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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 05/01, 2010, and ending 04/30, 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 WING-BENJAMIN TRUST FUND U/W 10 -101230016800 A Employer identification number 01-6007288

Number and street (or P.O. box number if mail is not delivered to street address) KEYBANK 4900 TIEDEMAN RD. OH-01-49-0150 Room/suite B Telephone number (see page 10 of the instructions) (207) 623-5527

City or town, state, and ZIP code BROOKLYN, OH 44144-2302 C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 984,338. J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis.) E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	33	33		STMT 1
4 Dividends and interest from securities	26,321	26,321		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	27,001			
b Gross sales price for all assets on line 6a	41,238			
7 Capital gain net income (from Part IV, line 2)		27,001		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
11 Gross profit or (loss) (attach schedule)				
12 Total. Add lines 1 through 11	54,995	53,355		STMT 3
13 Compensation of officers, directors, trustees, etc.	11,059	8,294		2,765
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans; employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	750	NONE	NONE	750
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	1,270			
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)	66			66
24 Total operating and administrative expenses. Add lines 13 through 23	13,145	8,294	NONE	3,581
25 Contributions, gifts, grants paid	41,250			41,250
26 Total expenses and disbursements. Add lines 24 and 25	54,395	8,294	NONE	44,831
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	600			
b Net investment income (if negative, enter -0-)		45,061		
c Adjusted net income (if negative, enter -0-)				

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1 Contributions, gifts, grants, etc., received (attach schedule)				
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18 Taxes (attach schedule) (see page 14 of the instructions)	1,270			
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20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
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24 Total operating and administrative expenses. Add lines 13 through 23	13,145	8,294	NONE	3,581
25 Contributions, gifts, grants paid	41,250			41,250
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For Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

Form **990-PF** (2010)

ENVELOPE
POSTMARK DATE
DEC 13 2011

SCANNED DEC 21 2011

Revenue
Operating and Administrative Expenses
E1-18

26
13

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			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule) . .			
	b	Investments - corporate stock (attach schedule) . STMT 7 .	855,656.	856,258.	984,338.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	855,656.	856,258.	984,338.	
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	855,656.	856,258.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
	30	Total net assets or fund balances (see page 17 of the instructions)	855,656.	856,258.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	855,656.	856,258.	

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	855,656.
2	Enter amount from Part I, line 27a	2	600.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	2.
4	Add lines 1, 2, and 3	4	856,258.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	856,258.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	27,001.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
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.					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	43,626.	851,633.	0.05122629114
2008	59,971.	836,905.	0.07165807350
2007	34,103.	1,023,055.	0.03333447371
2006	31,950.	972,197.	0.03286370972
2005	86,554.	948,448.	0.09125856135
2 Total of line 1, column (d)			2 0.28034110942
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 0.05606822188
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 912,612.
5 Multiply line 4 by line 3			5 51,169.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 451.
7 Add lines 5 and 6			7 51,620.
8 Enter qualifying distributions from Part XII, line 4			8 44,831.

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	901.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	901.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	901.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 480.		
b Exempt foreign organizations-tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c 470.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	950.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	5.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	44.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ 44. Refunded ☐		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		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?		X
If "Yes," attach a detailed description of the activities.		
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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
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 9		
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 G7? 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

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)

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

Website address ▶ N/A

14 The books are in care of ▶ KEYBANK, NA Telephone no. ▶ (216) 813-
Located at ▶ 4900 TIEDEMAN, OH-01-49-0150, BROOKLYN, OH ZIP + 4 ▶ 44144

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

16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶

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

- 1a** During the year did the foundation (either directly or indirectly):
- (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ 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)? ☐
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? ☐
- 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 ► 2939
- 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.) ☐
- c** If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.
► _____
- 3a** Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No
- b** If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (*Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.*) ☐
- 4a** Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐
- 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? ☐

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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)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** ☒
If "Yes" to 6b, file Form 8870.**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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 10		11,059.	-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	926,767.
b	Average of monthly cash balances	1b	-257.
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	926,510.
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	926,510.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	13,898.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	912,612.
6	Minimum investment return. Enter 5% of line 5	6	45,631.

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	45,631.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	901.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	901.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	44,730.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	44,730.
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	44,730.

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	44,831.
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	44,831.
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	44,831.

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				44,730.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			NONE	
b Total for prior years: 20 08, 20		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	400.			
e From 2009	1,522.			
f Total of lines 3a through e	1,922.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 44,831.				
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				44,730.
e Remaining amount distributed out of corpus	101.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,023.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,023.			
10 Analysis of line 9:				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	400.			
d Excess from 2009	1,522.			
e Excess from 2010	101.			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 12				
Total			▶ 3a	41,250.
b Approved for future payment				
Total			▶ 3b	

Form **990-PF** (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)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					18,172.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					8,030.	
15,036.00		2347.749 KT FIXED INCOME FUND PROPERTY TYPE: SECURITIES 14,237.00					06/11/1999 799.00	01/03/2011
TOTAL GAIN(LOSS)							----- 27,001. =====	

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----		NET INVESTMENT INCOME -----	
KT SHORT TERM INVEST FUND		33.		33.
		-----		-----
TOTAL		33.		33.
		=====		=====

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
KT DIVERSIFIED EQUITY FUND	2,747.	2,747.
KT FIXED INCOME FUND	4,660.	4,660.
KT SMALL CAP FUND	571.	571.
KT VALUE EQUITY FUND	1,104.	1,104.
CHAR INT'L EQUITY FUND	1,686.	1,686.
CHAR MID CAP FUND	1,055.	1,055.
CHAR INTERMEDIATED FIXED INCOME FUND	7,122.	7,122.
MUTUAL FUNDS	7,376.	7,376.
	-----	-----
TOTAL	26,321.	26,321.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
IRS REFUND	1,640.

TOTALS	1,640.
	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	750.			750.
TOTALS	750.	NONE	NONE	750.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
-----	-----
FINAL TAX PAID PRIOR YEAR	790.
EST TAX PAID CURRENT YEAR	480.

TOTALS	1,270.
	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
-----	-----	-----
OTHER ALLOCABLE EXPENSE-PRINCI	33.	33.
OTHER ALLOCABLE EXPENSE-INCOME	33.	33.
TOTALS	-----	-----
	66.	66.
	=====	=====

CHARITABLE TRUSTS HOLDINGS REPORT

IK-RG-OFF-ACCOUNT				ACCOUNT NAME		PFDN		TAX ANALYST/NAME		216-813-4570		BUS DATE 2011-05-13	
.0-10-123-0016800				WING-BENJAMIN TR FUND		AS OF 04-30-2011		579 J L LOWTHER				PAGE 32	
ISCAL YEAR CODE 0431												SAR ID TAC000PCRR41	
CUSIP	ASSET NAME			PRINCIPAL MV	INCOME MV	TAX COST	UNITS						
147993D89	KT DIVERSIFIED EQUITY FUND			158,084.53	0.00	147,227.83	805.262						
1941989B5	KT SMALL CAP FUND			40,565.44	0.00	37,396.19	386.043						
194198917	KT FIXED INCOME FUND			111,275.52	0.00	104,977.60	17,278.002						
464287234	ISHARES MSCI EMERGING MKTS INDEX CLOSED-END FUND			55,050.00	0.00	35,174.23	1,101.000						
7495200A1	KT SHORT TERM DEPOSIT FUND			3,141.05	463.06	3,604.11	3,604.110						
7495209S3	KT VALUE EQUITY FUND			62,899.03	0.00	62,909.11	150.378						
880208400	TEMPLETON GLOBAL BOND FUND OPEN-END FUND ADV CL			123,043.27	0.00	100,275.88	8,770.012						
998154223	CHARITABLE INTL EQUITY FUND			135,563.71	0.00	104,530.52	6,201.422						
998154231	CHARITABLE MID CAP FUND			101,780.03	0.00	87,921.87	521.947						
998155139	CHARITABLE INTERMEDIATE TERM FIXED INCOME FUND			192,935.39	0.00	172,240.63	9,360.570						
*** TOTAL ***				984,337.97	463.06	856,257.97	48,178.746						

Statement 7

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

=====

DESCRIPTION

AMOUNT

ROUNDING

2.

TOTAL

2.

=====

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

ME

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

=====

OFFICER NAME:

KEYBANK

ADDRESS:

286 WATER ST., 3RD FLR

AUGUSTA, ME 04330

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 11,059.

TOTAL COMPENSATION:

11,059.

=====

FORM 990PF, PART XV - LINES 2a - 2d

=====

RECIPIENT NAME:

CHRIS COOK

ADDRESS:

KEYBANK, 286 WATER ST., 3RD FLR

AUGUSTA, ME 04330

FORM, INFORMATION AND MATERIALS:

LETTER STATING QUALIFICATIONS AND NEED

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

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

=====

RECIPIENT NAME:

SEE ATTACHED

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ASSIST WORTHY CHARITIES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 41,250.

TOTAL GRANTS PAID:

41,250.

=====

TAX
CODE/DATE TRANSACTIONS

TAXABLE

INCOME

PRINCIPAL

EDIT
NUMBER

25 TRUSTEE/EXECUTOR FEES-INCOME (ALLOCABLE) (CONTINUED)

04/15/11	IRREVOCABLE TRUSTEE FEE FOR THE PERIOD 03-16-11 TO 04-15-11 \$973,986 TR TRAN#-111050000100 TR CD=202 REG=0 PORT=INC	-486 99	-486.99		1104000032
TOTAL CODE 25 - TRUSTEE/EXECUTOR FEES-INCOME (ALLOCABLE)		-5529.62	-5529 62	0 00	

102 CHARITABLE DEDUCTION - CURRENT INCOME

05/17/10	THE WILHELM REICH INFANT TRUST CHARITABLE DONATION 2010 GRANT FOR 8 SUMMER INSTRUCTORS TR TRAN#-101370000200 TR CD=339 REG=0 PORT=INC	-500.00	-500.00		1005000020
05/17/10	UNITED WAY OF KENNEBEC VALLEY CHARITABLE DONATION 2010 GRANT FOR DAY OF CARING TR TRAN#-101370000100 TR CD=339 REG=0 PORT=INC	-1000 00	-1000 00		1005000019
07/23/10	FERRY BEACH ECOLOGY SCHOOL CHARITABLE DONATION 2010 GRANT FOR PROGRAM SCHOLARSHIPS TR TRAN#-102040000200 TR CD=339 REG=0 PORT=INC	-500.00	-500.00		1007000025
07/23/10	COASTAL TRANS CHARITABLE DONATION 2010 GRANT FOR 600 MILES TRANSPORTATION EXPENSES TR TRAN#-102040000100 TR CD=339 REG=0 PORT=INC	-500 00	-500 00		1007000024
07/23/10	SUSAN L CURTIS FOUNDATION CHARITABLE DONATION 2010 GRANT FOR 3 CAMP SCHOLARSHIPS TR TRAN#-102040000400 TR CD=339 REG=0 PORT=INC	-3000 00	-3000.00		1007000027
07/23/10	MAINE AUDUBON CHARITABLE DONATION 2010 GRANT FOR OPERATION OF BORESTONE MOUNTAIN AUDUBON SANCTUARY TR TRAN#-102040000300 TR CD=339 REG=0 PORT=INC	-1000 00	-1000.00		1007000026
08/19/10	CMMC COLLEGE OF NURSING & HEALTH SCHOLARSHIP AWARD 2010/2011 SCHOOL YEAR ALYSSA DUFOUR TR TRAN#-102310000200 TR CD=339 REG=0 PORT=INC	-1000.00	-1000 00		1008000020
08/19/10	UNIVERSITY OF NEW HAMPSHIRE SCHOLARSHIP AWARD 2010/2011 SCHOOL YEAR EMILY TONDREAU TR TRAN#-102310000300 TR CD=339 REG=0 PORT=INC	-1000.00	-1000 00		1008000021
08/19/10	UNIVERSITY OF MAINE AT FORT KENT SCHOLARSHIP AWARD 2010/2011 SCHOOL YEAR CAMERON DUFOUR TR TRAN#-102310000100 TR CD=339 REG=0 PORT=INC	-1000 00	-1000.00		1008000019
08/19/10	UNIVERSITY OF MAINE SCHOLARSHIP AWARD 2010/2011 SCHOOL YEAR JESSICA WOODS TR TRAN#-102310000500 TR CD=339 REG=0 PORT=INC	-1000 00	-1000 00		1008000023
08/19/10	SAINT JOSEPH'S COLLEGE SCHOLARSHIP AWARD 2010/2011 SCHOOL YEAR JESSICE LADNER TR TRAN#-102310000400 TR CD=339 REG=0 PORT=INC	-1000 00	-1000 00		1008000022
10/22/10	UNIVERSITY OF MAINE SCHOLARSHIP AWARD 2010/2011 SCHOOL YEAR KRISTI WOODS TR TRAN#-102950000100 TR CD=339 REG=0 PORT=INC	-1000 00	-1000 00		1010000020
11/22/10	JACKMAN-M R HISTORICAL MUSEUM GRANT AUTHORIZED 2010 GRANT FOR GENERAL PURPOSES TR TRAN#-103260000100 TR CD=339 REG=0 PORT=INC	-500 00	-500 00		1011000022
11/22/10	ANDROSCOGGIN H.C & HOSPICE FNDN GRANT AUTHORIZED 2010 GRANT FOR UNDER-INSURED PATIENTS TR TRAN#-103260000300 TR CD=339 REG=0 PORT=INC	-1000 00	-1000 00		1011000024

Statement 12

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
11/22/10 KVCAP GRANT AUTHORIZED 2010 GRANT FOR PART-TIME YOUTH WORKER TR TRAN#=103260000400 TR CD=339 REG=0 PORT=INC	-1000 00	-1000 00		1011000025
11/22/10 OPPORTUNITY FARM GRANT AUTHORIZED 2010 GRANT FOR THE FARM'S ACADEMIC PROGRAMS TR TRAN#=103260000200 TR CD=339 REG=0 PORT=INC	-2500 00	-2500.00		1011000023
11/22/10 MAINE MEDICAL CENTER GRANT AUTHORIZED 2010 GRANT FOR ANNUAL GIVING CAMPAIGN TR TRAN#=103260000600 TR CD=339 REG=0 PORT=INC	-1500 00	-1500.00		1011000027
11/22/10 COMMUNITY HEALTH & COUNSELING GRANT AUTHORIZED 2010 GRANT FOR KIDS 'N' ARTS TR TRAN#=103260000500 TR CD=339 REG=0 PORT=INC	-1000.00	-1000.00		1011000026
12/31/10 NASSON COMMUNITY CENTER GRANT AUTHORIZED IN SUPPORT OF THEATRE OPERATIONS TR TRAN#=103650000100 TR CD=339 REG=0 PORT=INC	-250.00	-250.00		1012000022
12/31/10 YORK COUNTY COMM COLLEGE FNDTN GRANT AUTHORIZED CONTRIBUTION TO SCHOLARSHIP FUND TR TRAN#=103650000500 TR CD=339 REG=0 PORT=INC	-250.00	-250.00		1012000026
12/31/10 KNEISEL HALL CHAMBER MUSIC FSTVL GRANT AUTHORIZED IN SUPPORT OF EDUCATIONAL CHILDREN PROGR AMS TR TRAN#=103650000200 TR CD=339 REG=0 PORT=INC	-1000 00	-1000 00		1012000023
12/31/10 FRYEBURG ACADEMY GRANT AUTHORIZED IN SUPPORT OF ALTERNATIVE HIGH SCHOOL DIPLOMA PROGRAM TR TRAN#=103650000300 TR CD=339 REG=0 PORT=INC	-500.00	-500.00		1012000024
12/31/10 CHILDREN'S CENTER GRANT AUTHORIZED FOR PURCHASE OF FURNITURE TR TRAN#=103650000400 TR CD=339 REG=0 PORT=INC	-1000 00	-1000.00		1012000025
12/31/10 MAINE CANCER FOUNDATION GRANT AUTHORIZED IN SUPPORT OF MARY'S WALK FUNDRAISER TR TRAN#=103650000600 TR CD=339 REG=0 PORT=INC	-1000.00	-1000.00		1012000027
12/31/10 FAIR HAVEN CAMPS GRANT AUTHORIZED FOR PURCHASE OF SPRINKLER SYSTEM TR TRAN#=103650000800 TR CD=339 REG=0 PORT=INC	-1500 00	-1500 00		1012000029
12/31/10 PINE TREE HOSPICE GRANT AUTHORIZED IN SUPPORT OF GENERAL OPERATIONS TR TRAN#=103650000700 TR CD=339 REG=0 PORT=INC	-1000 00	-1000 00		1012000028
02/02/11 THE COMMUNITY SCHOOL CHARITABLE DONATION IN SUPPORT OF GENERAL OPERATIONS TR TRAN#=110330000100 TR CD=339 REG=0 PORT=INC	-1000.00	-1000.00		1102000017
02/02/11 THE SUMMER CAMP CHARITABLE DONATION IN SUPPORT OF CAMPER SCHOLARSHIPS TR TRAN#=110330000200 TR CD=339 REG=0 PORT=INC	-1000 00	-1000 00		1102000018
04/07/11 AROOSTOOK MENTAL HEALTH SERVICES CHARITABLE DONATION 2010 GRANT FOR TEEN LEADERSHIP CAMP TR TRAN#=110970000100 TR CD=339 REG=0 PORT=INC	-500 00	-500 00		1104000019
04/07/11 SPECTRUM GENERATIONS CHARITABLE DONATION 2011 GRANT FOR SUPPORT OF MASONRY REPAIR TR TRAN#=110970000300 TR CD=339 REG=0 PORT=INC	-1000.00	-1000 00		1104000021
04/07/11 THE BEACON PROJECT CHARITABLE DONATION 2011 GRANT IN SUPPORT OF OPERATIONS AT BOARDMAN COTTAGE TR TRAN#=110970000400 TR CD=339 REG=0 PORT=INC	-1000 00	-1000.00		1104000022

Statement 12