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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

04/01, 2010, and ending

03/31, 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

THE 25TH CENTURY FOUNDATION

A Employer identification number

31-1738216

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

Room/suite

B Telephone number (see page 10 of the instructions)

1525 W W.T. HARRIS BLVD. D1114-044

(215) 973-3143

City or town, state, and ZIP code

CHARLOTTE, NC 28288

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

I Fair market value of all assets at end

of year (from Part II, col. (c), line

16) \$ 10,860,760.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

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

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 ☐**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)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	260,266.	259,659.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,497.			
b Gross sales price for all assets on line 6a	2,805,454.			
7 Capital gain net income (from Part IV, line 2)		1,497.		
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)	27,714.			STMT 1
12 Total. Add lines 1 through 11	289,477.	261,156.		
13 Compensation of officers, directors, trustees, etc.	31,220.	23,415.		7,805.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)	18,945.	NONE	NONE	18,945.
b Accounting fees (attach schedule)	217.	217.	NONE	NONE
c Other professional fees (attach schedule)	14,267.	14,267.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	11,657.	6,618.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 6	1,403.	912.		491.
24 Total operating and administrative expenses. Add lines 13 through 23	77,709.	45,429.	NONE	27,241.
25 Contributions, gifts, grants paid	225,000.			225,000.
26 Total expenses and disbursements. Add lines 24 and 25	302,709.	45,429.	NONE	252,241.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-13,232.			
b Net investment income (if negative, enter -0-)		215,727.		
c Adjusted net income (if negative, enter -0-)				

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

JSA

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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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	NONE	333.	333.
	2	Savings and temporary cash investments	635,768.	664,419.	664,419.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	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		
	b	Investments - corporate stock (attach schedule) . STMT 7.	NONE	1,303,513.	1,658,877.
	c	Investments - corporate bonds (attach schedule).	NONE		
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶	NONE		
	12	Investments - mortgage loans	NONE		
	13	Investments - other (attach schedule) STMT 11.	9,115,948.	7,691,370.	8,537,131.
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	NONE			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,751,716.	9,659,635.	10,860,760.	
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. ▶ ☒				
	27	Capital stock, trust principal, or current funds	9,751,716.	9,659,635.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .	NONE		
30	Total net assets or fund balances (see page 17 of the instructions)	9,751,716.	9,659,635.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,751,716.	9,659,635.		

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	9,751,716.
2	Enter amount from Part I, line 27a	2	-13,232.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 15	3	2,951.
4	Add lines 1, 2, and 3	4	9,741,435.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 16	5	81,800.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,659,635.

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) 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))		
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	1,497.	
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	367,807.	8,971,729.	0.04099622269
2008	524,691.	8,889,608.	0.05902296254
2007	451,446.	7,808,757.	0.05781278634
2006	386,705.	6,134,265.	0.06304015232
2005	226,605.	5,521,714.	0.04103888756
2 Total of line 1, column (d)			2 0.26191101145
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 0.05238220229
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 9,813,306.
5 Multiply line 4 by line 3			5 514,043.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,157.
7 Add lines 5 and 6			7 516,200.
8 Enter qualifying distributions from Part XII, line 4			8 252,241.

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		1	4,315.
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 ☐ and enter 1% of Part I, line 27b		2	4,315.
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-)		3	4,315.
3 Add lines 1 and 2		4	NONE
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	4,315.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 3,665.	7	4,315.
b Exempt foreign organizations-tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c 650.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		8	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		9	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		10	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		11	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ Refunded ☐			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ STMT 17		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>Wells Fargo Bank NA</u> Telephone no <u>(215) 973-3143</u> Located at <u>1500 MARKET ST., Y1367-200, PHILADELPHIA, PA</u> ZIP + 4 <u>19102-2100</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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 <u></u>				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?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes	☐ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No
If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐**5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.**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? ☐ Yes ☒ No**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 18		31,220.	-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

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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	

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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	9,353,596.
b	Average of monthly cash balances	1b	609,151.
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	9,962,747.
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	9,962,747.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	149,441.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,813,306.
6	Minimum investment return. Enter 5% of line 5	6	490,665.

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	490,665.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,315.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,315.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	486,350.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	486,350.
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	486,350.

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	252,241.
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	252,241.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	252,241.

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				486,350.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	21,187.			
c From 2007	170,462.			
d From 2008	84,623.			
e From 2009	NONE			
f Total of lines 3a through e	276,272.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 252,241.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				252,241.
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).)	234,109.			234,109.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	42,163.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				
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	42,163.			
10 Analysis of line 9:				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	42,163.			
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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

SEE ATTACHED DETAIL

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

N/A

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

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

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 21				
Total		3a	225,000.	
b Approved for future payment				
Total		3b		

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Enter gross amounts unless otherwise indicated.

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

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

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					41,758.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					53,418.	
3,070.00		100. PAYCHEX INC COM PROPERTY TYPE: SECURITIES 3,616.00					04/04/2008 -546.00	04/01/2010
3,188.00		165. BRASIL TELECOM SA-ADR PROPERTY TYPE: SECURITIES 5,167.00				CO	11/16/2009 -1,979.00	04/05/2010
8,386.00		111. PROPERTY TYPE: SECURITIES 4,912.00					03/25/2009 3,474.00	04/05/2010
3,102.00		100. PAYCHEX INC COM PROPERTY TYPE: SECURITIES 3,233.00					12/04/2009 -131.00	04/05/2010
7,362.00		200. MERCK & CO INC NEW PROPERTY TYPE: SECURITIES 5,152.00					05/19/2009 2,210.00	04/09/2010
2,440.00		50. SAP AG SPONSORED ADR PROPERTY TYPE: SECURITIES 2,463.00					03/27/2008 -23.00	04/09/2010
4,454.00		125. TREND MIRCO INC-ADR WI COM PROPERTY TYPE: SECURITIES 3,767.00					02/12/2009 687.00	04/09/2010
732.00		93. BRASIL TELECOM SA-ADR PROPERTY TYPE: SECURITIES 1,555.00				ADR	11/16/2009 -823.00	04/12/2010
1,989.00		80. REED ELSEVIER N V ADR PROPERTY TYPE: SECURITIES 2,982.00					03/19/2008 -993.00	04/15/2010
4,816.00		30. GOLDMAN SACHS GRP INC COM PROPERTY TYPE: SECURITIES 5,174.00					03/27/2008 -358.00	04/16/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,596.00		200. ALBERTO-CULVER CO PROPERTY TYPE: SECURITIES 5,459.00					09/17/2009 137.00	04/19/2010
8,394.00		300. ALBERTO-CULVER CO PROPERTY TYPE: SECURITIES 8,252.00					10/01/2009 142.00	04/19/2010
3,383.00		100. EDISON INTL COM PROPERTY TYPE: SECURITIES 3,310.00					01/16/2009 73.00	04/19/2010
4,076.00		25. GOLDMAN SACHS GRP INC COM PROPERTY TYPE: SECURITIES 4,312.00					03/27/2008 -236.00	04/19/2010
8,066.00		50. GOLDMAN SACHS GRP INC COM PROPERTY TYPE: SECURITIES 7,346.00					09/24/2008 720.00	04/19/2010
4,644.00		200. BAE SYS PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 4,758.00					11/04/2008 -114.00	04/20/2010
6,807.00		200. EDISON INTL COM PROPERTY TYPE: SECURITIES 6,621.00					01/16/2009 186.00	04/20/2010
2,292.00		50. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 2,182.00					03/27/2008 110.00	04/20/2010
2,110.00		75. ALBERTO-CULVER CO PROPERTY TYPE: SECURITIES 2,057.00					10/01/2009 53.00	04/21/2010
2,202.00		100. BAE SYS PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 2,251.00					12/03/2009 -49.00	04/23/2010
2,231.00		100. BAE SYS PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 2,251.00					12/03/2009 -20.00	04/26/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,845.00		246. WAL-MART DE MEXICO S A DE C V SPONS PROPERTY TYPE: SECURITIES 4,931.00					03/25/2008 914.00	04/30/2010
2,472.00		100. CAMECO CORP COM PROPERTY TYPE: SECURITIES 1,735.00					01/29/2009 737.00	05/03/2010
6,300.00		100. DAVITA INC COM PROPERTY TYPE: SECURITIES 4,769.00					03/27/2008 1,531.00	05/03/2010
4,523.00		100. BAXTER INTL INC COM W/RIGHTS ATTACH PROPERTY TYPE: SECURITIES 5,772.00					03/27/2008 -1,249.00	05/04/2010
9,103.00		200. BAXTER INTL INC COM W/RIGHTS ATTACH PROPERTY TYPE: SECURITIES 11,543.00					03/27/2008 -2,440.00	05/05/2010
5,994.00		100. CELGENE CORP COM PROPERTY TYPE: SECURITIES 7,344.00					07/30/2008 -1,350.00	05/05/2010
7,301.00		690. MARKS & SPENCER GROUP P L C SPONSOR PROPERTY TYPE: SECURITIES 4,411.00					12/23/2008 2,890.00	05/05/2010
9,285.00		200. BAXTER INTL INC COM W/RIGHTS ATTACH PROPERTY TYPE: SECURITIES 11,736.00					12/30/2008 -2,451.00	05/06/2010
2,705.00		60. BAXTER INTL INC COM W/RIGHTS ATTACHE PROPERTY TYPE: SECURITIES 4,228.00					03/27/2008 -1,523.00	05/07/2010
901.00		6. HDFC BANK LTD-ADR PROPERTY TYPE: SECURITIES 525.00			COM		09/22/2008 376.00	05/13/2010
4,175.00		90. BP PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 5,568.00					03/19/2008 -1,393.00	05/14/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
9,984.00		69. HDFC BANK LTD-ADR PROPERTY TYPE: SECURITIES 6,039.00			COM		09/22/2008	05/14/2010
3,161.00		70. BP PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 4,331.00					03/19/2008	05/19/2010
200,000.00		22246.941 EDGEWOOD GROWTH INSTL #2131 PROPERTY TYPE: SECURITIES 260,960.00					08/01/2008	05/20/2010
4,650.00		75. DAVITA INC COM PROPERTY TYPE: SECURITIES 3,577.00					03/27/2008	05/20/2010
109,294.00		7455.269 MORGAN STANLEY INS INTN RE I #8 PROPERTY TYPE: SECURITIES 150,000.00					08/20/2008	05/20/2010
300,000.00		27958.993 VANGUARD SHORT-TERM CORPORATE PROPERTY TYPE: SECURITIES 298,882.00					03/12/2008	05/20/2010
7,664.00		150. COCA-COLA CO COM PROPERTY TYPE: SECURITIES 7,825.00					07/23/2008	05/21/2010
5,113.00		100. WAL MART STORES INC COM PROPERTY TYPE: SECURITIES 5,011.00					05/20/2009	05/24/2010
7,326.00		100. BERKSHIRE HATHAWAY INC. PROPERTY TYPE: SECURITIES 6,926.00					03/04/2009	05/27/2010
5,733.00		265. HUANENG POWER INTL-SPON ADR COM PROPERTY TYPE: SECURITIES 7,166.00					07/14/2009	05/27/2010
9,187.00		60. MITSUBISHI ESTATE LTD ADR PROPERTY TYPE: SECURITIES 14,222.00					03/25/2008	05/27/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
23,902.00		400. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 22,354.00					05/19/2009 1,548.00	06/03/2010
6,968.00		140. TOTAL FINA ELF S A SPONSORED ADR PROPERTY TYPE: SECURITIES 10,325.00					03/19/2008 -3,357.00	06/16/2010
2,436.00		50. TRANSOCEAN LTD. PROPERTY TYPE: SECURITIES 3,709.00					05/20/2009 -1,273.00	06/17/2010
1,218.00		25. TRANSOCEAN LTD. PROPERTY TYPE: SECURITIES 2,052.00					03/24/2010 -834.00	06/17/2010
1,342.00		25. TRANSOCEAN LTD. PROPERTY TYPE: SECURITIES 2,052.00					03/24/2010 -710.00	06/21/2010
427.00		100. NATIONAL GRID PLC ADR PROPERTY TYPE: SECURITIES					427.00	06/22/2010
20.00		.9993 AIR LIQUIDE ADR FRANCE ADR PROPERTY TYPE: SECURITIES 26.00					03/25/2008 -6.00	07/06/2010
5,875.00		75. BERKSHIRE HATHAWAY INC. PROPERTY TYPE: SECURITIES 3,688.00					03/04/2009 2,187.00	07/06/2010
4,500.00		100. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 8,042.00					11/30/2009 -3,542.00	07/06/2010
9,000.00		200. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 11,359.00					06/03/2010 -2,359.00	07/06/2010
2,264.00		50. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 2,516.00					06/03/2010 -252.00	07/07/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,985.00		364. KOMATSU LTD SPONSORED ADR NEW PROPERTY TYPE: SECURITIES 9,904.00					03/25/2008 -2,919.00	07/13/2010
4,381.00		52. NOVO-NORDIST A S ADR PROPERTY TYPE: SECURITIES 3,559.00					03/25/2008 822.00	07/13/2010
8,594.00		552. ATLAS COPCO AB ADR PROPERTY TYPE: SECURITIES 9,047.00					03/25/2008 -453.00	07/20/2010
		.004 FRONTIER COMMUNICATIONS CORPORATION PROPERTY TYPE: SECURITIES					01/08/2010	07/21/2010
5,081.00		100. WAL MART STORES INC COM PROPERTY TYPE: SECURITIES 5,507.00					01/13/2010 -426.00	07/30/2010
6,124.00		218. CENOVUS ENERGY INC PROPERTY TYPE: SECURITIES 7,837.00					03/25/2008 -1,713.00	08/04/2010
2,796.00		100. WALGREEN CO COM W/RTS ATTACHED EXP PROPERTY TYPE: SECURITIES 3,801.00					03/27/2008 -1,005.00	08/06/2010
6,783.00		683. TAIWAN SEMICONDUCTOR MFG CO LTD SPO PROPERTY TYPE: SECURITIES 7,452.00					03/25/2008 -669.00	08/09/2010
7,829.00		186. DBS GRP HLDGS SPONSORED ADR PROPERTY TYPE: SECURITIES 9,330.00					06/05/2009 -1,501.00	08/11/2010
2,372.00		101. REXAM PLC - ADR PROPERTY TYPE: SECURITIES 4,221.00					03/19/2008 -1,849.00	08/11/2010
2,732.00		100. UNILEVER N V NEW YORK SHS NEW PROPERTY TYPE: SECURITIES 3,370.00					03/27/2008 -638.00	08/11/2010

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,476.00		200. UNILEVER N V NEW YORK SHS NEW PROPERTY TYPE: SECURITIES 6,740.00					03/27/2008 -1,264.00	08/12/2010
2,701.00		100. UNILEVER N V NEW YORK SHS NEW PROPERTY TYPE: SECURITIES 3,370.00					03/27/2008 -669.00	08/13/2010
5,680.00		400. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 7,144.00					05/19/2009 -1,464.00	08/16/2010
13,123.00		318. KUBOTA LTD COM PROPERTY TYPE: SECURITIES 10,566.00					03/25/2008 2,557.00	08/17/2010
3,597.00		25. POTASH CORP SASK INC COM W/RTS ATTAC PROPERTY TYPE: SECURITIES 4,056.00					03/27/2008 -459.00	08/17/2010
4,298.00		300. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 5,333.00					09/21/2009 -1,035.00	08/17/2010
3,684.00		25. POTASH CORP SASK INC COM W/RTS ATTAC PROPERTY TYPE: SECURITIES 4,056.00					03/27/2008 -372.00	08/18/2010
3,120.00		120. UNILEVER PLC SPONSORED ADR NEW PROPERTY TYPE: SECURITIES 4,056.00					03/25/2008 -936.00	08/24/2010
183.00		24. FRONTIER COMMUNICATIONS CORPORATION PROPERTY TYPE: SECURITIES 195.00					01/08/2010 -12.00	08/26/2010
5,420.00		246. VIVENDI ADR PROPERTY TYPE: SECURITIES 6,432.00					06/15/2009 -1,012.00	08/26/2010
3,009.00		100. DREAMWORKS ANIMATION INC PROPERTY TYPE: SECURITIES 4,028.00					01/19/2010 -1,019.00	08/27/2010

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,959.00		52. HUTCHISON WHAMPOA LTD ADR PROPERTY TYPE: SECURITIES 2,363.00					03/19/2008 -404.00	08/27/2010
8,244.00		50. STRAYER ED INC COM PROPERTY TYPE: SECURITIES 9,907.00					02/11/2010 -1,663.00	08/27/2010
3,034.00		100. DREAMWORKS ANIMATION INC PROPERTY TYPE: SECURITIES 3,955.00					01/29/2010 -921.00	09/01/2010
1,514.00		50. DREAMWORKS ANIMATION INC PROPERTY TYPE: SECURITIES 1,941.00					02/04/2010 -427.00	09/02/2010
2,937.00		100. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 3,535.00					10/14/2009 -598.00	09/08/2010
6,813.00		122. BUNGE LIMITED COM PROPERTY TYPE: SECURITIES 11,861.00					03/25/2008 -5,048.00	09/08/2010
3,254.00		100. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 3,535.00					10/14/2009 -281.00	09/09/2010
5,295.00		342. JSR CORP-UNSPONSORED ADR PROPERTY TYPE: SECURITIES 6,742.00					05/14/2010 -1,447.00	09/09/2010
6,786.00		100. RWE AG SPONSORED ADR REPSTG ORD PAR PROPERTY TYPE: SECURITIES 11,721.00					01/14/2009 -4,935.00	09/15/2010
250,000.00		23062.731 VANGUARD SHORT-TERM CORPORATE PROPERTY TYPE: SECURITIES 246,541.00					03/12/2008 3,459.00	09/15/2010
3,558.00		465. CENTRAL JAPAN RAI-UNSPON ADR PROPERTY TYPE: SECURITIES 2,856.00					02/20/2009 702.00	09/16/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
9,608.00		65. POTASH CORP SASK INC COM W/RTS ATTAC PROPERTY TYPE: SECURITIES 10,546.00					03/27/2008 -938.00	09/17/2010
3,115.00		50. DIAMOND OFFSHORE DRILLING INC COM PROPERTY TYPE: SECURITIES 4,765.00					09/22/2009 -1,650.00	09/21/2010
1,223.00		100. HUDSON CITY BANCORP INC COM PROPERTY TYPE: SECURITIES 1,818.00					11/14/2008 -595.00	09/21/2010
10,787.00		393. LUMH MOET HENNESSY LOUIS VUITTON PROPERTY TYPE: SECURITIES 6,955.00					08/03/2009 3,832.00	09/21/2010
2,425.00		200. HUDSON CITY BANCORP INC COM PROPERTY TYPE: SECURITIES 3,387.00					11/24/2008 -962.00	09/22/2010
1,146.00		50. HANNOVER REINS CORP ADR PROPERTY TYPE: SECURITIES 1,222.00					03/19/2008 -76.00	09/23/2010
1,226.00		24. FOMENTO ECONOMICO MEXICANO SP ADR CO PROPERTY TYPE: SECURITIES 1,104.00					03/16/2010 122.00	09/24/2010
2,287.00		98. HANNOVER REINS CORP ADR PROPERTY TYPE: SECURITIES 2,395.00					03/19/2008 -108.00	09/24/2010
6,273.00		200. TIME WARNER INC PROPERTY TYPE: SECURITIES 6,119.00					03/27/2008 154.00	09/24/2010
2,389.00		50. TELENOR ASA ADR PROPERTY TYPE: SECURITIES 2,767.00					03/19/2008 -378.00	09/27/2010
2,643.00		100. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES 3,308.00					10/30/2009 -665.00	09/28/2010

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
12,115.00		200. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 10,624.00					05/19/2009 1,491.00	09/28/2010
3,438.00		155. COMPANHIA PARANAENSE DE ENERGIA COP PROPERTY TYPE: SECURITIES 2,093.00					05/11/2009 1,345.00	09/30/2010
3,768.00		100. VULCAN MATERIALS CO COM W/RIGHTS AT PROPERTY TYPE: SECURITIES 6,945.00					04/11/2008 -3,177.00	10/01/2010
-4,824.00		107. TELENOR ASA ADR PROPERTY TYPE: SECURITIES -5,921.00					03/19/2008 1,097.00	10/07/2010
4,824.00		107. TELENOR ASA ADR PROPERTY TYPE: SECURITIES 5,921.00					03/19/2008 -1,097.00	10/07/2010
10,954.00		1002. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES 14,745.00					03/13/2009 -3,791.00	10/14/2010
4,226.00		130. MACQUARIE BK LTD ADR PROPERTY TYPE: SECURITIES 6,213.00					03/19/2008 -1,987.00	10/20/2010
5,075.00		217. TAKEDA PHARMACEUTIC-SP ADR PROPERTY TYPE: SECURITIES 4,237.00					03/04/2009 838.00	10/21/2010
6,213.00		141. DBS GRP HLDGS SPONSORED ADR PROPERTY TYPE: SECURITIES 7,133.00					03/19/2008 -920.00	10/22/2010
1,479.00		63. TAKEDA PHARMACEUTIC-SP ADR PROPERTY TYPE: SECURITIES 1,223.00					03/04/2009 256.00	10/22/2010
3,657.00		100. VULCAN MATERIALS CO COM W/RIGHTS AT PROPERTY TYPE: SECURITIES 6,288.00					10/14/2008 -2,631.00	10/22/2010

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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)	
2,153.00		50. HEWLETT-PACKARD CO COM PROPERTY TYPE: SECURITIES 1,532.00					11/14/2008 621.00	10/25/2010
1,781.00		25. DAVITA INC COM PROPERTY TYPE: SECURITIES 1,192.00					03/27/2008 589.00	10/26/2010
1,797.00		50. MEDTRONIC INC COM W/RTS ATTACHED EXP PROPERTY TYPE: SECURITIES 2,409.00					03/27/2008 -612.00	10/26/2010
735.00		20. VULCAN MATERIALS CO COM W/RIGHTS ATT PROPERTY TYPE: SECURITIES 1,103.00					10/14/2008 -368.00	10/26/2010
4,203.00		100. CARNIVAL CORP PAIRED CTF 1 COM PROPERTY TYPE: SECURITIES 4,130.00					03/27/2008 73.00	10/27/2010
230,000.00		21081.577 VANGUARD SHORT-TERM CORPORATE PROPERTY TYPE: SECURITIES 225,362.00					03/12/2008 4,638.00	11/03/2010
4,099.00		100. AON CORP COM PROPERTY TYPE: SECURITIES 4,288.00					03/29/2010 -189.00	11/04/2010
4,141.00		100. AON CORP COM PROPERTY TYPE: SECURITIES 3,912.00					05/21/2010 229.00	11/05/2010
50,000.00		2213.369 ROWE T PRICE EQUITY INCOME FD S PROPERTY TYPE: SECURITIES 45,728.00					05/20/2010 4,272.00	11/11/2010
50,000.00		1845.7 CRM MIDCP VAL INST PROPERTY TYPE: SECURITIES 49,723.00					03/12/2008 277.00	11/11/2010
2,450.00		100. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 1,925.00					08/13/2009 525.00	11/12/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
13,134.00		354. P T TELEKOMUNIKASI INDONESIA SPONSO PROPERTY TYPE: SECURITIES 15,141.00					03/25/2008 -2,007.00	11/19/2010
9.00		.8205 BANCO SANTANDER CENT HISPANO SA AD PROPERTY TYPE: SECURITIES 11.00					11/10/2010 -2.00	11/23/2010
3,402.00		100. MEDTRONIC INC COM W/RTS ATTACHED EX PROPERTY TYPE: SECURITIES 4,818.00					03/27/2008 -1,416.00	11/23/2010
10,736.00		67. ALCON INC PROPERTY TYPE: SECURITIES 9,669.00					03/25/2008 1,067.00	11/23/2010
7,463.00		150. SHIN-ETSU CHEMICAL CO ADR PROPERTY TYPE: SECURITIES 7,310.00					01/19/2009 153.00	11/26/2010
12,306.00		400. SANOFI-AVENTIS SPONSORED ADR PROPERTY TYPE: SECURITIES 14,444.00					03/19/2008 -2,138.00	11/29/2010
252.00		688. BANCO BILBAO VIZCAYA ARGENTARIA S A PROPERTY TYPE: SECURITIES					252.00	12/03/2010
5,214.00		125. JACOBS ENGR GRP INC COM PROPERTY TYPE: SECURITIES 5,836.00					12/31/2008 -622.00	12/06/2010
186.00		334. BANK OF CHINA - UNSPN ADR PROPERTY TYPE: SECURITIES					186.00	12/13/2010
-12.00		. BANK OF CHINA - UNSPN ADR PROPERTY TYPE: SECURITIES					-12.00	12/13/2010
7,313.00		200. GENERAL MILLS INC COM W/RTS EXP 02/ PROPERTY TYPE: SECURITIES 5,418.00					11/19/2009 1,895.00	01/12/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,493.00		100. IRON MTN INC PA COM PROPERTY TYPE: SECURITIES 2,290.00					10/20/2008 203.00	01/18/2011
6,173.00		104. HUTCHISON WHAMPOA LTD ADR PROPERTY TYPE: SECURITIES 4,726.00					03/19/2008 1,447.00	01/21/2011
15,008.00		680. TALISMAN ENERGY INC-COM PROPERTY TYPE: SECURITIES 11,254.00					03/19/2008 3,754.00	01/21/2011
2,474.00		100. IRON MTN INC PA COM PROPERTY TYPE: SECURITIES 2,290.00					10/20/2008 184.00	01/24/2011
2,484.00		100. IRON MTN INC PA COM PROPERTY TYPE: SECURITIES 2,275.00					10/21/2008 209.00	01/25/2011
20,065.00		600. MERCK & CO INC NEW PROPERTY TYPE: SECURITIES 16,540.00					11/20/2009 3,525.00	01/25/2011
5,687.00		35. POTASH CORP SASK INC COM W/RTS ATTAC PROPERTY TYPE: SECURITIES 5,679.00					03/27/2008 8.00	01/25/2011
7,137.00		100. VISA INC-CLASS A SHRS PROPERTY TYPE: SECURITIES 5,920.00					08/21/2009 1,217.00	01/25/2011
9,418.00		100. UNION PAC CORP COM PROPERTY TYPE: SECURITIES 6,318.00					03/27/2008 3,100.00	01/26/2011
10,977.00		351. LUMH MOET HENNESSY LOUIS VUITTON PROPERTY TYPE: SECURITIES 4,508.00					03/18/2009 6,469.00	01/28/2011
7,420.00		281. GAZPROM O A O SPONSORED ADR PROPERTY TYPE: SECURITIES 13,140.00					09/19/2008 -5,720.00	01/31/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
11,073.00		760. ALLIANZ AG-ADR COM PROPERTY TYPE: SECURITIES 13,368.00					03/19/2008 -2,295.00	02/01/2011
3,264.00		224. ALLIANZ AG-ADR COM PROPERTY TYPE: SECURITIES 2,514.00					09/15/2010 750.00	02/01/2011
15,973.00		1150. ASAHI KASEI CORP ADR PROPERTY TYPE: SECURITIES 11,946.00					03/19/2008 4,027.00	02/01/2011
10,319.00		210. ASTRAZENECA PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 9,566.00					11/10/2009 753.00	02/01/2011
9,711.00		450. AXA SPONSORED ADR PROPERTY TYPE: SECURITIES 14,715.00					03/19/2008 -5,004.00	02/01/2011
2,805.00		130. AXA SPONSORED ADR PROPERTY TYPE: SECURITIES 2,403.00					10/07/2010 402.00	02/01/2011
9,634.00		450. BAE SYS PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 9,750.00					11/05/2009 -116.00	02/01/2011
13,149.00		165. BASF AG COM PROPERTY TYPE: SECURITIES 11,034.00					03/19/2008 2,115.00	02/01/2011
9,265.00		80. BG GROUP PLC- SPON ADR ISIN US055434 PROPERTY TYPE: SECURITIES 6,809.00					06/21/2010 2,456.00	02/01/2011
2,895.00		25. BG GROUP PLC- SPON ADR ISIN US055434 PROPERTY TYPE: SECURITIES 1,974.00					08/11/2010 921.00	02/01/2011
7,560.00		195. BNP PARIBAS ADR COM PROPERTY TYPE: SECURITIES 9,397.00					03/19/2008 -1,837.00	02/01/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,738.00		688. BANCO BILBAO VIZCAYA ARGENTARIA S A PROPERTY TYPE: SECURITIES 9,086.00					09/17/2010 -348.00	02/01/2011
3,258.00		260. BANCO SANTANDER CENT HISPANO SA ADR PROPERTY TYPE: SECURITIES 3,813.00					04/13/2010 -555.00	02/01/2011
9,272.00		740. BANCO SANTANDER CENT HISPANO SA ADR PROPERTY TYPE: SECURITIES 9,740.00					11/21/2008 -468.00	02/01/2011
150.00		12. BANCO SANTANDER CENT HISPANO SA ADR PROPERTY TYPE: SECURITIES 154.00					11/10/2010 -4.00	02/01/2011
4,295.00		334. BANK OF CHINA - UNSPN ADR PROPERTY TYPE: SECURITIES 4,905.00					10/25/2010 -610.00	02/01/2011
9,083.00		100. BHP LIMITED SPONS ADR COM PROPERTY TYPE: SECURITIES 4,497.00					03/19/2009 4,586.00	02/01/2011
2,180.00		24. BHP LIMITED SPONS ADR COM PROPERTY TYPE: SECURITIES 1,947.00					10/11/2010 233.00	02/01/2011
4,721.00		560. CENTRAL JAPAN RAI-UNSPON ADR PROPERTY TYPE: SECURITIES 3,440.00					02/20/2009 1,281.00	02/01/2011
10,501.00		410. COMPANHIA PARANAENSE DE ENERGIA COP PROPERTY TYPE: SECURITIES 5,537.00					05/11/2009 4,964.00	02/01/2011
6,986.00		155. CREDIT SUISSE GROUP SPONSORED ADR PROPERTY TYPE: SECURITIES 6,027.00					06/03/2010 959.00	02/01/2011
5,143.00		109. DBS GRP HLDGS SPONSORED ADR PROPERTY TYPE: SECURITIES 5,514.00					03/19/2008 -371.00	02/01/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,011.00		160. DESARROLLADORA HOMEX S A DE C V ADR PROPERTY TYPE: SECURITIES 4,472.00					05/13/2010 539.00	02/01/2011
11,748.00		550. LUFTHANSA-UNSPONSORED ADR SPONSORED PROPERTY TYPE: SECURITIES 13,799.00					01/22/2010 -2,051.00	02/01/2011
7,926.00		160. ENI S P A ADR PROPERTY TYPE: SECURITIES 10,874.00					03/19/2008 -2,948.00	02/01/2011
9,727.00		181. FOMENTO ECONOMICO MEXICANO SP ADR C PROPERTY TYPE: SECURITIES 8,329.00					03/16/2010 1,398.00	02/01/2011
7,220.00		230. FUJITSU LTD ADR 5 PROPERTY TYPE: SECURITIES 7,286.00					03/24/2010 -66.00	02/01/2011
1,632.00		52. FUJITSU LTD ADR 5 PROPERTY TYPE: SECURITIES 1,696.00					11/26/2010 -64.00	02/01/2011
8,933.00		240. GLAXO SMITHKLINE SPONSORED PLC ADR PROPERTY TYPE: SECURITIES 10,058.00					03/19/2008 -1,125.00	02/01/2011
11,282.00		392. HANNOVER REINS CORP ADR PROPERTY TYPE: SECURITIES 9,580.00					03/19/2008 1,702.00	02/01/2011
7,251.00		124. HUTCHISON WHAMPOA LTD ADR PROPERTY TYPE: SECURITIES 5,635.00					03/19/2008 1,616.00	02/01/2011
10,213.00		180. KDDI CORP-UNSPONSORED ADR PROPERTY TYPE: SECURITIES 9,848.00					12/11/2009 365.00	02/01/2011
9,549.00		695. KONINKLIJKE AHOLD NV ADR PROPERTY TYPE: SECURITIES 8,530.00					10/09/2009 1,019.00	02/01/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
6,257.00		405. LAFARGE - ADR PROPERTY TYPE: SECURITIES 5,556.00					04/09/2009 701.00	02/01/2011
294.00		19. LAFARGE - ADR PROPERTY TYPE: SECURITIES 239.00					08/11/2010 55.00	02/01/2011
9,855.00		500. MEDIASET S P A ADR PROPERTY TYPE: SECURITIES 13,324.00					04/29/2008 -3,469.00	02/01/2011
12,748.00		225. MITSUBISHI CORP SPONSORED ADR PROPERTY TYPE: SECURITIES 11,933.00					10/13/2009 815.00	02/01/2011
6,089.00		345. MTN GROUP LTD ADR PROPERTY TYPE: SECURITIES 5,646.00					08/26/2010 443.00	02/01/2011
4,377.00		175. NATIONAL AUSTRALIA BK SPONSORED ADR PROPERTY TYPE: SECURITIES 4,518.00					04/12/2010 -141.00	02/01/2011
8,628.00		345. NATIONAL AUSTRALIA BK SPONSORED ADR PROPERTY TYPE: SECURITIES 4,198.00					01/30/2009 4,430.00	02/01/2011
3,250.00		80. NETEASE COM INC SPONSORED ADR PROPERTY TYPE: SECURITIES 2,962.00					04/14/2010 288.00	02/01/2011
7,719.00		190. NETEASE COM INC SPONSORED ADR PROPERTY TYPE: SECURITIES 7,427.00					12/01/2009 292.00	02/01/2011
12,877.00		501. NEXEN INC COM PROPERTY TYPE: SECURITIES 12,548.00					01/24/2011 329.00	02/01/2011
10,458.00		185. NOVARTIS AG SPONSORED ADR PROPERTY TYPE: SECURITIES 7,023.00					04/30/2009 3,435.00	02/01/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
12,975.00		590. PRUDENTIAL PLC ADR PROPERTY TYPE: SECURITIES 15,010.00					03/19/2008 -2,035.00	02/01/2011
8,193.00		310. REED ELSEVIER N V ADR PROPERTY TYPE: SECURITIES 10,414.00					01/27/2009 -2,221.00	02/01/2011
9,098.00		324. REXAM PLC - ADR PROPERTY TYPE: SECURITIES 10,507.00					12/11/2009 -1,409.00	02/01/2011
3,255.00		85. ROCHE HLDG LTD SPONSORED ADR PROPERTY TYPE: SECURITIES 2,883.00					06/11/2009 372.00	02/01/2011
9,534.00		249. ROCHE HLDG LTD SPONSORED ADR PROPERTY TYPE: SECURITIES 8,391.00					09/27/2010 1,143.00	02/01/2011
6,956.00		135. ROLLS-ROYCE PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 5,336.00					08/11/2008 1,620.00	02/01/2011
15,323.00		210. ROYAL DUTCH SHELL PLC ADR PROPERTY TYPE: SECURITIES 10,826.00					05/21/2010 4,497.00	02/01/2011
9,013.00		760. SECOM LTD ADR PROPERTY TYPE: SECURITIES 9,385.00					11/05/2009 -372.00	02/01/2011
11,525.00		203. SMITH & NEPHEW PLC SPDN ADR NEW PROPERTY TYPE: SECURITIES 9,876.00					12/08/2010 1,649.00	02/01/2011
10,467.00		793. SOCIETE GENERALE FRANCE SPONSORED A PROPERTY TYPE: SECURITIES 9,667.00					10/22/2010 800.00	02/01/2011
8,980.00		345. STATOIL ASA SPONSORED ADR PROPERTY TYPE: SECURITIES 10,758.00					04/29/2008 -1,778.00	02/01/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
10,195.00		369. TNT N V ADR PROPERTY TYPE: SECURITIES 12,848.00					03/19/2008 -2,653.00	02/01/2011
6,119.00		240. TELEFONICA S A SPONSORED ADR PROPERTY TYPE: SECURITIES 6,636.00					07/03/2008 -517.00	02/01/2011
3,900.00		83. TELENOR ASA ADR PROPERTY TYPE: SECURITIES 4,593.00					03/19/2008 -693.00	02/01/2011
2,088.00		170. USINAS SIDERURGICAS DE MINAS GER AD PROPERTY TYPE: SECURITIES 2,146.00					08/18/2009 -58.00	02/01/2011
9,833.00		320. VOLKSWAGEN A G SPONSORED ADR PROPERTY TYPE: SECURITIES 9,798.00					01/21/2011 35.00	02/01/2011
12,011.00		2681. XSTRATA PLC ADR PROPERTY TYPE: SECURITIES 9,899.00					05/12/2010 2,112.00	02/01/2011
12,179.00		440. ZURICH FINL SVCS SPONSORED ADR PROPERTY TYPE: SECURITIES 13,504.00					03/19/2008 -1,325.00	02/01/2011
7,893.00		71. NOVO-NORDIST A S ADR PROPERTY TYPE: SECURITIES 4,662.00					07/17/2008 3,231.00	02/03/2011
5,064.00		100. CELGENE CORP COM PROPERTY TYPE: SECURITIES 6,874.00					09/04/2008 -1,810.00	02/09/2011
5,139.00		100. CELGENE CORP COM PROPERTY TYPE: SECURITIES 5,430.00					01/08/2009 -291.00	02/10/2011
6,640.00		200. PAYCHEX INC COM PROPERTY TYPE: SECURITIES 6,504.00					12/07/2009 136.00	02/10/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,593.00		50. CELGENE CORP COM PROPERTY TYPE: SECURITIES 2,696.00					08/03/2009 -103.00	02/11/2011
3,331.00		100. PAYCHEX INC COM PROPERTY TYPE: SECURITIES 3,252.00					12/07/2009 79.00	02/11/2011
2,550.00		100. BRISTOL-MYERS SQUIBB CO COM PROPERTY TYPE: SECURITIES 2,379.00					02/05/2010 171.00	02/14/2011
5,102.00		200. BRISTOL-MYERS SQUIBB CO COM PROPERTY TYPE: SECURITIES 4,788.00					02/08/2010 314.00	02/15/2011
7.00		.5692 BANCO SANTANDER CENT HISPANO SA AD PROPERTY TYPE: SECURITIES 7.00					02/10/2011	02/17/2011
250,000.00		23062.731 PIMCO FDS PAC INVT MGMT SER TO PROPERTY TYPE: SECURITIES 252,076.00					01/24/2008 -2,076.00	02/24/2011
2,772.00		100. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 1,925.00					08/13/2009 847.00	03/07/2011
2,786.00		100. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 1,925.00					08/13/2009 861.00	03/08/2011
4,252.00		295. ALLIANZ AG-ADR COM PROPERTY TYPE: SECURITIES 5,344.00					06/24/2008 -1,092.00	03/09/2011
2,786.00		100. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 1,925.00					08/13/2009 861.00	03/09/2011
3,605.00		57. WPP GRP PLC AMER DEPOSITARY SH - ADR PROPERTY TYPE: SECURITIES 3,516.00					03/25/2008 89.00	03/10/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,741.00		100. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 1,925.00					08/13/2009 816.00	03/11/2011
2,745.00		100. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 1,925.00					08/13/2009 820.00	03/14/2011
5,453.00		200. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 3,850.00					08/13/2009 1,603.00	03/16/2011
3,670.00		100. MEDTRONIC INC COM W/RTS ATTACHED EX PROPERTY TYPE: SECURITIES 4,818.00					03/27/2008 -1,148.00	03/16/2011
5,560.00		150. MEDTRONIC INC COM W/RTS ATTACHED EX PROPERTY TYPE: SECURITIES 5,232.00					03/13/2009 328.00	03/17/2011
2,741.00		100. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 1,925.00					08/13/2009 816.00	03/21/2011
2,761.00		100. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 1,925.00					08/13/2009 836.00	03/22/2011
5,536.00		200. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 3,844.00					08/14/2009 1,692.00	03/24/2011
5,411.00		50. CERNER CORP COM PROPERTY TYPE: SECURITIES 1,953.00					03/27/2008 3,458.00	03/24/2011
4,266.00		230. TESCO PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 5,483.00					03/25/2008 -1,217.00	03/28/2011
5,575.00		200. AMERICAN WATER WORKS CO INC/NE PROPERTY TYPE: SECURITIES 3,913.00					08/24/2009 1,662.00	03/30/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,500.00		100. PEPSICO INC COM PROPERTY TYPE: SECURITIES 7,141.00					03/27/2008 -641.00	03/30/2011
6,360.00		217. WAL-MART DE MEXICO S A DE C V SPONS PROPERTY TYPE: SECURITIES 4,350.00					03/25/2008 2,010.00	03/30/2011
2,308.00		50. NUCOR CORP COM W/RIGHTS ATTACHED EXP PROPERTY TYPE: SECURITIES 1,702.00					10/14/2008 606.00	03/31/2011
TOTAL GAIN(LOSS)							----- 1,497. =====	

FORM 990PF, PART I - OTHER INCOME

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
-----	-----
US TREAS REFUND 3/09	27,714.

TOTALS	27,714.
	=====

FORM 990PF, PART I - LEGAL FEES
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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
BALLARD SPAHR LLP -LEGAL FEES	18,945.			18,945.
TOTALS	18,945.	NONE	NONE	18,945.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
SWEEP FEE	217.	217.		
	-----	-----	-----	-----
TOTALS	217.	217.	NONE	NONE
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MANAGER FEES	14,267.	14,267.
	-----	-----
TOTALS	14,267.	14,267.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	4,280.	4,280.
FEDERAL TAX PAYMENT - PRIOR YE	1,374.	
FEDERAL ESTIMATES - PRINCIPAL	3,665.	
FOREIGN TAXES ON QUALIFIED FOR	1,501.	1,501.
FOREIGN TAXES ON NONQUALIFIED	837.	837.
	-----	-----
TOTALS	11,657.	6,618.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
ADR FEES	912.	912.	491.
INSURANCE PREMIUM	491.		
TOTALS	1,403.	912.	491.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
086516101 BEST BUY INC	6,501.	4,308.
189754104 COACH INC	8,107.	10,408.
20030N101 COMCAST CORP	30,244.	39,552.
25470F104 DISCOVERY COMMUNICAT	2,133.	3,990.
26153C103 DREAMWORKS ANIMATION	28,928.	23,741.
548661107 LOWES COS	44,288.	50,217.
580135101 MCDONALD CORP	6,816.	7,609.
650111107 NEW YORK TIMES CO	1,966.	1,894.
654106103 NIKE INC CL	3,717.	3,785.
655664100 NORDSTROM INC	1,763.	2,244.
681919106 OMNICOM GROUP	5,596.	6,133.
811065101 SCRIPPS NETWORKS INT	6,772.	10,018.
854502101 STANLEY BLACK & DECK	8,143.	11,490.
863236105 STRAYER ED INC	2,712.	2,610.
87612E106 TARGET CORP	34,004.	33,757.
886547108 TIFFANY & CO NEW	15,892.	23,040.
88732J207 TIME WARNER CABLE	4,928.	6,421.
917047102 URBAN OUTFITTERS	12,197.	14,915.
254687106 WALT DISNEY	13,307.	21,545.
013078100 ALBERTO-CULVER CO	3,574.	4,659.
194162103 COLGATE PALMOLIVE CO	15,050.	16,152.
22160K105 COSTCO WHOLESale COR	3,309.	3,666.
29266R108 ENERGIZER HOLDINGS I	3,937.	3,558.
370334104 GENERAL MILLS INC	18,502.	20,103.
50075N104 KRAFT FOODS INC	12,388.	12,544.
713448108 PEPSICO INC	32,958.	30,595.
718172109 PHILIP MORRIS INTERN	10,392.	13,126.
742718109 PROCTER & GAMBLE CO	5,433.	6,160.
166764100 CHEVRON CORP	6,652.	10,749.

THE 25TH CENTURY FOUNDATION

31-1738216

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
26875P101 EOG RESOURCES, INC	11,801.	20,739.
30231G102 EXXON MOBIL CORP	13,110.	12,620.
406216101 HALLIBURTON CO	7,866.	14,952.
565849106 MARATHON OIL CORP	10,447.	15,993.
655044105 NOBLE ENERGY INC	16,002.	21,746.
847560109 SPECTRA ENERGY CORP	4,258.	5,436.
020002101 ALLSTATE CORP	16,682.	19,068.
037389103 AON CORP	3,977.	5,296.
054937107 BB & T CORP COM	13,411.	13,725.
064058100 B ANK NEW YORK MELLO	2,849.	2,987.
38141G104 GOLDMAN SACHS GROUP	15,505.	26,962.
46625H100 JPMORGAN CHASE & CO	41,394.	43,795.
571748102 MARSH & MCLENNAN COS	2,435.	2,981.
743315103 PROGRESSIVE CORP OHI	17,355.	23,243.
808513105 SCHWAB CHARLES CORP	27,534.	30,651.
097023105 BOEING CO	4,807.	7,393.
235851102 DANAHER CORP	21,990.	31,140.
291011104 EMERSON ELECTRIC CO	29,108.	35,058.
31428X106 FEDEX CORP	16,495.	21,517.
336433107 FIRST SOLAR INC	7,332.	11,259.
343412102 FLUOR CORP NEW	3,461.	2,946.
369604103 GENERAL ELECTRIC	28,378.	22,055.
452308109 ILLINOIS TOOL WORKS	34,167.	37,604.
462846106 IRON MOUNTAIN INC	16,269.	21,080.
469814107 JACOBS ENGR GROUP	4,965.	6,429.
655844108 NORFOLK SOUTHERN COR	9,603.	13,854.
760759100 REPUBLIC SERVICES IN	14,886.	15,020.
9078181808 UNION PACIFIC CORP	16,895.	27,041.
911312106 UNITED PARCEL SERVIC	9,153.	9,290.

THE 25TH CENTURY FOUNDATION

31-1738216

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
913017109 UNITED TECHNOLOGIES	29,061.	31,744.
88579Y101 3M CO	25,401.	29,453.
00846U101 AGILENT TECHNOLOGIE	2,961.	4,478.
037833100 APPLE INC	7,791.	22,653.
111320107 BROADCOM CORP	5,227.	11,814.
111621306 BROCADE COMMUNICATIO	1,789.	3,075.
17275R102 CISCO SSYTEMs INC	33,364.	25,725.
278642103 EBAY INC	7,542.	12,416.
38259P508 GOOGLE INC	19,443.	38,139.
428236103 HEWLETT PACKARD	4,596.	6,146.
459200101 IBM CORP	33,866.	48,921.
48203R104 JUNIPER NETWORKS	2,398.	4,208.
482480104 KLA - TENCOR CORP	12,172.	16,562.
543524300 LOOPNET INC	2,742.	2,830.
57772K101 MAXIM INTEGRATED	15,528.	24,320.
595017104 MICROCHIP TECHNOLOGY	13,495.	15,204.
594918104 MICROSOFT CORP	30,639.	30,468.
636518102 NATIONAL INSTRS CORP	5,316.	9,831.
68389X105 ORACLE CORP	18,675.	23,403.
73172K104 POLYCOM INC	4,522.	10,370.
747525103 QUALCOMM INC	23,455.	30,157.
92826C839 VISA INC-CLASS	13,865.	14,724.
009158106 AIR PRODS & CHEMS	32,844.	31,563.
01741R102 ALLEGHENY TECHNOLOGI	20,520.	44,018.
278865100 ECOLAB INC	8,988.	14,031.
61166W101 MONSANTO CO NEW	15,094.	21,678.
670346105 NUCOR CORP	9,903.	13,806.
888339207 TITANIUM METALS CORP	1,640.	3,716.
929160109 VULCAN MATLS CO	13,204.	12,540.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
029912201 AMERICAN TOWER SYSTE	14,280.	23,319.
92343V104 VERIZON COMMUNIIATION	2,977.	3,854.
030420103 AMERICAN WATER WORKS	3,913.	5,610.
281020107 EDISON INTL COM	6,518.	7,318.
69331C108 PG&G CORP	3,580.	3,314.
018490102 ALLERGAN INC	26,986.	33,379.
110122108 BRISTOL MYERS SQUIBB	9,708.	10,572.
156782104 CERNER CORP	18,201.	50,040.
23918K108 DAVITA INC	9,538.	17,102.
58933Y105 MERCK & CO INC	8,226.	7,427.
91324P102 UNITEDHEALTH GROUP	11,201.	18,080.
	-----	-----
TOTALS	1,303,513.	1,658,877.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/
FMV

DESCRIPTION

C OR F

ENDING
BOOK VALUEENDING
FMV

693390700	PIMCO TOTAL RETURN	C	1,011,871.	1,020,580.
922031836	VANGUARD SHORT-TERM	C	599,960.	613,144.
722005220	PIMCO FOREIGN BOND	C	217,376.	209,425.
880208400	TEMPLETON GLOBAL BON	C	950,000.	1,010,048.
05964H105	BANCO SANTANDER CEN	C	180.	176.
92934R769	CRM MID CAP	C	265,277.	295,404.
277923751	EATON VANCE STRUCTUR	C	200,000.	220,675.
0075W0759	EDGEWOOD GROWTHER	C	314,320.	335,498.
483438206	KALMAR GROWTH WITH	C	357,087.	461,028.
780905451	ROYCE PREMIER FUND	C	246,585.	325,508.
779547108	T ROWE PRICE EQUITY	C	254,272.	287,367.
779556109	T ROWE PRICE MID CAP	C	506,373.	641,029.
003021714	ABERDEEN EMERGING MK	C	325,000.	398,585.
00758M162	ACADIAN EMERGING MKT	C	357,515.	345,042.
411511306	HARBOR INTERNATIONAL	C	250,000.	250,477.
44980Q518	ING INTERNATIONAL RE	C	163,000.	189,312.
46625H365	JPMORGAN ALERIAN MLP	C	211,532.	212,632.
722005667	PIMCO COMMODITY REAL	C	470,000.	537,794.
465562106	ITAU UNIBANCO BANCO	C	9,625.	12,554.
009126202	AIR LIQUIDE	C	28,229.	29,318.
H01301102	ALCON INC	C	7,504.	8,607.
018805101	ALLIANZ	C	18,679.	21,459.
007192107	AMDIRAL GROUP PLC	C	8,843.	8,406.
02364W105	AMERICA MOVIL S A B	C	20,147.	18,941.
042068106	ARM HOLDINGS PLC	C	12,168.	24,621.
049255706	ATLAS COPCO	C	9,047.	14,705.
055434203	BG GROUP PLC	C	16,668.	19,110.
G16962105	BUNGE LIMITED	C	11,958.	8,897.
136375102	CANADIAN NATL RR	C	11,874.	12,645.

THE 25TH CENTURY FOUNDATION

31-1738216

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/
FMV

DESCRIPTION

C OR F

ENDING
BOOK VALUEENDING
FMV

138006309	CANON INC	C	16,361.	15,606.
143658300	CARNIVAL CORP	C	7,298.	8,132.
16940R109	CHINA RESOURCES ENTE	C	6,733.	8,209.
191459205	COCHLEAR LIMITED	C	10,110.	13,136.
12637N105	CSL LIMITED	C	7,367.	9,755.
237545108	DASSAULT SYSTEMES	C	22,051.	29,351.
23304Y100	DBS GROUP HOLDINGS	C	5,160.	6,780.
292505104	ENCANA CORP	C	12,511.	12,051.
296036304	ERSTE GROUP BANK	C	26,916.	25,349.
307305102	FANUC LTD	C	10,278.	21,536.
358029106	FRESENIUS MEDICAL	C	10,802.	15,057.
443251103	HOYA CORP	C	13,952.	14,105.
404280406	HSBC - ADR	C	16,286.	10,153.
45104G104	ICICI BANK LTD	C	17,856.	22,324.
453038408	IMPERIAL OIL LTD	C	15,123.	14,861.
48206M102	JUPITER TELECOM-UNSP	C	6,172.	9,257.
502117203	L'OREAL - ADR	C	18,217.	16,462.
501897102	LI & FUNG LTD	C	13,591.	15,881.
H50430232	LOGITECH INTERN	C	6,936.	7,687.
54338V101	LONZA GROUP	C	7,302.	7,140.
502441306	LVMH MOET HENNESSY	C	3,943.	9,720.
62474M108	MTN GROUP LTD	C	13,433.	17,174.
641069406	NESTLE S. A. REGISTE	C	24,037.	28,108.
670100205	NOVO NORDISK A/S	C	4,533.	8,891.
71654V101	PETROLEO BRASILEIRO	C	15,083.	16,206.
N72482107	QIAGEN N.V.	C	11,723.	11,729.
771195104	ROCHE HOLDINGS LTD	C	20,334.	15,530.
803054204	SAP AG - ADR	C	20,057.	23,746.
803866300	SASOL LIMITED - ADR	C	8,172.	9,736.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/
FMV

C OR F

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

806857108	SCHLUMBERGER LTD	C	18,787.	22,662.
80687P106	SCHNEIDER ELECTRIC	C	14,235.	23,121.
83569C102	SONOVA HOLDINGS	C	8,304.	7,435.
870123106	SWATCH GROUP	C	11,625.	14,164.
874039100	TAIWAN SEMICONDUCTOR	C	13,174.	17,076.
881575302	TESCO PLC - ADR	C	10,275.	7,974.
881624209	TEVA PHARMACEUTICAL	C	9,056.	10,034.
900148701	TURKIYE GARANTI BANK	C	19,841.	17,233.
90460M105	UNICHARM CORP	C	14,964.	13,579.
904767704	UNILEVER PLC - ADR	C	8,551.	7,747.
93114W107	WAL-MART DE MEXICO	C	15,515.	23,143.
92933H101	WPP GROUP PLC AMERIC	C	18,337.	22,851.
368287207	O GAZPROM LEVEL 1	C	9,507.	9,152.
067901108	BARRICK GOLD CORP	C	22,694.	31,146.
13321L108	CAMECO CORP	C	18,015.	24,032.
136385101	CANADIAN NAT RES	C	10,748.	19,772.
138006309	CANON INC - ADR	C	4,886.	4,335.
15135U109	CENOVUS ENERGY	C	25,950.	32,489.
292505104	ENCANA CORP	C	19,382.	20,718.
G3922B107	GENPACT LTD	C	3,845.	4,344.
465036200	ISRAEL CHEMICALS	C	8,912.	9,810.
636274300	NATIONAL GRID	C	5,505.	4,804.
641069406	NESTLE S.A. REGISTER	C	13,861.	15,807.
N63218106	NIELSEN HOLDINGS	C	2,528.	2,731.
654445303	NINTENDO CO	C	14,063.	13,496.
670100205	NOVO NORDISK A/S	C	7,140.	12,523.
767204100	RIO TINTO PLC	C	9,241.	14,224.
780259206	ROYAL DUTCH SHELL	C	41,089.	49,181.
803054204	SAP AG - ADR	C	5,985.	9,204.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
806857108 SCHLUMBERGER LTD	C	42,467.	51,293.
82481R106 SHIRE PLC	C	19,622.	39,164.
H84989104 TE CONNECTIVITY LTD	C	8,220.	13,928.
H27013103 WEATHERFORD INTNTL L	C	7,619.	11,300.
		-----	-----
TOTALS		7,691,370.	8,537,131.
		=====	=====

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

ADJUST FOR WASH SALES NOT ALLOWED

2,951.

TOTAL

2,951.
=====

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

RECORDKEEPING CHANGE - BOOK VALUE TO COST

81,800.

TOTAL

81,800.
=====

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

PA

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

=====

OFFICER NAME:

Wells Fargo Bank NA

ADDRESS:

1525 WEST W.T. HARRIS BLVD.
CHARLOTTE, NC 28288

TITLE:

DIRECTOR and TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 31,220.

OFFICER NAME:

J. MAHLON BUCK, JR

ADDRESS:

121 ROSE LANE
HAVERFORD, PA 19041

TITLE:

DIRECTOR and CHAIR

OFFICER NAME:

ELINOR BUCK

ADDRESS:

409 GARDEN LANE
BRYN MAWR, PA 19010

TITLE:

DIRECTOR

OFFICER NAME:

CAROLINE BUCK ROGERS

ADDRESS:

204 CHESWOLD LANE
HAVERSTOWN, PA 19041

TITLE:

DIRECTOR and PRESIDENT

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

OFFICER NAME:

JAMES BUCK III

ADDRESS:

409 GARDEN LANE

BRYN MAWR, PA 19010

TITLE:

DIRECTOR and V PRESIDENT

OFFICER NAME:

ELIA BUCK

ADDRESS:

121 ROSE LANE

HAVERFORD, PA 19041

TITLE:

DIRECTOR and ASST TREAS

OFFICER NAME:

JOSEPH W. ROGERS, JR.

ADDRESS:

204 CHESWOLD LANE

HAVERSFORD, PA 19041

TITLE:

DIRECTOR

TOTAL COMPENSATION:

31,220.

=====

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

=====

RECIPIENT NAME:

THE ED SNIDER YOUTH HOCKEY FDN

ADDRESS:

3601 S BROAD ST

PHILADELPHIA, PA 19148-5290

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FUNDING OF CAPITAL PROJECTS AT SKATE HOUSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

WILLIAMSON FREE SCHOOL OF
MECHANICAL TRADES

ADDRESS:

106 S NEW MIDDLETON ROAD

MEDIA, PA 19063-5299

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PATH & LIGHTING PROJECT ON SCHOOL CAMPUS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

FRANKLIN INSTITUTE

ADDRESS:

222 N 20TH STREET

PHILADELPHIA, PA 19103

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

REVITALIZATION OF WEB PRESENCE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 30,000.

=====

RECIPIENT NAME:

LOWER MERION CONSERVANCY

ADDRESS:

1301 ROSE GLEN ROAD

GLADWYNE, PA 19035

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DEMONSTRATION LANDSCAPE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

FRIENDS OF THE WISSAHICKO

ADDRESS:

8708 GERMANTOWNE AVENUE

PHILADELPHIA, PA 19118

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PARK REDESIGN AND WEBSITE ENHANCEMENTS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

LIVECONNECTIONS.ORG

ADDRESS:

3025 WALNUT STREET

PHILADELPHIA, PA 19104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

TUITION AND TRANSPORTATION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 25,000.

TOTAL GRANTS PAID:

225,000.

=====

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

THE 25TH CENTURY FOUNDATION

Employer identification number

31-1738216

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 SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			41,758.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	2,772.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	44,530.

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			53,418.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-96,451.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	-43,033.

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

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		44,530.
14	Net long-term gain or (loss):			
a	Total for year	14a		-43,033.
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		1,497.

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

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 (Form 1041) 2010

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

THE 25TH CENTURY FOUNDATION

Employer identification number

31-1738216

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 165. BRASIL TELECOM SA-ADR COM	11/16/2009	04/05/2010	3,188.00	5,167.00	-1,979.00
100. PAYCHEX INC COM	12/04/2009	04/05/2010	3,102.00	3,233.00	-131.00
200. MERCK & CO INC NEW	05/19/2009	04/09/2010	7,362.00	5,152.00	2,210.00
93. BRASIL TELECOM SA-ADR ADR	11/16/2009	04/12/2010	732.00	1,555.00	-823.00
200. ALBERTO-CULVER CO	09/17/2009	04/19/2010	5,596.00	5,459.00	137.00
300. ALBERTO-CULVER CO	10/01/2009	04/19/2010	8,394.00	8,252.00	142.00
75. ALBERTO-CULVER CO	10/01/2009	04/21/2010	2,110.00	2,057.00	53.00
100. BAE SYS PLC SPONSORED ADR	12/03/2009	04/23/2010	2,202.00	2,251.00	-49.00
100. BAE SYS PLC SPONSORED ADR	12/03/2009	04/26/2010	2,231.00	2,251.00	-20.00
265. HUANENG POWER INTL-SPON ADR COM	07/14/2009	05/27/2010	5,733.00	7,166.00	-1,433.00
25. TRANSOCEAN LTD.	03/24/2010	06/17/2010	1,218.00	2,052.00	-834.00
25. TRANSOCEAN LTD.	03/24/2010	06/21/2010	1,342.00	2,052.00	-710.00
100. NATIONAL GRID PLC ADR		06/22/2010	427.00		427.00
100. MONSANTO CO NEW COM	11/30/2009	07/06/2010	4,500.00	8,042.00	-3,542.00
200. MONSANTO CO NEW COM	06/03/2010	07/06/2010	9,000.00	11,359.00	-2,359.00
50. MONSANTO CO NEW COM	06/03/2010	07/07/2010	2,264.00	2,516.00	-252.00
100. WAL MART STORES INC COM	01/13/2010	07/30/2010	5,081.00	5,507.00	-426.00
300. SCHWAB CHARLES CORP NEW COM	09/21/2009	08/17/2010	4,298.00	5,333.00	-1,035.00
24. FRONTIER COMMUNICATION S CORPORATION	01/08/2010	08/26/2010	183.00	195.00	-12.00
100. DREAMWORKS ANIMATION INC	01/19/2010	08/27/2010	3,009.00	4,028.00	-1,019.00
50. STRAYER ED INC COM	02/11/2010	08/27/2010	8,244.00	9,907.00	-1,663.00
100. DREAMWORKS ANIMATION INC	01/29/2010	09/01/2010	3,034.00	3,955.00	-921.00
50. DREAMWORKS ANIMATION INC	02/04/2010	09/02/2010	1,514.00	1,941.00	-427.00
100. ADOBE SYS INC COM	10/14/2009	09/08/2010	2,937.00	3,535.00	-598.00

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

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

Schedule D-1 (Form 1041) 2010

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

THE 25TH CENTURY FOUNDATION

Employer identification number

31-1738216

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 100. ADOBE SYS INC COM	10/14/2009	09/09/2010	3,254.00	3,535.00	-281.00
342. JSR CORP-UNSPONSORED ADR	05/14/2010	09/09/2010	5,295.00	6,742.00	-1,447.00
50. DIAMOND OFFSHORE DRILLING INC COM	09/22/2009	09/21/2010	3,115.00	4,765.00	-1,650.00
24. FOMENTO ECONOMICO MEXICANO SP ADR COM	03/16/2010	09/24/2010	1,226.00	1,104.00	122.00
100. ADOBE SYS INC COM	10/30/2009	09/28/2010	2,643.00	3,308.00	-665.00
100. AON CORP COM	03/29/2010	11/04/2010	4,099.00	4,288.00	-189.00
100. AON CORP COM	05/21/2010	11/05/2010	4,141.00	3,912.00	229.00
2213.369 ROWE T PRICE EQUITY INCOME FD SH BEN INT	05/20/2010	11/11/2010	50,000.00	45,728.00	4,272.00
.8205 BANCO SANTANDER CENT HISPANO SA ADR	11/10/2010	11/23/2010	9.00	11.00	-2.00
688. BANCO BILBAO VIZCAYA ARGENTARIA S A SPONSORED AD		12/03/2010	252.00		252.00
334. BANK OF CHINA - UNSPN ADR		12/13/2010	186.00		186.00
. BANK OF CHINA - UNSPN ADR		12/13/2010	-12.00		-12.00
224. ALLIANZ AG-ADR COM	09/15/2010	02/01/2011	3,264.00	2,514.00	750.00
130. AXA SPONSORED ADR	10/07/2010	02/01/2011	2,805.00	2,403.00	402.00
80. BG GROUP PLC- SPON ADR ISIN US0554342032	06/21/2010	02/01/2011	9,265.00	6,809.00	2,456.00
25. BG GROUP PLC- SPON ADR ISIN US0554342032	08/11/2010	02/01/2011	2,895.00	1,974.00	921.00
688. BANCO BILBAO VIZCAYA ARGENTARIA S A SPONSORED AD	09/17/2010	02/01/2011	8,738.00	9,086.00	-348.00
260. BANCO SANTANDER CENT HISPANO SA ADR	04/13/2010	02/01/2011	3,258.00	3,813.00	-555.00
12. BANCO SANTANDER CENT HISPANO SA ADR	11/10/2010	02/01/2011	150.00	154.00	-4.00
334. BANK OF CHINA - UNSPN ADR	10/25/2010	02/01/2011	4,295.00	4,905.00	-610.00
24. BHP LIMITED SPONS ADR COM	10/11/2010	02/01/2011	2,180.00	1,947.00	233.00
155. CREDIT SUISSE GROUP SPONSORED ADR	06/03/2010	02/01/2011	6,986.00	6,027.00	959.00
160. DESARROLLADORA HOMEX S A DE C V ADR	05/13/2010	02/01/2011	5,011.00	4,472.00	539.00
181. FOMENTO ECONOMICO MEXICANO SP ADR COM	03/16/2010	02/01/2011	9,727.00	8,329.00	1,398.00

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

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

Schedule D-1 (Form 1041) 2010

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

OMB No 1545-0092

2010

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

THE 25TH CENTURY FOUNDATION

Employer identification number

31-1738216

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

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	2,772.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

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

Employer identification number

THE 25TH CENTURY FOUNDATION

31-1738216

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 100. PAYCHEX INC COM	04/04/2008	04/01/2010	3,070.00	3,616.00	-546.00
111.	03/25/2009	04/05/2010	8,386.00	4,912.00	3,474.00
50. SAP AG SPONSORED ADR	03/27/2008	04/09/2010	2,440.00	2,463.00	-23.00
125. TREND MIRCO INC-ADR WI COM	02/12/2009	04/09/2010	4,454.00	3,767.00	687.00
80. REED ELSEVIER N V ADR	03/19/2008	04/15/2010	1,989.00	2,982.00	-993.00
30. GOLDMAN SACHS GRP INC COM	03/27/2008	04/16/2010	4,816.00	5,174.00	-358.00
100. EDISON INTL COM	01/16/2009	04/19/2010	3,383.00	3,310.00	73.00
25. GOLDMAN SACHS GRP INC COM	03/27/2008	04/19/2010	4,076.00	4,312.00	-236.00
50. GOLDMAN SACHS GRP INC COM	09/24/2008	04/19/2010	8,066.00	7,346.00	720.00
200. BAE SYS PLC SPONSORED ADR	11/04/2008	04/20/2010	4,644.00	4,758.00	-114.00
200. EDISON INTL COM	01/16/2009	04/20/2010	6,807.00	6,621.00	186.00
50. JP MORGAN CHASE & CO COM	03/27/2008	04/20/2010	2,292.00	2,182.00	110.00
246. WAL-MART DE MEXICO S A DE C V SPONSORED ADR REPS	03/25/2008	04/30/2010	5,845.00	4,931.00	914.00
100. CAMECO CORP COM	01/29/2009	05/03/2010	2,472.00	1,735.00	737.00
100. DAVITA INC COM	03/27/2008	05/03/2010	6,300.00	4,769.00	1,531.00
100. BAXTER INTL INC COM W/RIGHTS ATTACHED EXP 3/23/	03/27/2008	05/04/2010	4,523.00	5,772.00	-1,249.00
200. BAXTER INTL INC COM W/RIGHTS ATTACHED EXP 3/23/	03/27/2008	05/05/2010	9,103.00	11,543.00	-2,440.00
100. CELGENE CORP COM	07/30/2008	05/05/2010	5,994.00	7,344.00	-1,350.00
690. MARKS & SPENCER GROUP P L C SPONSORED AD	12/23/2008	05/05/2010	7,301.00	4,411.00	2,890.00
200. BAXTER INTL INC COM W/RIGHTS ATTACHED EXP 3/23/	12/30/2008	05/06/2010	9,285.00	11,736.00	-2,451.00
60. BAXTER INTL INC COM W/RIGHTS ATTACHED EXP 3/23/	03/27/2008	05/07/2010	2,705.00	4,228.00	-1,523.00
6. HDFC BANK LTD-ADR COM	09/22/2008	05/13/2010	901.00	525.00	376.00
90. BP PLC SPONSORED ADR	03/19/2008	05/14/2010	4,175.00	5,568.00	-1,393.00
69. HDFC BANK LTD-ADR COM	09/22/2008	05/14/2010	9,984.00	6,039.00	3,945.00
70. BP PLC SPONSORED ADR	03/19/2008	05/19/2010	3,161.00	4,331.00	-1,170.00

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

Schedule D-1 (Form 1041) 2010

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

Employer identification number

THE 25TH CENTURY FOUNDATION

31-1738216

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 22246.941 EDGEWOOD GROWTH INSTL #2131	08/01/2008	05/20/2010	200,000.00	260,960.00	-60,960.00
75. DAVITA INC COM	03/27/2008	05/20/2010	4,650.00	3,577.00	1,073.00
7455.269 MORGAN STANLEY INS INTN RE I #8001	08/20/2008	05/20/2010	109,294.00	150,000.00	-40,706.00
27958.993 VANGUARD SHORT-TERM CORPORATE FD	03/12/2008	05/20/2010	300,000.00	298,882.00	1,118.00
150. COCA-COLA CO COM	07/23/2008	05/21/2010	7,664.00	7,825.00	-161.00
100. WAL MART STORES INC COM	05/20/2009	05/24/2010	5,113.00	5,011.00	102.00
100. BERKSHIRE HATHAWAY INC.	03/04/2009	05/27/2010	7,326.00	6,926.00	400.00
60. MITSUBISHI ESTATE LTD ADR	03/25/2008	05/27/2010	9,187.00	14,222.00	-5,035.00
400. JOHNSON & JOHNSON COM	05/19/2009	06/03/2010	23,902.00	22,354.00	1,548.00
140. TOTAL FINA ELF S A SPONSORED ADR	03/19/2008	06/16/2010	6,968.00	10,325.00	-3,357.00
50. TRANSOCEAN LTD.	05/20/2009	06/17/2010	2,436.00	3,709.00	-1,273.00
.9993 AIR LIQUIDE ADR FRANCE ADR	03/25/2008	07/06/2010	20.00	26.00	-6.00
75. BERKSHIRE HATHAWAY INC.	03/04/2009	07/06/2010	5,875.00	3,688.00	2,187.00
364. KOMATSU LTD SPONSORED ADR NEW	03/25/2008	07/13/2010	6,985.00	9,904.00	-2,919.00
52. NOVO-NORDIST A S ADR	03/25/2008	07/13/2010	4,381.00	3,559.00	822.00
552. ATLAS COPCO AB ADR	03/25/2008	07/20/2010	8,594.00	9,047.00	-453.00
218. CENOVUS ENERGY INC	03/25/2008	08/04/2010	6,124.00	7,837.00	-1,713.00
100. WALGREEN CO COM W/RTS ATTACHED EXP 08/21/2006	03/27/2008	08/06/2010	2,796.00	3,801.00	-1,005.00
683. TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORED ADR	03/25/2008	08/09/2010	6,783.00	7,452.00	-669.00
186. DBS GRP HLDGS SPONSORED ADR	06/05/2009	08/11/2010	7,829.00	9,330.00	-1,501.00
101. REXAM PLC - ADR	03/19/2008	08/11/2010	2,372.00	4,221.00	-1,849.00
100. UNILEVER N V NEW YORK SHS NEW	03/27/2008	08/11/2010	2,732.00	3,370.00	-638.00
200. UNILEVER N V NEW YORK SHS NEW	03/27/2008	08/12/2010	5,476.00	6,740.00	-1,264.00
100. UNILEVER N V NEW YORK SHS NEW	03/27/2008	08/13/2010	2,701.00	3,370.00	-669.00
400. SCHWAB CHARLES CORP NEW COM	05/19/2009	08/16/2010	5,680.00	7,144.00	-1,464.00

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

Schedule D-1 (Form 1041) 2010

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Employer identification number

THE 25TH CENTURY FOUNDATION

31-1738216

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 318. KUBOTA LTD COM	03/25/2008	08/17/2010	13,123.00	10,566.00	2,557.00
25. POTASH CORP SASK INC COM W/RTS ATTACHED	03/27/2008	08/17/2010	3,597.00	4,056.00	-459.00
25. POTASH CORP SASK INC COM W/RTS ATTACHED	03/27/2008	08/18/2010	3,684.00	4,056.00	-372.00
120. UNILEVER PLC SPONSORED ADR NEW	03/25/2008	08/24/2010	3,120.00	4,056.00	-936.00
246. VIVENDI ADR	06/15/2009	08/26/2010	5,420.00	6,432.00	-1,012.00
52. HUTCHISON WHAMPOA LTD ADR	03/19/2008	08/27/2010	1,959.00	2,363.00	-404.00
122. BUNGE LIMITED COM	03/25/2008	09/08/2010	6,813.00	11,861.00	-5,048.00
100. RWE AG SPONSORED ADR REPSTG ORD PAR DM 50	01/14/2009	09/15/2010	6,786.00	11,721.00	-4,935.00
23062.731 VANGUARD SHORT-TERM CORPORATE FD	03/12/2008	09/15/2010	250,000.00	246,541.00	3,459.00
465. CENTRAL JAPAN RAI-UNSPON ADR	02/20/2009	09/16/2010	3,558.00	2,856.00	702.00
65. POTASH CORP SASK INC COM W/RTS ATTACHED	03/27/2008	09/17/2010	9,608.00	10,546.00	-938.00
100. HUDSON CITY BANCORP INC COM	11/14/2008	09/21/2010	1,223.00	1,818.00	-595.00
393. LUMH MOET HENNESSY LOUIS VUITTON	08/03/2009	09/21/2010	10,787.00	6,955.00	3,832.00
200. HUDSON CITY BANCORP INC COM	11/24/2008	09/22/2010	2,425.00	3,387.00	-962.00
50. HANNOVER REINS CORP ADR	03/19/2008	09/23/2010	1,146.00	1,222.00	-76.00
98. HANNOVER REINS CORP ADR	03/19/2008	09/24/2010	2,287.00	2,395.00	-108.00
200. TIME WARNER INC	03/27/2008	09/24/2010	6,273.00	6,119.00	154.00
50. TELENOR ASA ADR	03/19/2008	09/27/2010	2,389.00	2,767.00	-378.00
200. PROCTER & GAMBLE CO COM	05/19/2009	09/28/2010	12,115.00	10,624.00	1,491.00
155. COMPANHIA PARANAENSE DE ENERGIA COPEL SPONSORED	05/11/2009	09/30/2010	3,438.00	2,093.00	1,345.00
100. VULCAN MATERIALS CO COM W/RIGHTS ATTACHED EXP 1	04/11/2008	10/01/2010	3,768.00	6,945.00	-3,177.00
107. TELENOR ASA ADR	03/19/2008	10/07/2010	-4,824.00	-5,921.00	1,097.00
107. TELENOR ASA ADR	03/19/2008	10/07/2010	4,824.00	5,921.00	-1,097.00
1002. NOKIA CORP SPONSORED ADR	03/13/2009	10/14/2010	10,954.00	14,745.00	-3,791.00
130. MACQUARIE BK LTD ADR	03/19/2008	10/20/2010	4,226.00	6,213.00	-1,987.00

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

Schedule D-1 (Form 1041) 2010

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Employer identification number

THE 25TH CENTURY FOUNDATION

31-1738216

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 217. TAKEDA PHARMACEUTIC-S P ADR	03/04/2009	10/21/2010	5,075.00	4,237.00	838.00
141. DBS GRP HLDGS SPONSORED ADR	03/19/2008	10/22/2010	6,213.00	7,133.00	-920.00
63. TAKEDA PHARMACEUTIC-SP ADR	03/04/2009	10/22/2010	1,479.00	1,223.00	256.00
100. VULCAN MATERIALS CO COM W/RIGHTS ATTACHED EXP 1	10/14/2008	10/22/2010	3,657.00	6,288.00	-2,631.00
50. HEWLETT-PACKARD CO COM	11/14/2008	10/25/2010	2,153.00	1,532.00	621.00
25. DAVITA INC COM	03/27/2008	10/26/2010	1,781.00	1,192.00	589.00
50. MEDTRONIC INC COM W/RTS ATTACHED EXP 10/26/20	03/27/2008	10/26/2010	1,797.00	2,409.00	-612.00
20. VULCAN MATERIALS CO COM W/RIGHTS ATTACHED EXP 1	10/14/2008	10/26/2010	735.00	1,103.00	-368.00
100. CARNIVAL CORP PAIRED CTF 1 COM	03/27/2008	10/27/2010	4,203.00	4,130.00	73.00
21081.577 VANGUARD SHORT-TERM CORPORATE FD	03/12/2008	11/03/2010	230,000.00	225,362.00	4,638.00
1845.7 CRM MIDCP VAL INST	03/12/2008	11/11/2010	50,000.00	49,723.00	277.00
100. AMERICAN WATER WORKS CO INC/NE	08/13/2009	11/12/2010	2,450.00	1,925.00	525.00
354. P T TELEKOMUNIKASI INDONESIA SPONSORED ADR SPO	03/25/2008	11/19/2010	13,134.00	15,141.00	-2,007.00
100. MEDTRONIC INC COM W/RTS ATTACHED EXP 10/26/20	03/27/2008	11/23/2010	3,402.00	4,818.00	-1,416.00
67. ALCON INC	03/25/2008	11/23/2010	10,736.00	9,669.00	1,067.00
150. SHIN-ETSU CHEMICAL CO ADR	01/19/2009	11/26/2010	7,463.00	7,310.00	153.00
400. SANOFI-AVENTIS SPONSORED ADR	03/19/2008	11/29/2010	12,306.00	14,444.00	-2,138.00
125. JACOBS ENGR GRP INC COM	12/31/2008	12/06/2010	5,214.00	5,836.00	-622.00
200. GENERAL MILLS INC COM W/RTS EXP 02/01/2006	11/19/2009	01/12/2011	7,313.00	5,418.00	1,895.00
100. IRON MTN INC PA COM	10/20/2008	01/18/2011	2,493.00	2,290.00	203.00
104. HUTCHISON WHAMPOA LTD ADR	03/19/2008	01/21/2011	6,173.00	4,726.00	1,447.00
680. TALISMAN ENERGY INC-COM	03/19/2008	01/21/2011	15,008.00	11,254.00	3,754.00
100. IRON MTN INC PA COM	10/20/2008	01/24/2011	2,474.00	2,290.00	184.00
100. IRON MTN INC PA COM	10/21/2008	01/25/2011	2,484.00	2,275.00	209.00
600. MERCK & CO INC NEW	11/20/2009	01/25/2011	20,065.00	16,540.00	3,525.00

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

Schedule D-1 (Form 1041) 2010

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

Employer identification number

THE 25TH CENTURY FOUNDATION

31-1738216

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 35. POTASH CORP SASK INC COM W/RTS ATTACHED	03/27/2008	01/25/2011	5,687.00	5,679.00	8.00
100. VISA INC-CLASS A SHRS	08/21/2009	01/25/2011	7,137.00	5,920.00	1,217.00
100. UNION PAC CORP COM	03/27/2008	01/26/2011	9,418.00	6,318.00	3,100.00
351. LUMH MOET HENNESSY LOUIS VUITTON	03/18/2009	01/28/2011	10,977.00	4,508.00	6,469.00
281. GAZPROM O A O SPONSORED ADR	09/19/2008	01/31/2011	7,420.00	13,140.00	-5,720.00
760. ALLIANZ AG-ADR COM	03/19/2008	02/01/2011	11,073.00	13,368.00	-2,295.00
1150. ASAHI KASEI CORP ADR	03/19/2008	02/01/2011	15,973.00	11,946.00	4,027.00
210. ASTRAZENECA PLC SPONSORED ADR	11/10/2009	02/01/2011	10,319.00	9,566.00	753.00
450. AXA SPONSORED ADR	03/19/2008	02/01/2011	9,711.00	14,715.00	-5,004.00
450. BAE SYS PLC SPONSORED ADR	11/05/2009	02/01/2011	9,634.00	9,750.00	-116.00
165. BASF AG COM	03/19/2008	02/01/2011	13,149.00	11,034.00	2,115.00
195. BNP PARIBAS ADR COM	03/19/2008	02/01/2011	7,560.00	9,397.00	-1,837.00
740. BANCO SANTANDER CENT HISPANO SA ADR	11/21/2008	02/01/2011	9,272.00	9,740.00	-468.00
100. BHP LIMITED SPONS ADR COM	03/19/2009	02/01/2011	9,083.00	4,497.00	4,586.00
560. CENTRAL JAPAN RAI-UNSPON ADR	02/20/2009	02/01/2011	4,721.00	3,440.00	1,281.00
410. COMPANHIA PARANAENSE DE ENERGIA COPEL SPONSORED	05/11/2009	02/01/2011	10,501.00	5,537.00	4,964.00
109. DBS GRP HLDGS SPONSORED ADR	03/19/2008	02/01/2011	5,143.00	5,514.00	-371.00
550. LUFTHANSA-UNSPONSORED ADR SPONSORED ADR	01/22/2010	02/01/2011	11,748.00	13,799.00	-2,051.00
160. ENI S P A ADR	03/19/2008	02/01/2011	7,926.00	10,874.00	-2,948.00
240. GLAXO SMITHKLINE SPONSORED PLC ADR	03/19/2008	02/01/2011	8,933.00	10,058.00	-1,125.00
392. HANNOVER REINS CORP ADR	03/19/2008	02/01/2011	11,282.00	9,580.00	1,702.00
124. HUTCHISON WHAMPOA LTD ADR	03/19/2008	02/01/2011	7,251.00	5,635.00	1,616.00
180. KDDI CORP-UNSPONSORED ADR	12/11/2009	02/01/2011	10,213.00	9,848.00	365.00
695. KONINKLIJKE AHOLD NV ADR	10/09/2009	02/01/2011	9,549.00	8,530.00	1,019.00
405. LAFARGE - ADR	04/09/2009	02/01/2011	6,257.00	5,556.00	701.00

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THE 25TH CENTURY FOUNDATION

31-1738216

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 500. MEDIASET S P A ADR	04/29/2008	02/01/2011	9,855.00	13,324.00	-3,469.00
225. MITSUBISHI CORP SPONSORED ADR	10/13/2009	02/01/2011	12,748.00	11,933.00	815.00
345. NATIONAL AUSTRALIA BK SPONSORED ADR	01/30/2009	02/01/2011	8,628.00	4,198.00	4,430.00
190. NETEASE COM INC SPONSORED ADR	12/01/2009	02/01/2011	7,719.00	7,427.00	292.00
185. NOVARTIS AG SPONSORED ADR	04/30/2009	02/01/2011	10,458.00	7,023.00	3,435.00
590. PRUDENTIAL PLC ADR	03/19/2008	02/01/2011	12,975.00	15,010.00	-2,035.00
310. REED ELSEVIER N V ADR	01/27/2009	02/01/2011	8,193.00	10,414.00	-2,221.00
324. REXAM PLC - ADR	12/11/2009	02/01/2011	9,098.00	10,507.00	-1,409.00
85. ROCHE HLDG LTD SPONSORED ADR	06/11/2009	02/01/2011	3,255.00	2,883.00	372.00
135. ROLLS-ROYCE PLC SPONSORED ADR	08/11/2008	02/01/2011	6,956.00	5,336.00	1,620.00
760. SECOM LTD ADR	11/05/2009	02/01/2011	9,013.00	9,385.00	-372.00
345. STATOIL ASA SPONSORED ADR	04/29/2008	02/01/2011	8,980.00	10,758.00	-1,778.00
369. TNT N V ADR	03/19/2008	02/01/2011	10,195.00	12,848.00	-2,653.00
240. TELEFONICA S A SPONSORED ADR	07/03/2008	02/01/2011	6,119.00	6,636.00	-517.00
83. TELENOR ASA ADR	03/19/2008	02/01/2011	3,900.00	4,593.00	-693.00
170. USINAS SIDERURGICAS DE MINAS GER ADR	08/18/2009	02/01/2011	2,088.00	2,146.00	-58.00
440. ZURICH FINL SVCS SPONSORED ADR	03/19/2008	02/01/2011	12,179.00	13,504.00	-1,325.00
71. NOVO-NORDIST A S ADR	07/17/2008	02/03/2011	7,893.00	4,662.00	3,231.00
100. CELGENE CORP COM	09/04/2008	02/09/2011	5,064.00	6,874.00	-1,810.00
100. CELGENE CORP COM	01/08/2009	02/10/2011	5,139.00	5,430.00	-291.00
200. PAYCHEX INC COM	12/07/2009	02/10/2011	6,640.00	6,504.00	136.00
50. CELGENE CORP COM	08/03/2009	02/11/2011	2,593.00	2,696.00	-103.00
100. PAYCHEX INC COM	12/07/2009	02/11/2011	3,331.00	3,252.00	79.00
100. BRISTOL-MYERS SQUIBB CO COM	02/05/2010	02/14/2011	2,550.00	2,379.00	171.00
200. BRISTOL-MYERS SQUIBB CO COM	02/08/2010	02/15/2011	5,102.00	4,788.00	314.00

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

Schedule D-1 (Form 1041) 2010

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Employer identification number

THE 25TH CENTURY FOUNDATION

31-1738216

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 23062.731 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	01/24/2008	02/24/2011	250,000.00	252,076.00	-2,076.00
100. AMERICAN WATER WORKS CO INC/NE	08/13/2009	03/07/2011	2,772.00	1,925.00	847.00
100. AMERICAN WATER WORKS CO INC/NE	08/13/2009	03/08/2011	2,786.00	1,925.00	861.00
295. ALLIANZ AG-ADR COM	06/24/2008	03/09/2011	4,252.00	5,344.00	-1,092.00
100. AMERICAN WATER WORKS CO INC/NE	08/13/2009	03/09/2011	2,786.00	1,925.00	861.00
57. WPP GRP PLC AMER DEPOSITARY SH - ADR	03/25/2008	03/10/2011	3,605.00	3,516.00	89.00
100. AMERICAN WATER WORKS CO INC/NE	08/13/2009	03/11/2011	2,741.00	1,925.00	816.00
100. AMERICAN WATER WORKS CO INC/NE	08/13/2009	03/14/2011	2,745.00	1,925.00	820.00
200. AMERICAN WATER WORKS CO INC/NE	08/13/2009	03/16/2011	5,453.00	3,850.00	1,603.00
100. MEDTRONIC INC COM W/RTS ATTACHED EXP 10/26/20	03/27/2008	03/16/2011	3,670.00	4,818.00	-1,148.00
150. MEDTRONIC INC COM W/RTS ATTACHED EXP 10/26/20	03/13/2009	03/17/2011	5,560.00	5,232.00	328.00
100. AMERICAN WATER WORKS CO INC/NE	08/13/2009	03/21/2011	2,741.00	1,925.00	816.00
100. AMERICAN WATER WORKS CO INC/NE	08/13/2009	03/22/2011	2,761.00	1,925.00	836.00
200. AMERICAN WATER WORKS CO INC/NE	08/14/2009	03/24/2011	5,536.00	3,844.00	1,692.00
50. CERNER CORP COM	03/27/2008	03/24/2011	5,411.00	1,953.00	3,458.00
230. TESCO PLC SPONSORED ADR	03/25/2008	03/28/2011	4,266.00	5,483.00	-1,217.00
200. AMERICAN WATER WORKS CO INC/NE	08/24/2009	03/30/2011	5,575.00	3,913.00	1,662.00
100. PEPSICO INC COM	03/27/2008	03/30/2011	6,500.00	7,141.00	-641.00
217. WAL-MART DE MEXICO S A DE C V SPONSORED ADR REPS	03/25/2008	03/30/2011	6,360.00	4,350.00	2,010.00
50. NUCOR CORP COM W/RIGHTS ATTACHED EXP 3/8/2	10/14/2008	03/31/2011	2,308.00	1,702.00	606.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b -96,451.00

* INDICATES WASH SALE

Schedule D-1 (Form 1041) 2010

FEDERAL CAPITAL GAIN DIVIDENDS
=====SHORT-TERM CAPITAL GAIN DIVIDENDS

PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	41,189.00
VANGUARD SHORT-TERM CORPORATE FD	570.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS	41,758.00
	=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

KALMAR POOLED INVT TR SMALL CAP GROWTH WITH V	7,087.00
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	18,833.00
ROWE T PRICE MID CAP GROWTH FD INC	22,008.00
ROYCE PREMIER FUND W CLASS #566	3,836.00
VANGUARD SHORT-TERM CORPORATE FD	1,653.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	53,418.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	53,418.00
	=====

Form **8868**

(Rev. January 2011)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete **only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization THE 25TH CENTURY FOUNDATION	Employer identification number 31-1738216
	Number, street, and room or suite no. If a P.O. box, see instructions 1525 W.W.T. HARRIS BLVD. D1114-044	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CHARLOTTE, NC 28288	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Wells Fargo Bank NA

Telephone No. ► (215) 973-3143FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 11/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year 20 or
- ☒ tax year beginning 04/01, 2010, and ending 03/31, 2011.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	<u>4,315.</u>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	<u>3,665.</u>
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	<u>650.</u>

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.**For Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 1-2011)