Gross rents		0		
	<b>b</b> Net rental income or (loss)	0			
	<b>6 a</b> Net gain or (loss) from sale of assets not on line 10	12,037			
	<b>b</b> Gross sales price for all assets on line 6a	238,481			
	<b>7</b> Capital gain net income (from Part IV, line 2)		12,037		
	<b>8</b> Net short-term capital gain			0	
<b>Operating and Administrative Expenses</b>	<b>9</b> Income modifications				
	<b>10 a</b> Gross sales less returns and allowances	0			
	<b>b</b> Less Cost of goods sold	0			
	<b>c</b> Gross profit or (loss) (attach schedule)	0			
	<b>11</b> Other income (attach schedule)	0	0	0	
	<b>12</b> Total. Add lines 1 through 11	24,429	24,166	0	
	<b>13</b> Compensation of officers, directors, trustees, etc.	5,508	4,131		1,377
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16 a</b> Legal fees (attach schedule)	0	0	0	0
	<b>b</b> Accounting fees (attach schedule)	500	0	0	500
	<b>c</b> Other professional fees (attach schedule)	0	0	0	0
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see page 14 of the instructions)	262	209	0	0
	<b>19</b> Depreciation (attach schedule) and depletion	0	0	0	
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule)	0	0	0	0	
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	6,270	4,340	0	1,877	
<b>25</b> Contributions, gifts, grants paid	12,536			12,536	
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	18,806	4,340	0	14,413	
<b>27</b> Subtract line 26 from line 12					
<b>a</b> Excess of revenue over expenses and disbursements	5,623				
<b>b</b> Net investment income (if negative, enter -0-)		19,826			
<b>c</b> Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see page 30 of the instructions.

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<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing		0	
	<b>2</b> Savings and temporary cash investments	7,463	15,939	15,939
	<b>3</b> Accounts receivable <input type="checkbox"/> Less allowance for doubtful accounts <input type="checkbox"/>	0	0	0
	<b>4</b> Pledges receivable <input type="checkbox"/> Less allowance for doubtful accounts <input type="checkbox"/>	0	0	0
	<b>5</b> Grants receivable			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	<b>7</b> Other notes and loans receivable (attach schedule) <input type="checkbox"/> Less allowance for doubtful accounts <input type="checkbox"/>	0	0	0
	<b>8</b> Inventories for sale or use		0	
	<b>9</b> Prepaid expenses and deferred charges		0	
	<b>10 a</b> Investments—U S. and state government obligations (attach schedule)	0	0	0
	<b>b</b> Investments—corporate stock (attach schedule)	0	0	0
	<b>c</b> Investments—corporate bonds (attach schedule)	0	0	0
	<b>11</b> Investments—land, buildings, and equipment basis <input type="checkbox"/> Less accumulated depreciation (attach schedule) <input type="checkbox"/>	0	0	0
	<b>12</b> Investments—mortgage loans			
	<b>13</b> Investments—other (attach schedule)	399,739	391,502	436,002
	<b>14</b> Land, buildings, and equipment basis <input type="checkbox"/> Less accumulated depreciation (attach schedule) <input type="checkbox"/>	0	0	0
	<b>15</b> Other assets (describe <input type="checkbox"/> )	0	0	0
	<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	407,202	407,441	451,941
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses		0	
	<b>18</b> Grants payable			
	<b>19</b> Deferred revenue		0	
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons	0	0	
	<b>21</b> Mortgages and other notes payable (attach schedule)	0	0	
	<b>22</b> Other liabilities (describe <input type="checkbox"/> )	0	0	
	<b>23 Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input type="checkbox"/>			
	<b>24</b> Unrestricted			
	<b>25</b> Temporarily restricted			
	<b>26</b> Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>			
	<b>27</b> Capital stock, trust principal, or current funds	407,202	407,441	
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund			
<b>Net Assets or Fund Balances</b>	<b>29</b> Retained earnings, accumulated income, endowment, or other funds			
	<b>30 Total net assets or fund balances</b> (see page 17 of the instructions)	407,202	407,441	
	<b>31 Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	407,202	407,441	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	407,202
<b>2</b> Enter amount from Part I, line 27a	<b>2</b>	5,623
<b>3</b> Other increases not included in line 2 (itemize) <input type="checkbox"/>	<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3	<b>4</b>	412,825
<b>5</b> Decreases not included in line 2 (itemize) <input type="checkbox"/> COST BASIS ADJUSTMENT	<b>5</b>	5,384
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	407,441

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> See Attached Statement				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

  

(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)
<b>a</b> 0	0	0	0
<b>b</b> 0	0	0	0
<b>c</b> 0	0	0	0
<b>d</b> 0	0	0	0
<b>e</b> 0	0	0	0

  

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b> 0	0	0	0
<b>b</b> 0	0	0	0
<b>c</b> 0	0	0	0
<b>d</b> 0	0	0	0
<b>e</b> 0	0	0	0

  

<b>2</b> 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 }	<b>2</b>	12,037
<b>3</b> 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 }	<b>3</b>	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

**1** Enter the appropriate amount in each column for each year, see 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	21,218	374,992	0.056583
2008	22,926	390,768	0.058669
2007			0.000000
2006			0.000000
2005			0.000000

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.115252
<b>3</b> 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	<b>3</b>	0.057626
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	<b>4</b>	414,578
<b>5</b> Multiply line 4 by line 3	<b>5</b>	23,890
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	198
<b>7</b> Add lines 5 and 6	<b>7</b>	24,088
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	<b>8</b>	14,413

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

<b>1 a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	<b>1</b>	397
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0
<b>3</b> Add lines 1 and 2	<b>3</b>	397
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	
<b>5</b> Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b>	397
<b>6</b> Credits/Payments		
<b>a</b> 2010 estimated tax payments and 2009 overpayment credited to 2010	<b>6a</b>	0
<b>b</b> Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	0
<b>d</b> Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b> Total credits and payments Add lines 6a through 6d	<b>7</b>	0
<b>8</b> Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	397
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	0
<b>11</b> Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 , 20 , 20 , 20		
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

X

**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**

N/A

**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
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee 4 00	5,508	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	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

0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)***3 Five highest-paid independent contractors for professional services (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		0
		0
		0
		0
		0
		0
<b>Total number of others receiving over \$50,000 for professional services</b>		0

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

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

Expenses

1 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see 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	0
<b>Total. Add lines 1 through 3</b>	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	412,031
<b>b</b>	Average of monthly cash balances	<b>1b</b>	8,860
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	420,891
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	420,891
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	6,313
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	414,578
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	20,729

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	20,729
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	397
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	0
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	397
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	20,332
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	20,332
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	20,332

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	14,413
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	14,413
<b>5</b>	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)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	14,413

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7				20,332
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2010				
<b>a</b> From 2005	NONE			
<b>b</b> From 2006	NONE			
<b>c</b> From 2007	NONE			
<b>d</b> From 2008	3,556			
<b>e</b> From 2009	2,563			
<b>f</b> Total of lines 3a through e	6,119			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 14,413				
<b>a</b> Applied to 2009, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
<b>d</b> Applied to 2010 distributable amount				14,413
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) )	5,919			5,919
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	200			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
<b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
<b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	200			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2006	0			
<b>b</b> Excess from 2007	0			
<b>c</b> Excess from 2008	0			
<b>d</b> Excess from 2009	200			
<b>e</b> Excess from 2010	0			

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)**N/A****1 a** 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)**2 a** 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

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0

**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) )

NONE

**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

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number of the person to whom applications should be addressed**b** The form in which applications should be submitted and information and materials they should include**c** Any submission deadlines**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>			<b>3a</b>	12,536
<b>b</b> Approved for future payment NONE				
<b>Total</b>			<b>3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions )
<b>1</b> Program service revenue					
<b>a</b>		0		0	0
<b>b</b>		0		0	0
<b>c</b>		0		0	0
<b>d</b>		0		0	0
<b>e</b>		0		0	0
<b>f</b>		0		0	0
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities			14	12,392	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property					
<b>b</b> Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	12,037	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue <b>a</b> _____		0		0	0
<b>b</b> _____		0		0	0
<b>c</b> _____		0		0	0
<b>d</b> _____		0		0	0
<b>e</b> _____		0		0	0
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0		24,429	0
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				13	24,429

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

[illegible]



Security Description	Security Category	Account #	CUSIP	Asset Name	FMV	Units	Fed Cost
Mutual Fund	Invest - Other	9513850013	256210105	DODGE & COX INCOME FD COM #147	12,774	962 587	12,053
Mutual Fund	Invest - Other	9513850013	589509108	MERGER FD SH BEN INT #260	4,662	288 499	4,600
Mutual Fund	Invest - Other	9513850013	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	4,578	153	4,509
Mutual Fund	Invest - Other	9513850013	81369Y605	AMEX FINANCIAL SELECT SPDR	6,917	422	6,945
Mutual Fund	Invest - Other	9513850013	81369Y100	AMEX MATERIALS SPDR	1,761	44	1,688
Mutual Fund	Invest - Other	9513850013	81369Y803	AMEX TECHNOLOGY SELECT SPDR	8,001	307	8,014
Mutual Fund	Invest - Other	9513850013	81369Y506	AMEX ENERGY SELECT SPDR	5,742	72	5,330
Mutual Fund	Invest - Other	9513850013	81369Y886	AMEX UTILITIES SPDR	606	19	606
Mutual Fund	Invest - Other	9513850013	780905212	ROYCE VALUE PLUS FUND-INVT #271	10,400	719 732	6,125
Mutual Fund	Invest - Other	9513850013	04315J209	ARTIO TOTAL RETURN BD FD CL I #1524	28,535	2126 301	26,044
Mutual Fund	Invest - Other	9513850013	04315J837	ARTIO INTERNATIONAL EQ FD II #1529	10,099	792 674	10,380
Mutual Fund	Invest - Other	9513850013	779919109	T ROWE PRICE REAL ESTATE FD #122	14,273	773 205	11,414
Mutual Fund	Invest - Other	9513850013	464287804	ISHARES TR SMALLCAP 600 INDEX FD	10,813	147	10,250
Mutual Fund	Invest - Other	9513850013	922031869	VANGUARD INFLAT PROTECT SEC FD #119	6,441	489 456	5,840
Mutual Fund	Invest - Other	9513850013	464287705	ISHARES S&P MIDCAP 400 VALUE	5,086	59	4,884
Mutual Fund	Invest - Other	9513850013	47103C241	PERKINS MID CAP VALUE F/C I #1167	10,961	457 665	7,257
Mutual Fund	Invest - Other	9513850013	51855Q655	LAUDUS MONDRIAN INTL FHNST #2940	19,813	1670 578	19,150
Mutual Fund	Invest - Other	9513850013	256206103	DODGE & COX INT'L STOCK FD #1048	13,323	363 906	10,210
Mutual Fund	Invest - Other	9513850013	464287606	ISHARES S&P MIDCAP 400 GROWTH	5,628	51	5,308
Mutual Fund	Invest - Other	9513850013	34984T881	GOLDEN LARGE CAP CORE FUND-I	18,170	1656 342	13,910
Mutual Fund	Invest - Other	9513850013	464287465	ISHARES MSCIEAFE	27,517	458	27,482
Mutual Fund	Invest - Other	9513850013	81369Y704	AMEX INDUSTRIAL SPDR	5,160	137	4,962
Mutual Fund	Invest - Other	9513850013	81369Y209	AMEX HEALTH CARE SPDR	4,768	144	4,676
Mutual Fund	Invest - Other	9513850013	81369Y407	AMEX CONSUMER DISCR SPDR	3,983	102	3,900
Mutual Fund	Invest - Other	9513850013	261980494	DREYFUS EMG Mkt DEBT LOC C-I #6083	5,186	351 368	5,100
Mutual Fund	Invest - Other	9513850013	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	8,896	743 831	9,000
Mutual Fund	Invest - Other	9513850013	464287242	ISHARES IBOX \$ INV GR CORP BD FD	1,839	17	1,851
Mutual Fund	Invest - Other	9513850013	34984T857	GOLDEN SMALL CAP CORE FUND	8,833	784 491	8,654
Mutual Fund	Invest - Other	9513850013	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	14,068	545 282	7,913
Mutual Fund	Invest - Other	9513850013	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	3,083	267 811	2,889
Mutual Fund	Invest - Other	9513850013	38142Y773	GOLDMAN SACHS LC VALUE-I #1216	6,774	543 659	5,025
Mutual Fund	Invest - Other	9513850013	722005667	PIMCO COMMODITY REAL RET STRAT-#45	9,346	964 527	5,633
Mutual Fund	Invest - Other	9513850013	38142Y880	GOLDMAN SACHS STRAT GRTH-INS #1127	7,936	741 02	6,654
Mutual Fund	Invest - Other	9513850013	922908553	VANGUARD REIT VIPER	12,220	209	11,806
Mutual Fund	Invest - Other	9513850013	922042858	VANGUARD MSCI EMERGING MARKETS ETF	11,112	227	10,806
Mutual Fund	Invest - Other	9513850013	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	12,008	1444 997	11,271
Mutual Fund	Invest - Other	9513850013	784924425	SSGA EMERGING MARKETS FD S #1510	15,950	689 288	11,011
Mutual Fund	Invest - Other	9513850013	921937827	VANGUARD BD INDEX FD INC	33,667	420	33,804
Mutual Fund	Invest - Other	9513850013	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	5,776	148	5,823
Mutual Fund	Invest - Other	9513850013	921937819	VANGUARD INTERMEDIATE TERM B	11,969	146	12,023
Mutual Fund	Invest - Other	9513850013	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	4,800	280 532	4,700
Mutual Fund	Invest - Other	9513850013	76628T645	RIDGEWORTH SEI K HY BD-I #5855	11,652	1157 142	11,600
Mutual Fund	Invest - Other	9513850013	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	10,875	1102 963	10,400
					436,002		391,502
Demand Note	Savings & Temp Inv	9513850013	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	15,056	15055 93	15,056
Demand Note	Savings & Temp Inv	9513850013	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	883	883 41	883
					15,939		15,939

FRANCES DEMRICK CHARITABLE

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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year**

Name

VISITING NURSE ASSOCIATION OF RIDGEFIELD

Street

90 EAST RIDGE

City

RIDGEFIELD

State

CT

Zip Code

06877

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,790

Name

THE RIDGEFIELD BOYS' CLUB, INC

Street

PO BOX 294

City

RIDGEFIELD

State

CT

Zip Code

06877

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,791

Name

ABILITY BEYOND DISABILITY

Street

ATTN TARA SHEPHERD

City

BETHEL

State

CT

Zip Code

06801

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,791

Name

RIDGEFIELD SYMPHONY ORCHESTRA, ATTN WM H LUTZIUS

Street

22 HUCKLEBERRY LANE

City

RIDGEFIELD

State

CT

Zip Code

06877

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,791

Name

RIDGEFIELD SCHOLARSHIP GROUP, INC, ATTN JECelyn G FAINER

Street

PO BOX 823

City

RIDGEFIELD

State

CT

Zip Code

06877

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,791

Name

A BETTER CHANCE IN RIDGEFIELD

Street

ATTN MELISSA BUCKWALTER

City

RIDGEFIELD

State

CT

Zip Code

06877

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,791



FRANCES DEMRICK CHARITABLE

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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name

REGIONAL HOSPICE OF WESTERN CT

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,791

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

## Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss
										Gross Sales		Cost, Other Basis and Expenses		
										Price	Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
Long Term CG Distributions										238,481	225,444	12,037	0	
Short Term CG Distributions										0	0	0	0	
1	X		T ROWE PRICE REAL ESTATE	779919109			5/5/2008		1/19/2011	3,831	4,534		-703	
2	X		T ROWE PRICE REAL ESTATE	779919109			5/5/2008		3/8/2011	7,715	8,693		-978	
3	X		ROYCE VALUE PLUS FUND-IN	780905212			10/31/2008		1/19/2011	5,371	3,503		1,868	
4	X		ROYCE VALUE PLUS FUND-IN	780905212			10/31/2008		3/8/2011	5,569	3,424		2,145	
5	X		SSGA EMERGING MARKETS F	784924425			3/26/2008		1/19/2011	1,733	2,010		-277	
6	X		SSGA EMERGING MARKETS F	784924425			12/26/2007		1/19/2011	143	190		-47	
7	X		SSGA EMERGING MARKETS F	784924425			3/26/2007		1/19/2011	6,852	7,216		-364	
8	X		SSGA EMERGING MARKETS F	784924425			3/26/2007		3/8/2011	8,348	9,000		-652	
9	X		VANGUARD INFLAT PROTECT	922031869			3/26/2007		1/19/2011	3,565	3,281		284	
10	X		VANGUARD INFLAT PROTECT	922031869			3/26/2007		3/8/2011	3,559	3,245		314	
11	X		WELLS FARGO ADV INTR VA	949848181			2/27/2009		1/14/2011	1,014	534		480	
12	X		WELLS FARGO ADV INTR VA	949848181			10/31/2008		1/14/2011	14,715	10,176		4,539	
13	X		WELLS FARGO ADV INTL BON	94985D582			6/27/2005		1/19/2011	1,709	1,609		100	
14	X		WELLS FARGO ADV INTL BON	94985D582			6/27/2005		3/8/2011	1,668	1,566		102	
15	X		ARTIO TOTAL RETURN BD FD	04315J209			3/31/2009		1/19/2011	15,911	14,752		1,159	
16	X		ARTIO TOTAL RETURN BD FD	04315J209			3/31/2009		3/8/2011	15,544	14,465		1,079	
17	X		ARTIO INTERNATIONAL EQ FIC	04315J837			3/26/2007		1/19/2011	5,500	6,908		-1,408	
18	X		ARTIO INTERNATIONAL EQ FIC	04315J837			3/26/2007		3/8/2011	5,396	6,751		-1,355	
19	X		DODGE & COX INTL STOCK F	256206103			3/26/2007		1/19/2011	7,387	9,316		-1,929	
20	X		DODGE & COX INTL STOCK F	256206103			3/26/2007		3/8/2011	7,360	9,178		-1,818	
21	X		DODGE & COX INCOME FD C	256210105			3/26/2007		1/19/2011	7,113	6,845		268	
22	X		DODGE & COX INCOME FD C	256210105			3/26/2007		3/8/2011	7,009	6,704		305	
23	X		GOLDEN SMALL CAP CORE F	34984T857			3/26/2007		1/19/2011	4,545	5,546		-1,001	
24	X		GOLDEN SMALL CAP CORE F	34984T857			3/26/2007		3/8/2011	2,482	2,856		-374	
25	X		GOLDEN SMALL CAP CORE F	34984T857			8/1/2007		3/8/2011	1,042	1,184		-142	
26	X		GOLDEN SMALL CAP CORE F	34984T857			9/26/2007		3/8/2011	976	1,092		-116	
27	X		GOLDEN SMALL CAP CORE F	34984T857			11/1/2007		3/8/2011	243	262		-19	
28	X		GOLDEN LARGE CAP CORE F	34984T881			3/26/2007		1/19/2011	9,744	10,711		-967	
29	X		GOLDEN LARGE CAP CORE F	34984T881			3/26/2007		3/8/2011	9,846	10,487		-621	
30	X		GOLDMAN SACHS GRTH OPP	38142Y401			10/31/2008		1/19/2011	7,405	4,726		2,679	
31	X		GOLDMAN SACHS GRTH OPP	38142Y401			10/31/2008		3/8/2011	7,484	4,617		2,867	
32	X		GOLDMAN SACHS UC VALUE	38142Y773			10/31/2008		1/19/2011	3,666	2,821		845	
33	X		GOLDMAN SACHS UC VALUE	38142Y773			10/31/2008		3/8/2011	3,666	2,755		950	
34	X		GOLDMAN SACHS STRAT GR	38142Y880			10/29/2009		1/19/2011	4,382	3,709		673	
35	X		GOLDMAN SACHS STRAT GR	38142Y880			10/29/2009		3/8/2011	4,382	3,637		717	
36	X		ISHARES IBOX \$ INV GR CO	464287242			1/19/2011		3/8/2011	4,354	3,637		-10	
37	X		PERKINS MID CAP VALUE FIC	47103C241			10/31/2008		1/19/2011	5,845	4,043		1,802	
38	X		PERKINS MID CAP VALUE FIC	47103C241			10/31/2008		3/8/2011	5,908	3,964		1,944	
39	X		JPMORGAN HIGH YIELD FUND	4812C0803			8/1/2007		1/19/2011	6,665	6,544		121	
40	X		JPMORGAN HIGH YIELD FUND	4812C0803			8/1/2007		3/8/2011	2,410	2,349		61	
41	X		JPMORGAN HIGH YIELD FUND	4812C0803			5/5/2008		3/8/2011	4,153	3,875		278	
42	X		PIMCO COMMODITY REAL RE	722005667			3/26/2007		1/19/2011	4,292	6,632		-2,340	
43	X		PIMCO COMMODITY REAL RE	722005667			6/26/2007		1/19/2011	430	639		-209	
44	X		PIMCO COMMODITY REAL RE	722005667			10/31/2008		1/19/2011	284	294		-10	
45	X		PIMCO COMMODITY REAL RE	722005667			12/26/2008		3/8/2011	3,274	2,091		1,183	
46	X		PIMCO COMMODITY REAL RE	722005667			10/31/2008		3/8/2011	1,680	1,666		14	
47	X		PIMCO COMMODITY REAL RE	722005667			2/27/2009		3/8/2011	175	105		70	
48	X		T ROWE PRICE REAL ESTATE	779919109			6/26/2007		1/19/2011	3,213	4,208		-995	
49	X		T ROWE PRICE REAL ESTATE	779919109			3/26/2007		1/19/2011	364	540		-176	
50	X		T ROWE PRICE REAL ESTATE	779919109			11/1/2007		1/19/2011	95	122		-27	

**Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory**

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				
									Securities	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss	
		Long Term CG Distributions	1,728						Other sales	238,481	226,444	12,037	
		Short Term CG Distributions	0							0	Expense of Sale and Cost of Improvements	0	0
										Gross Sales Price	Valuation Method	Depreciation	Net Gain or Loss
										Cost or Other Basis			

**Line 16b (990-PF) - Accounting Fees**

		500	0	0	500
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEE	500			500
2					
3					
4					
5					
6					
7					
8					
9					
10					

**Line 18 (990-PF) - Taxes**

		262	209	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	53			
2					
3	FOREIGN TAX WITHHELD	209	209		
4					
5					
6					
7					
8					
9					
10					

**Part II, Line 13 (990-PF) - Investments - Other**

	Item or Category	Basis of Valuation	Book Value Beg. of Year	399,739	Book Value End of Year	391,502	FMV End of Year	436,002
1	OTHER INVESTMENTS		399,739		391,502		436,002	
2								
3								
4								
5								
6								
7								
8								
9								
10								

## Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount															
Long Term CG Distributions															
Short Term CG Distributions															
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	T ROWE PRICE REAL ESTATE FD #122	779919109		5/5/2008	1/19/2011		3,831	0	4,534	-703			0	-703	
2	T ROWE PRICE REAL ESTATE FD #122	779919109		5/5/2008	3/8/2011		7,715	0	8,693	-978			0	-978	
3	ROYCE VALUE PLUS FUND-INVT #271	780905212		10/31/2008	1/19/2011		5,371	0	3,503	1,868			0	1,868	
4	ROYCE VALUE PLUS FUND-INVT #271	780905212		10/31/2008	3/8/2011		5,569	0	3,424	2,145			0	2,145	
5	SSGA EMERGING MARKETS FD S #1510	784924425		3/26/2008	1/19/2011		1,733	0	2,010	-277			0	-277	
6	SSGA EMERGING MARKETS FD S #1510	784924425		12/26/2007	1/19/2011		143	0	190	-47			0	-47	
7	SSGA EMERGING MARKETS FD S #1510	784924425		3/26/2007	1/19/2011		6,852	0	7,216	-364			0	-364	
8	SSGA EMERGING MARKETS FD S #1510	784924425		3/26/2007	3/8/2011		8,348	0	9,000	-652			0	-652	
9	VANGUARD INFLAT PROTECT SEC FD #1	922031869		3/26/2007	1/19/2011		3,565	0	3,281	284			0	284	
10	VANGUARD INFLAT PROTECT SEC FD #1	922031869		3/26/2007	3/8/2011		3,559	0	3,245	314			0	314	
11	WELLS FARGO ADV INTR VA FD-IST #5	949848181		2/27/2009	1/14/2011		1,014	0	534	480			0	480	
12	WELLS FARGO ADV INTR VA FD-IST #5	949848181		10/31/2008	1/14/2011		14,715	0	10,176	4,539			0	4,539	
13	WELLS FARGO ADV INTL BOND-IS #470	94985D582		6/27/2005	1/19/2011		1,709	0	1,609	100			0	100	
14	WELLS FARGO ADV INTL BOND-IS #470	94985D582		6/27/2005	3/8/2011		1,668	0	1,566	102			0	102	
15	ARTIO TOTAL RETURN BD FD CL I #152	043151209		3/31/2009	1/19/2011		15,911	0	14,752	1,159			0	1,159	
16	ARTIO TOTAL RETURN BD FD CL I #152	043151209		3/31/2009	3/8/2011		15,544	0	14,465	1,079			0	1,079	
17	ARTIO INTERNATIONAL EQ FD II #1529	043151837		3/26/2007	1/19/2011		5,500	0	6,908	-1,408			0	-1,408	
18	ARTIO INTERNATIONAL EQ FD II #1529	043151837		3/26/2007	3/8/2011		5,396	0	6,751	-1,355			0	-1,355	
19	DODGE & COX INTL STOCK FD #1048	256206103		3/26/2007	1/19/2011		7,387	0	9,316	-1,929			0	-1,929	
20	DODGE & COX INTL STOCK FD #1048	256206103		3/26/2007	3/8/2011		7,360	0	9,178	-1,818			0	-1,818	
21	DODGE & COX INCOME FD COM #147	256210105		3/26/2007	1/19/2011		7,113	0	6,845	268			0	268	
22	DODGE & COX INCOME FD COM #147	256210105		3/26/2007	3/8/2011		7,009	0	6,704	305			0	305	
23	GOLDEN SMALL CAP CORE FUND	349847857		3/26/2007	1/19/2011		4,545	0	5,546	-1,001			0	-1,001	
24	GOLDEN SMALL CAP CORE FUND	349847857		3/26/2007	3/8/2011		2,482	0	2,856	-374			0	-374	
25	GOLDEN SMALL CAP CORE FUND	349847857		8/1/2007	3/8/2011		1,042	0	1,184	-142			0	-142	
26	GOLDEN SMALL CAP CORE FUND	349847857		9/26/2007	3/8/2011		976	0	1,092	-116			0	-116	
27	GOLDEN SMALL CAP CORE FUND	349847857		11/1/2007	3/8/2011		243	0	262	-19			0	-19	
28	GOLDEN LARGE CAP CORE FUND-I	349847881		3/26/2007	1/19/2011		9,744	0	10,711	-967			0	-967	
29	GOLDEN LARGE CAP CORE FUND-I	349847881		3/26/2007	3/8/2011		9,846	0	10,467	-621			0	-621	
30	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		10/31/2008	1/19/2011		7,405	0	4,726	2,679			0	2,679	
31	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		10/31/2008	3/8/2011		7,484	0	4,517	2,867			0	2,867	
32	GOLDMAN SACHS L/C VALUE-I #1216	38142Y773		10/31/2008	1/19/2011		3,666	0	2,321	845			0	845	
33	GOLDMAN SACHS L/C VALUE-I #1216	38142Y773		10/31/2008	3/8/2011		3,705	0	2,755	950			0	950	
34	GOLDMAN SACHS STRAT GRTH-INS #1	38142Y880		10/29/2009	1/19/2011		4,382	0	3,709	673			0	673	
35	GOLDMAN SACHS STRAT GRTH-INS #1	38142Y880		10/29/2009	3/8/2011		4,354	0	3,637	717			0	717	
36	ISHARES IBOX \$ INV GR CORP BD FD	464287242		1/19/2011	3/8/2011		1,079	0	1,089	-10			0	-10	
37	PERKINS MID CAP VALUE FIC I #1167	47103C241		10/31/2008	1/19/2011		5,845	0	4,043	1,802			0	1,802	
38	PERKINS MID CAP VALUE FIC I #1167	47103C241		10/31/2008	3/8/2011		5,908	0	3,964	1,944			0	1,944	
39	JPMORGAN HIGH YIELD FUND SS #358	4812C0803		8/1/2007	1/19/2011		6,665	0	6,544	121			0	121	
40	JPMORGAN HIGH YIELD FUND SS #358	4812C0803		8/1/2007	3/8/2011		2,410	0	2,349	61			0	61	
41	JPMORGAN HIGH YIELD FUND SS #358	4812C0803		5/5/2008	3/8/2011		4,153	0	3,875	278			0	278	
42	PIMCO COMMODITY REAL RET STRAT-I	722005667		3/26/2007	1/19/2011		4,292	0	6,632	-2,340			0	-2,340	
43	PIMCO COMMODITY REAL RET STRAT-I	722005667		6/26/2007	1/19/2011		430	0	639	-209			0	-209	
44	PIMCO COMMODITY REAL RET STRAT-I	722005667		10/31/2008	1/19/2011		284	0	294	-10			0	-10	
45	PIMCO COMMODITY REAL RET STRAT-I	722005667		12/26/2008	3/8/2011		3,274	0	2,091	1,183			0	1,183	
46	PIMCO COMMODITY REAL RET STRAT-I	722005667		10/31/2008	3/8/2011		1,680	0	1,666	14			0	14	
47	PIMCO COMMODITY REAL RET STRAT-I	722005667		2/27/2009	3/8/2011		175	0	105	70			0	70	
48	T ROWE PRICE REAL ESTATE FD #122	779919109		6/26/2007	1/19/2011		3,213	0	4,208	-995			0	-995	
49	T ROWE PRICE REAL ESTATE FD #122	779919109		3/26/2007	1/19/2011		364	0	540	-176			0	-176	
50	T ROWE PRICE REAL ESTATE FD #122	779919109		11/1/2007	1/19/2011		95	0	122	-27			0	-27	

**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	WELLS FARGO BANK, N A	X	101N Independence Mall E MACY13	Philadelphia	PA	19106-2112		TRUSTEE	4	5,508
2										
3										
4										
5										
6										
7										
8										
9										
10										

5,508



**Part**

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			