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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, Amended return, Initial return of a former public charity, Address change, Final return, Name change

Name of foundation: THE SAPP FAMILY FOUNDATION
 Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 73, BOWLING GREEN STATION
 Room/suite: [blank]
 City or town, state, and ZIP code: NEW YORK, NY 10274-0073
 A Employer identification number: 13-3632757
 B Telephone number (see page 10 of the instructions): (518) 640-5000
 C If exemption application is pending, check here: []
 D 1 Foreign organizations, check here: []
 2 Foreign organizations meeting the 85% test, check here and attach computation: []
 E If private foundation status was terminated under section 507(b)(1)(A), check here: []
 F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here: []
 H Check type of organization: Section 501(c)(3) exempt private foundation, Section 4947(a)(1) nonexempt charitable trust, Other taxable private foundation
 I Fair market value of all assets at end of year (from Part II, col (c), line 16): \$ 9,428,022.
 J Accounting method: Cash, Accrual, Other (specify) []
 (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	0.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	1.	1.	0.	ATCH 1
4 Dividends and interest from securities	235,563.	235,563.	0.	ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	398,529.			
b Gross sales price for all assets on line 6a	2,236,780.			
7 Capital gain net income (from Part IV, line 2)		398,529.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	10,531.	10,531.	0.	ATCH 3
12 Total. Add lines 1 through 11	644,624.	644,624.	0.	
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	11,840.	0.	0.	
c Other professional fees (attach schedule)				
17 Interest	71.	71.	0.	0.
18 Taxes (attach schedule) (see page 14 of the instructions)	7,011.	2,011.	0.	0.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	54,083.	52,711.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	73,005.	54,793.	0.	0.
25 Contributions, gifts, grants paid	505,000.			505,000.
26 Total expenses and disbursements. Add lines 24 and 25	578,005.	54,793.	0.	505,000.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	66,619.			
b Net investment income (if negative, enter -0-)		589,831.		
c Adjusted net income (if negative, enter -0-)			0.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,147,932.	1,306,833.	1,306,833.
	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) ATCH 8	3,365,899.	3,537,275.	4,092,111.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) ATCH 9	5,174,035.	4,910,377.	4,029,078.	
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)	9,687,866.	9,754,485.	9,428,022.	
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)			0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	9,687,866.	9,754,485.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances (see page 17 of the instructions)	9,687,866.	9,754,485.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,687,866.	9,754,485.		

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	9,687,866.
2 Enter amount from Part I, line 27a	2	66,619.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	9,754,485.
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	9,754,485.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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		
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	398,529.
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	310,000.	8,964,376.	0.034581
2008	565,000.	10,381,024.	0.054426
2007	640,042.	12,211,833.	0.052412
2006	656,000.	12,063,742.	0.054378
2005	1,069,585.	10,763,313.	0.099373
2	Total of line 1, column (d)		2 0.295170
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 0.059034
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4 8,357,096.
5	Multiply line 4 by line 3		5 493,353.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 5,898.
7	Add lines 5 and 6		7 499,251.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18.		8 505,000.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	5,898.
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	5,898.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-	5	5,898.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	9,974.
b	Exempt foreign organizations-tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	9,974.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,076.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax Refunded	11	4,076.

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?	N/A	
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) NEW YORK		
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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ AYCO COMPANY - NATL TAX GROUP Telephone no ▶ (518) 640-5000 Located at ▶ 25 BRITISH AMERICAN BLVD. LATHAM, NY ZIP + 4 ▶ 12110			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> 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 ▶	16	Yes	No X

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, 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 **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No **N/A**

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** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 10		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A		0.	0.	0.

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	NONE	0.

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 THE FOUNDATION IS NOT INVOLVED IN ANY CHARITABLE ACTIVITIES. THE PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER IRC SEC. 501(C)3.	0.
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 N/A	0.
2 -----	
All other program-related investments See page 24 of the instructions	
3 N/A	0.
Total. Add lines 1 through 3 ▶	
0.	

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	3,510,329.
b	Average of monthly cash balances	1b	944,954.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	4,029,078.
d	Total (add lines 1a, b, and c)	1d	8,484,361.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,484,361.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	127,265.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,357,096.
6	Minimum investment return. Enter 5% of line 5	6	417,855.

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	417,855.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,898.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,898.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	411,957.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	411,957.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	411,957.

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	505,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	505,000.
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	5,898.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	499,102.

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				411,957.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years 20 08, 20 07, 20 06		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	435,097.			
b From 2006	64,909.			
c From 2007	33,997.			
d From 2008	53,535.			
e From 2009	0.			
f Total of lines 3a through e	587,538.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 505,000.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				411,957.
e Remaining amount distributed out of corpus	93,043.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	680,581.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	435,097.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	245,484.			
10 Analysis of line 9				
a Excess from 2006	64,909.			
b Excess from 2007	33,997.			
c Excess from 2008	53,535.			
d Excess from 2009	0.			
e Excess from 2010	93,043.			

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

RICHARD A. SAPP

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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
<p><i>a Paid during the year</i></p> <p>ATTACHMENT 11</p>				
Total				3a 505,000.
b Approved for future payment				
Total				3b

**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					9,161.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					89,727.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					14,392.	
364,541.		GOLDMAN SACHS #9171 - SEE ATTACHED PROPERTY TYPE: SECURITIES 343,988.				P	VARIOUS 20,553.	VARIOUS
272,810.		GOLDMAN SACHS #9171 - SEE ATTACHED PROPERTY TYPE: SECURITIES 248,157.				P	VARIOUS 24,653.	VARIOUS
581,680.		GOLDMAN SACHS #9206 - SEE ATTACHED PROPERTY TYPE: SECURITIES 517,920.				P	VARIOUS 63,760.	VARIOUS
248,989.		GOLDMAN SACHS #9206 - SEE ATTACHED PROPERTY TYPE: SECURITIES 210,699.				P	VARIOUS 38,290.	VARIOUS
655,465.		GOLDMAN SACHS WEST ST PTRS, LTD. PROPERTY TYPE: OTHER 517,487.				P	VARIOUS 137,978.	VARIOUS
15.		CASH IN- LIEU PROPERTY TYPE: SECURITIES 0.				P	VAR 15.	VAR
TOTAL GAIN (LOSS)							<u>398,529.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
CHASE	1.	1.	0.
TOTAL	<u>1.</u>	<u>1.</u>	<u>0.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
GOLDMAN SACHS #87385 - DIVIDENDS	34,869.	34,869.	0.
GOLDMAN SACHS #87380 - DIVIDENDS	372.	372.	0.
GOLDMAN SACHS #87380 - INTEREST	1,626.	1,626.	0.
GOLDMAN SACHS #89206 - DIVIDENDS	16,552.	16,552.	0.
GOLDMAN SACHS #89206 - INTEREST	41.	41.	0.
GS ALPHA PLUS K-1	26,474.	26,474.	0.
GOLDMAN SACHS #89171 - DIVIDENDS	15,490.	15,490.	0.
GOLDMAN SACHS #89171 - INTEREST	34.	34.	0.
GS CAPITAL PTRS VI PARALLEL	18,092.	18,092.	0.
GS MEZZ PTRS V - INVESTMENT INCOME	64,214.	64,214.	0.
GS MESS PTRS III - INVESTMENT INCOME	19,154.	19,154.	0.
THL EQUITY FUND VI - INVESTMENT INCOME	38,645.	38,645.	0.
TOTAL	<u>235,563.</u>	<u>235,563.</u>	<u>0.</u>

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME - K-1S	10,434.	10,434.	0.
GOLDMAN SACHS #89206 - MISC. INCOME	82.	82.	0.
SECTION 1256 GAIN - K-1S	15.	15.	0.
TOTALS	<u>10,531.</u>	<u>10,531.</u>	<u>0.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
AYCO COMPANY - TAX PREP FEES	11,840.	0.	0.	0.
TOTALS	<u>11,840.</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT INTEREST EXPENSE	71.	71.	0.	0.
TOTALS	<u>71.</u>	<u>71.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL TAX PAYMENTS	5,000.	0.	0.	0.
FOREIGN TAXES PAID	2,011.	2,011.	0.	0.
TOTALS	<u>7,011.</u>	<u>2,011.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MANAGEMENT FEES	33,011.	33,011.	0.	0.
BANK CHARGES	272.	0.	0.	0.
NYS FILING FEES	250.	0.	0.	0.
OTHER PORTFOLIO DEDUCTIONS K-1	19,700.	19,700.	0.	0.
PRINTING/PUBLICATION	125.	0.	0.	0.
T/E NONDEDUCTIBLE EXPENSES	725.	0.	0.	0.
TOTALS	<u>54,083.</u>	<u>52,711.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS #87385	1,660,974.	1,850,805.
GOLDMAN SACHS #87380	19,970.	21,303.
GOLDMAN SACHS #89171	901,637.	1,026,516.
GOLDMAN SACHS #89206	954,694.	1,193,487.
TOTALS	<u>3,537,275.</u>	<u>4,092,111.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GS GMS ALPHA PLUS	940,885.	1,165,082.
GS MEZZANINE PARTNERS V	393,204.	285,479.
GS MEZZANINE PARTNERS III	311,967.	306,895.
WHITEHALL REAL ESTATE CORP	999,996.	20,820.
GS WEST STREET PARTNERS	767,696.	978,911.
THL EQUITY FUND VI	746,551.	631,927.
GS CAPITAL PARTNERS VI	705,506.	595,392.
GS CAPITAL PARTNERS VI AIV	44,572.	44,572.
TOTALS	<u>4,910,377.</u>	<u>4,029,078.</u>

THE SAPP FAMILY FOUNDATION

13-3632757

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

ATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
RICHARD A. SAPP P.O. BOX 73, BOWLING GREEN STATION NEW YORK, NY 10274-0073	TRUSTEE - AS NEEDED	0.	0.	0.
SHARI M. SAPP P.O. BOX 73, BOWLING GREEN STATION NEW YORK, NY 10274-0073	TRUSTEE - AS NEEDED	0.	0.	0.
GRAND TOTALS		0.	0.	0.

THE SAPP FAMILY FOUNDATION

13-3632757

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

ATTACHMENT 11

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

SEE ATTACHED LIST

NONE

501 (C) (3)

GENERAL CHARITABLE PURPOSES

505,000

TOTAL CONTRIBUTIONS PAID

505,000

ATTACHMENT 11

**THE SAPP FAMILY FOUNDATION
CHARITABLE CONTRIBUTION LIST
FYE: 4/30/11**

<u>Date</u>	<u>PAYEE</u>	<u>Amount</u>
06/18/10	Pacific Ridge School, San Diego, CA	250,000.00
11/01/10	The Bridge Inc, New York, NY	5,000.00
12/30/10	Pacific Ridge School, San Diego, CA	250,000.00

Total Charitable Contributions Paid \$ 505,000.00

**All contributions were made to the general purpose
fund of public charitable organizations that were classified
under section 501(c)(3) of the Internal Revenue Code.**

THE SAPP FAMILY FOUNDATION

13-3632757

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
OTHER PORTFOLIO INCOME - K-1S			01	10,434.	
GOLDMAN SACHS #89206 - MISCELLANEOUS INCOME			01	82.	
SECTION 1256 LOSS - K-1S			01	15.	
TOTALS				<u>10,531.</u>	

**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

Employer identification number

THE SAPP FAMILY FOUNDATION

13-3632757

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	84,313.
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	9,161.
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	93,474.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	200,936.
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	89,727.
9 Capital gain distributions	9	14,392.
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	305,055.

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		93,474.
14	Net long-term gain or (loss):			
a	Total for year	14a		305,055.
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 14 ▶	15		398,529.

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** necessary

Part IV Capital Loss Limitation		16
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? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> 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? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> 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		

THE SAPP FAMILY FOUNDATION FYE 4/30/11

SCHEDULE D ATTACHMENT

EIN: 13-3632757

GOLDMAN SACHS #9171

	Acquired	Date Sold	Qty	Cost	Proceeds	Gain/Loss	Gain Type
AIR PRODUCTS & CHEMICALS INC CMN		10/12/10	15 00	1,112 91	1,234 84	121 93	ST
AIR PRODUCTS & CHEMICALS INC CMN	03/09/10	10/12/10	77 00	5,705 25	6,338 84	633 59	ST
AMGEN INC CMN	08/18/10	11/11/10	119 00	6,405 78	6,499 80	94 02	ST
ANADARKO PETROLEUM CORP CMN	03/26/10	05/03/10	39 00	2,706 26	2,388 68	(317 58)	ST
ANADARKO PETROLEUM CORP CMN	03/29/10	05/03/10	34 00	2,420 00	2,082 43	(337 57)	ST
ANADARKO PETROLEUM CORP CMN		05/05/10	62 00	4,412 95	3,932 26	(480 69)	ST
ANADARKO PETROLEUM CORP CMN	04/16/10	05/05/10	18 00	1,338 80	1,141 62	(197 18)	ST
ANADARKO PETROLEUM CORP CMN		05/06/10	107 00	7,958 41	6,671 71	(1,286 70)	ST
ARCHER DANIELS MIDLAND CO CMN	05/12/10	09/21/10	143 00	3,915 99	4,685 85	769 86	ST
ARCHER DANIELS MIDLAND CO CMN		02/02/11	107 00	2,930 14	3,771 05	840 91	ST
ARCHER DANIELS MIDLAND CO CMN	06/15/10	02/02/11	58 00	1,546 10	2,044 12	498 02	ST
ARCHER DANIELS MIDLAND CO CMN	06/16/10	02/02/11	186 00	4,956 43	6,555 29	1,598 86	ST
BAXTER INTERNATIONAL INC CMN	05/07/10	04/08/11	78 00	3,525 46	4,196 66	671 20	ST
BED BATH & BEYOND INC CMN	04/05/10	06/17/10	35 00	1,575 59	1,483 08	(92 51)	ST
BED BATH & BEYOND INC CMN	04/06/10	06/17/10	78 00	3,485 99	3,305 14	(180 85)	ST
BED BATH & BEYOND INC CMN		07/02/10	98 00	4,379 83	3,544 39	(835 44)	ST
BMC SOFTWARE INC CMN	04/29/10	10/26/10	129 00	5,178 95	5,678 49	499 54	ST
BMC SOFTWARE INC CMN		02/22/11	49 00	1,967 20	2,438 60	471 40	ST
BMC SOFTWARE INC CMN	06/16/10	02/22/11	61 00	2,284 87	3,035 80	750 93	ST
BMC SOFTWARE INC CMN		02/23/11	55 00	2,060 13	2,653 35	593 22	ST
BROADCOM CORP CL-A CMN CLASS A	10/28/09	07/23/10	122 00	3,295 47	4,594 34	1,298 87	ST
BROADCOM CORP CL-A CMN CLASS A		09/14/10	32 00	864 39	1,140 40	276 02	ST
BROADCOM CORP CL-A CMN CLASS A	02/04/10	09/14/10	82 00	2,307 54	2,922 28	614 74	ST
CBS CORPORATION CMN CLASS B	11/18/09	09/28/10	288 00	3,919 39	4,593 16	673 77	ST
CLIFFS NATURAL RESOURCES INC CMN	02/23/10	05/04/10	106 00	5,605 92	5,893 61	287 69	ST
CLIFFS NATURAL RESOURCES INC CMN	01/14/11	03/11/11	38 00	3,302 70	3,301 99	(0 71)	ST
COVIDIEN PLC CMN	09/30/09	05/24/10	147 00	6,349 02	6,141 19	(207 83)	ST
COVIDIEN PLC CMN	10/28/09	05/24/10	142 00	6,009 87	5,932 31	(77 56)	ST
DIGITAL REALTY TRUST, INC CMN	07/07/10	11/18/10	54 00	3,174 74	2,792 44	(382 30)	ST
DIGITAL REALTY TRUST, INC CMN		11/19/10	17 00	999 46	868 88	(130 58)	ST
DIGITAL REALTY TRUST, INC CMN	07/08/10	11/19/10	35 00	2,086 27	1,788 86	(297 41)	ST
DIRECTV CMN	10/08/09	05/04/10	128 00	3,493 44	4,523 93	1,030 49	ST
DIRECTV CMN		06/22/10	62 00	1,692 13	2,268 51	576 37	ST
DIRECTV CMN	11/20/09	06/02/10	171 00	5,414 24	6,256 68	842 44	ST
DOW CHEMICAL CO CMN	05/11/09	05/07/10	47 00	805 12	1,225 55	420 43	ST
DOW CHEMICAL CO CMN	06/02/09	05/07/10	182 00	3,331 27	4,745 73	1,414 46	ST
DOW CHEMICAL CO CMN	09/15/09	05/07/10	3 00	77 83	78 23	0 39	ST
EATON CORPORATION CMN	05/04/10	08/19/10	91 00	6,863 19	6,684 26	(178 93)	ST
EMC CORPORATION MASS CMN	04/30/10	06/25/10	223 00	4,315 33	4,233 29	(82 04)	ST
EMC CORPORATION MASS CMN		04/27/11	179 00	3,463 87	5,034 58	1,570 71	ST
EOG RESOURCES INC CMN	07/02/09	06/17/10	21 00	1,358 16	2,306 78	948 62	ST
EOG RESOURCES INC CMN		06/29/10	34 00	2,198 93	3,478 30	1,279 37	ST
EOG RESOURCES INC CMN	02/24/10	08/16/10	44 00	4,062 11	4,103 86	41 75	ST
EOG RESOURCES INC CMN	05/13/10	08/16/10	41 00	4,463 12	3,824 06	(639 06)	ST
FREEMONT-MCMORAN COPPER & GOLD CMN	10/12/10	01/20/11	45 00	4,260 86	4,984 41	723 55	ST
FREEMONT-MCMORAN COPPER & GOLD CMN		01/20/11	51 00	4,828 98	5,616 36	787 38	ST
GENERAL ELECTRIC CO CMN	11/23/09	06/22/10	41 00	655 99	654 72	(1 27)	ST
GENERAL ELECTRIC CO CMN	11/24/09	06/22/10	247 00	3,966 60	3,944 27	(22 33)	ST
HALLIBURTON COMPANY CMN	10/01/09	06/22/10	98 00	2,618 97	2,624 75	5 78	ST
HALLIBURTON COMPANY CMN		06/23/10	44 00	1,175 86	1,133 11	(42 76)	ST
HALLIBURTON COMPANY CMN	10/12/09	06/23/10	1 00	28 63	25 75	(2 88)	ST
HALLIBURTON COMPANY CMN		06/29/10	128 00	3,664 58	3,182 45	(482 13)	ST
HALLIBURTON COMPANY CMN		06/30/10	17 00	486 70	425 01	(61 69)	ST
HALLIBURTON COMPANY CMN	10/16/09	06/30/10	14 00	430 39	350 01	(80 39)	ST
HALLIBURTON COMPANY CMN	04/30/10	11/01/10	6 00	179 08	191 46	12 38	ST
HALLIBURTON COMPANY CMN		12/21/10	165 00	4,924 66	6,653 44	1,728 78	ST
HALLIBURTON COMPANY CMN	06/02/10	12/21/10	174 00	4,024 58	7,016 35	2,991 77	ST
HESS CORPORATION CMN	12/23/09	05/07/10	69 00	4,089 12	3,953 95	(135 17)	ST
HESS CORPORATION CMN		05/10/10	73 00	4,326 17	4,277 76	(48 41)	ST
HESS CORPORATION CMN		05/13/10	7 00	414 84	408 29	(6 55)	ST
HESS CORPORATION CMN	01/04/10	05/13/10	63 00	3,976 83	3,674 59	(302 24)	ST
HESS CORPORATION CMN	01/27/10	05/13/10	84 00	4,883 61	4,899 45	15 84	ST
JOHNSON & JOHNSON CMN	06/25/10	12/13/10	135 00	7,986 76	8,338 29	351 53	ST
KOHL'S CORP (WISCONSIN) CMN	11/05/10	01/13/11	136 00	7,209 90	6,994 93	(214 97)	ST
KRAFT FOODS INC CMN CLASS A	02/09/10	05/03/10	56 00	1,621 42	1,680 05	58 63	ST
KRAFT FOODS INC CMN CLASS A		05/04/10	153 00	4,429 95	4,532 13	102 18	ST
KRAFT FOODS INC CMN CLASS A		05/05/10	43 00	1,245 02	1,274 09	29 07	ST
KRAFT FOODS INC CMN CLASS A	02/16/10	05/11/10	60 00	1,720 71	1,824 61	103 90	ST
KRAFT FOODS INC CMN CLASS A		05/12/10	98 00	2,810 50	2,967 57	157 07	ST

	Acquired	Date Sold	Qty	Cost	Proceeds	Gain/Loss	Gain Type
LYONDELLBASELL INDUSTRIES N V CMN CLASS	11/05/10	01/14/11	138 00	3,892 66	5,007 56	1,114 90	ST
LYONDELLBASELL INDUSTRIES N V CMN CLASS A		01/21/11	137 00	3,864 45	4,811 40	946 95	ST
MERCK & CO, INC CMN	12/16/09	11/18/10	141 00	5,325 88	4,967 51	(358 37)	ST
NEXTERA ENERGY INC CMN	10/14/10	04/15/11	66 00	3,656 19	3,635 70	(20 49)	ST
NEXTERA ENERGY INC CMN		04/18/11	58 00	3,213 01	3,167 92	(45 09)	ST
ORACLE CORPORATION CMN	12/14/09	10/22/10	22 00	510 91	636 75	125 84	ST
ORACLE CORPORATION CMN	12/24/09	10/22/10	135 00	3,361 44	3,907 33	545 89	ST
PPL CORPORATION CMN	07/07/10	10/22/10	201 00	5,252 02	5,411 59	159 57	ST
PPL CORPORATION CMN		10/25/10	35 00	914 53	944 17	29 64	ST
QUALCOMM INC CMN	10/09/09	07/16/10	156 00	6,440 88	5,616 69	(824 19)	ST
RANGE RESOURCES CORPORATION CMN	01/15/10	06/25/10	31 00	1,632 20	1,349 68	(282 52)	ST
RANGE RESOURCES CORPORATION CMN	01/19/10	06/25/10	27 00	1,420 42	1,175 52	(244 90)	ST
RANGE RESOURCES CORPORATION CMN		10/12/10	115 00	6,049 95	4,118 61	(1,931 34)	ST
RANGE RESOURCES CORPORATION CMN	02/25/10	10/12/10	7 00	356 27	250 70	(105 57)	ST
RANGE RESOURCES CORPORATION CMN		12/10/10	24 00	1,221 48	1,015 47	(206 02)	ST
RANGE RESOURCES CORPORATION CMN	02/26/10	12/10/10	54 00	2,740 09	2,284 80	(455 29)	ST
RANGE RESOURCES CORPORATION CMN	04/15/10	12/10/10	11 00	561 45	465 42	(96 02)	ST
RANGE RESOURCES CORPORATION CMN		01/21/11	84 00	4,287 41	3,827 98	(459 44)	ST
RANGE RESOURCES CORPORATION CMN	05/10/10	01/21/11	83 00	3,970 46	3,782 40	(188 06)	ST
SCHLUMBERGER LTD CMN	07/10/09	05/27/10	73 00	3,663 46	4,331 65	668 19	ST
SCHLUMBERGER LTD CMN		06/01/10	19 00	953 50	1,004 18	50 68	ST
SCHLUMBERGER LTD CMN	10/14/09	06/01/10	85 00	5,558 56	4,492 38	(1,066 18)	ST
SCHLUMBERGER LTD CMN	03/08/10	06/01/10	70 00	4,505 46	3,699 60	(805 86)	ST
SCHLUMBERGER LTD CMN	10/27/10	03/01/11	59 00	4,072 56	5,514 35	1,441 79	ST
SUNTRUST BANKS INC \$1 00 PAR CMN	02/02/10	06/18/10	129 00	3,123 80	3,378 62	254 82	ST
SUNTRUST BANKS INC \$1 00 PAR CMN	02/03/10	06/18/10	67 00	1,575 77	1,754 79	179 02	ST
THE MOSAIC COMPANY CMN	07/20/10	10/12/10	141 00	6,423 89	9,549 58	3,125 69	ST
VIACOM INC CMN CLASS B	09/11/09	07/02/10	161 00	4,224 85	4,901 07	676 22	ST
VIACOM INC CMN CLASS B	10/28/09	07/02/10	135 00	3,728 17	4,109 59	381 42	ST
WEATHERFORD INTERNATIONAL LTD CMN	12/21/10	02/28/11	218 00	4,931 41	5,158 37	226 96	ST
WEATHERFORD INTERNATIONAL LTD CMN		03/02/11	4 00	90 48	81 01	(9 47)	ST
WEATHERFORD INTERNATIONAL LTD CMN	12/22/10	03/02/11	211 00	4,791 84	4,273 54	(518 30)	ST
WEATHERFORD INTERNATIONAL LTD CMN	01/28/11	03/02/11	19 00	434 14	384 82	(49 32)	ST
WEATHERFORD INTERNATIONAL LTD CMN	01/31/11	03/02/11	196 00	4,547 67	3,969 73	(577 94)	ST
YUM BRANDS, INC. CMN	01/07/11	04/12/11	120 00	5,930 51	6,014 04	83 53	ST
YUM BRANDS, INC CMN	01/10/11	04/12/11	30 00	1,478 81	1,503 51	24 70	ST
AFLAC INCORPORATED CMN	05/08/09	08/13/10	81 00	2,928 47	3,880 74	952 27	LT
AFLAC INCORPORATED CMN		10/25/10	79 00	2,856 17	4,415 04	1,558 87	LT
AFLAC INCORPORATED CMN		03/01/11	55 00	1,988 47	3,229 83	1,241 36	LT
AFLAC INCORPORATED CMN	08/26/09	03/01/11	42 00	1,728 39	2,466 42	738 03	LT
AMERICAN ELECTRIC POWER INC CMN		12/03/10	150 00	3,929 76	5,386 79	1,457 03	LT
BAXTER INTERNATIONAL INC CMN		01/13/11	67 00	2,567 44	3,374 00	806 56	LT
BAXTER INTERNATIONAL INC CMN		01/13/11	50 00	3,183 39	2,517 91	(665 48)	LT
BAXTER INTERNATIONAL INC CMN		01/13/11	47 00	3,030 46	2,366 83	(663 63)	LT
BAXTER INTERNATIONAL INC CMN		03/01/11	28 00	1,805 38	1,472 34	(333 04)	LT
BAXTER INTERNATIONAL INC CMN		03/01/11	85 00	5,117 13	4,469 61	(647 52)	LT
BAXTER INTERNATIONAL INC CMN	06/05/09	03/01/11	49 00	2,330 11	2,576 60	246 49	LT
BAXTER INTERNATIONAL INC CMN		04/08/11	68 00	3,233 63	3,658 62	425 00	LT
BIOGEN IDEC INC CMN		02/16/11	98 00	4,915 43	6,588 70	1,673 27	LT
BIOGEN IDEC INC CMN		02/16/11	75 00	3,435 94	5,042 37	1,606 43	LT
BIOGEN IDEC INC CMN		03/25/11	28 00	1,282 75	2,007 33	724 58	LT
BIOGEN IDEC INC CMN	08/03/09	03/25/11	39 00	1,877 04	2,795 92	918 88	LT
BIOGEN IDEC INC CMN	08/04/09	03/25/11	64 00	3,100 57	4,588 18	1,487 61	LT
CBS CORPORATION CMN CLASS B		03/25/11	149 00	2,027 74	3,722 59	1,694 85	LT
CISCO SYSTEMS, INC CMN	09/30/09	11/18/10	432 00	10,247 91	8,496 08	(1,751 83)	LT
DISH NETWORK CORPORATION CMN CLASS A		03/25/11	206 00	2,724 33	5,036 51	2,312 18	LT
EMERSON ELECTRIC CO CMN		08/17/10	110 00	3,048 96	5,407 98	2,359 02	LT
EMERSON ELECTRIC CO CMN		09/28/10	65 00	1,801 66	3,419 65	1,617 99	LT
EMERSON ELECTRIC CO CMN		09/28/10	24 00	763 85	1,262 64	498 79	LT
EMERSON ELECTRIC CO CMN		12/23/10	9 00	286 44	516 99	230 55	LT
EMERSON ELECTRIC CO CMN	07/10/09	12/23/10	54 00	1,669 15	3,101 94	1,432 79	LT
EMERSON ELECTRIC CO CMN		12/30/10	23 00	710 94	1,319 46	608 52	LT
EMERSON ELECTRIC CO CMN		03/01/11	32 00	989 13	1,901 33	912 20	LT
EMERSON ELECTRIC CO CMN	11/18/09	03/01/11	102 00	4,326 15	6,060 49	1,734 34	LT
EOG RESOURCES INC CMN		06/14/10	18 00	2,285 76	1,970 42	(315 34)	LT
EOG RESOURCES INC CMN		06/14/10	39 00	3,501 34	4,269 25	767 91	LT
EOG RESOURCES INC CMN		06/14/10	20 00	1,471 34	2,189 36	718 02	LT
EOG RESOURCES INC CMN		06/17/10	17 00	1,250 63	1,867 39	616 76	LT
FIRSTENERGY CORP CMN		10/12/10	117 00	6,132 79	4,487 80	(1,644 99)	LT
FIRSTENERGY CORP CMN		10/12/10	12 00	791 30	460 29	(331 01)	LT
FIRSTENERGY CORP CMN		10/12/10	47 00	3,107 45	1,802 79	(1,304 66)	LT
FIRSTENERGY CORP CMN		10/12/10	5 00	331 82	191 79	(140 03)	LT
FIRSTENERGY CORP CMN		10/12/10	56 00	3,729 26	2,148 01	(1,581 25)	LT

	Acquired	Date Sold	Qty	Cost	Proceeds	Gain/Loss	Gain Type
FIRSTENERGY CORP CMN		10/12/10	35 00	2,537 09	1,342 50	(1,194 59)	LT
FIRSTENERGY CORP CMN		10/12/10	20 00	1,556 06	767 15	(788 91)	LT
GENERAL MILLS INC CMN		03/01/11	78 00	2,360 28	2,874 07	513 79	LT
GENERAL MILLS INC CMN		03/01/11	64 00	1,929 26	2,358 21	428 95	LT
HALLIBURTON COMPANY CMN		11/01/10	144 00	4,426 92	4,595 05	168 13	LT
HONEYWELL INTL INC CMN		06/24/10	93 00	4,048 26	3,863 19	(185 07)	LT
HONEYWELL INTL INC CMN		11/18/10	65 00	2,829 43	3,241 06	411 63	LT
HONEYWELL INTL INC CMN		11/18/10	43 00	1,346 40	2,144 08	797 68	LT
HONEYWELL INTL INC CMN		03/01/11	67 00	2,097 89	3,846 31	1,748 42	LT
HONEYWELL INTL INC CMN	07/15/09	03/01/11	21 00	679 83	1,205 56	525 73	LT
INVESCO LTD CMN		03/24/11	105 00	2,960 00	2,717 01	(242 99)	LT
INVESCO LTD CMN		03/24/11	15 00	418 76	388 14	(30 62)	LT
INVESCO LTD CMN		03/24/11	89 00	2,271 00	2,302 99	31 99	LT
INVESCO LTD CMN		03/24/11	2 00	48 01	51 75	3 74	LT
JOHNSON & JOHNSON CMN		05/18/10	50 00	3,382 80	3,149 74	(233 06)	LT
JOHNSON & JOHNSON CMN		05/18/10	22 00	1,446 22	1,385 88	(60 34)	LT
JOHNSON & JOHNSON CMN		11/15/10	88 00	5,784 89	5,647 84	(137 05)	LT
JOHNSON & JOHNSON CMN		11/15/10	19 00	1,178 95	1,219 42	40 47	LT
JOHNSON & JOHNSON CMN		12/13/10	68 00	4,219 38	4,200 03	(19 36)	LT
JOHNSON CONTROLS INC CMN		08/12/10	146 00	2,532 92	4,085 90	1,552 98	LT
NEWFIELD EXPLORATION CO CMN	10/05/09	03/23/11	26 00	1,136 64	1,904 86	768 22	LT
NEWFIELD EXPLORATION CO CMN		04/05/11	67 00	2,929 02	5,074 08	2,145 06	LT
NEWFIELD EXPLORATION CO CMN		04/28/11	50 00	2,185 84	4,027 05	1,841 21	LT
NEWFIELD EXPLORATION CO CMN	10/06/09	04/28/11	13 00	600 31	373 82	(226 48)	LT
OCCIDENTAL PETROLEUM CORP CMN		07/01/10	25 00	2,371 29	1,921 35	(449 94)	LT
OCCIDENTAL PETROLEUM CORP CMN		07/01/10	33 00	3,035 92	2,536 19	(499 73)	LT
OCCIDENTAL PETROLEUM CORP CMN		07/01/10	4 00	328 27	307 42	(20 86)	LT
OCCIDENTAL PETROLEUM CORP CMN		01/25/11	50 00	4,103 42	4,819 42	716 00	LT
OCCIDENTAL PETROLEUM CORP CMN		01/31/11	7 00	574 48	671 11	96 63	LT
OCCIDENTAL PETROLEUM CORP CMN		01/31/11	55 00	2,909 22	5,273 01	2,363 79	LT
OCCIDENTAL PETROLEUM CORP CMN		02/24/11	5 00	264 47	519 79	255 31	LT
OCCIDENTAL PETROLEUM CORP CMN		02/24/11	54 00	3,135 22	5,613 72	2,478 50	LT
OCCIDENTAL PETROLEUM CORP CMN		03/23/11	6 00	348 36	602 42	254 06	LT
OCCIDENTAL PETROLEUM CORP CMN	06/25/09	03/23/11	40 00	2,605 80	4,016 13	1,410 33	LT
ORACLE CORPORATION CMN		03/01/11	29 00	722 09	941 82	219 73	LT
ORACLE CORPORATION CMN	12/28/09	03/01/11	176 00	4,384 22	5,715 88	1,331 66	LT
PHILIP MORRIS INTL INC CMN		06/15/10	13 00	607 04	593 07	(13 97)	LT
PHILIP MORRIS INTL INC CMN		06/15/10	155 00	8,250 32	7,071 20	(1,179 12)	LT
POLO RALPH LAUREN CORPORATION CLASS A C	10/25/10	01/05/11	58 00	5,518 70	6,288 15	769 45	LT
PRUDENTIAL FINANCIAL INC CMN		06/16/10	25 00	2,148 99	1,468 93	(680 06)	LT
PRUDENTIAL FINANCIAL INC CMN		06/16/10	40 00	3,657 78	2,350 29	(1,307 49)	LT
PRUDENTIAL FINANCIAL INC CMN		06/16/10	20 00	1,389 97	1,175 15	(214 82)	LT
PRUDENTIAL FINANCIAL INC CMN		06/16/10	4 00	299 31	235 03	(64 28)	LT
SPRINT NEXTEL CORPORATION CMN		07/23/10	597 00	11,679 29	2,800 50	(8,878 80)	LT
SPRINT NEXTEL CORPORATION CMN		07/23/10	109 00	2,072 32	511 31	(1,561 00)	LT
STAPLES, INC CMN		07/12/10	139 00	2,916 79	2,723 59	(193 21)	LT
STAPLES, INC CMN	08/17/09	07/12/10	95 00	2,015 97	1,861 44	(154 52)	LT
STAPLES, INC CMN		11/05/10	108 00	2,291 83	2,245 39	(46 44)	LT
STAPLES, INC CMN	05/04/10	11/05/10	216 00	4,992 62	4,490 79	(501 83)	LT
THE BANK OF NY MELLON CORP CMN	10/22/09	12/13/10	140 00	4,053 30	4,078 42	25 12	LT
TJX COMPANIES INC (NEW) CMN		09/14/10	99 00	2,552 56	4,158 51	1,605 95	LT
TJX COMPANIES INC (NEW) CMN		09/14/10	88 00	2,444 70	3,696 46	1,251 76	LT
WAL MART STORES INC CMN		12/31/10	155 00	8,480 13	8,354 79	(125 33)	LT
WAL MART STORES INC CMN		12/31/10	47 00	2,588 36	2,533 39	(54 97)	LT
Total Goldman Sachs #9171				343,987.83	364,541.04	20,553.21	ST
				248,157.37	272,810.34	24,652.97	LT
				592,145.20	637,351.39	45,206.18	

	Acquired	Date Sold	Qty	Cost	Proceeds	Gain/Loss	Gain Type
<u>GOLDMAN SACHS #9206</u>							
ABERCROMBIE & FITCH CO CLASS A COMMON S	04/06/10	05/27/10	164	7832 8	5791	-2041 8	ST
ADOBE SYSTEMS INC CMN	10/28/10	03/23/11	79	2218 14	2455 2	237 06	ST
ADOBE SYSTEMS INC CMN	10/29/10	03/23/11	69	1942 95	2144 41	201 46	ST
ADOBE SYSTEMS INC CMN	11/01/10	03/23/11	191	5385 06	5935 99	550 93	ST
ADOBE SYSTEMS INC CMN	11/02/10	03/23/11	11	310 7	341 86	31 16	ST
ADOBE SYSTEMS INC CMN	11/03/10	03/23/11	20	574 93	621 57	46 64	ST
ALBERTO-CULVER COMPANY CMN	07/27/10	10/25/10	242	7476 72	9048 94	1572 22	ST
ANNALY CAPITAL MANAGEMENT, INC CMN	08/24/10	10/21/10	393	6901 59	7160 4	258 81	ST
AVALONBAY COMMUNITIES INC CMN	12/30/09	05/25/10	100	8380.09	9301 5	921 41	ST
BIOGEN IDEC INC CMN	03/17/10	02/23/11	2	118 96	134 8	15 85	ST
BIOGEN IDEC INC CMN	05/12/10	04/21/11	108	5602 75	11268 94	5666 19	ST
BJ'S WHOLESALE CLUB INC CMN	09/24/09	05/05/10	181	6509 22	6886 93	377 71	ST
CAMDEN PROPERTY TRUST CMN	05/14/10	07/01/10	150	7533 64	6117 16	-1416 48	ST
CAMERON INTERNATIONAL CORP CMN	10/26/10	03/21/11	94	4179 64	5705 17	1525 53	ST
CBS CORPORATION CMN CLASS B	09/16/09	05/13/10	340	4287 92	5185 37	897 45	ST
CBS CORPORATION CMN CLASS B	09/16/09	08/26/10	134	1689 95	1832 23	142 29	ST
CBS CORPORATION CMN CLASS B	11/10/09	08/27/10	266	3525 54	3644 96	119 43	ST
CBS CORPORATION CMN CLASS B	09/16/09	08/27/10	49	617 97	671 44	53 48	ST
CELANESE CORPORATION CMN SERIES A	04/28/10	11/02/10	103	3354 25	3730 75	376 5	ST
CELANESE CORPORATION CMN SERIES A	04/28/10	01/27/11	217	7066 72	8926 27	1859 55	ST
CF INDUSTRIES HOLDINGS, INC CMN	06/28/10	09/14/10	76	5043 82	7461 36	2417 54	ST
CF INDUSTRIES HOLDINGS, INC CMN	08/13/10	10/20/10	15	1257 55	1737 66	480 11	ST
CF INDUSTRIES HOLDINGS, INC CMN	06/28/10	10/20/10	32	2123 71	3707 02	1583 3	ST
CF INDUSTRIES HOLDINGS, INC CMN	08/13/10	11/02/10	54	4527 2	6634 24	2107 04	ST
CLIFFS NATURAL RESOURCES INC CMN	06/02/10	03/11/11	67	3624 6	5821 94	2197 34	ST
CLIFFS NATURAL RESOURCES INC CMN	06/02/10	03/21/11	51	2759 03	4631 17	1872 14	ST
COMMSCOPE, INC CMN	10/14/09	06/15/10	141	4117 82	3690 67	-427 15	ST
COMMSCOPE, INC CMN	08/05/09	06/15/10	20	509 75	523 5	13 75	ST
COMMSCOPE, INC CMN	09/11/09	06/15/10	147	4349 13	3847 72	-501 42	ST
COMMSCOPE, INC CMN	08/05/09	05/05/10	135	3440 8	4154 89	714 09	ST
CONCHO RESOURCES INC CMN	11/02/09	05/11/10	176	6551 68	9540 8	2989 12	ST
CUMMINS INC COMMON STOCK	06/29/09	06/18/10	104	3796 4	7752 91	3956 51	ST
CUMMINS INC COMMON STOCK	06/29/09	05/10/10	48	1752 19	3438 21	1686 02	ST
DEL MONTE FOODS COMPANY CMN	10/08/10	10/28/10	51	688 47	724 69	36 22	ST
DEL MONTE FOODS COMPANY CMN	10/11/10	10/28/10	11	149 62	156 31	6 69	ST
DEL MONTE FOODS COMPANY CMN	10/11/10	11/26/10	138	1876 99	2589 22	712 23	ST
DEL MONTE FOODS COMPANY CMN	10/12/10	11/26/10	69	934 35	1294 61	360 26	ST
DEL MONTE FOODS COMPANY CMN	10/15/10	11/26/10	153	2290 85	2870 65	579 8	ST
DEL MONTE FOODS COMPANY CMN	10/18/10	11/26/10	153	2291 52	2870 65	579 13	ST
DIGITAL REALTY TRUST, INC CMN	10/06/09	06/09/10	79	3635 88	4781 15	1145 27	ST
DIGITAL REALTY TRUST, INC CMN	03/23/10	11/18/10	14	776 1	723 97	-52 13	ST
DIGITAL REALTY TRUST, INC CMN	03/23/10	11/19/10	75	4157 65	3833 29	-324 36	ST
DOUGLAS EMMETT INC CMN	05/12/10	02/25/11	454	7715 17	8287 16	571 99	ST
DRIL-QUIP, INC CMN	02/23/10	06/02/10	75	4158 93	3177 65	-981 28	ST
EQUIFAX INC CMN	03/26/10	09/13/10	209	7502 54	6306 26	-1196 28	ST
EQUITY RESIDENTIAL CMN	10/28/10	02/28/11	158	7726 53	8532 76	806 23	ST
EQUITY RESIDENTIAL CMN	12/08/10	02/28/11	191	9859 74	10314 91	455 17	ST
ESSEX PROPERTY TRUST INC CMN	01/04/10	05/11/10	91	7560 1	10008 93	2448 83	ST
FIFTH THIRD BANCORP CMN	01/29/10	05/12/10	337	4151 64	4995 94	844 3	ST
FLUOR CORPORATION CMN	05/05/10	05/24/10	150	7627 95	6882 29	-745.66	ST
FMC CORPORATION CMN	09/09/09	06/18/10	85	4410 3	5317 55	907 25	ST
FMC CORPORATION CMN	09/09/09	08/18/10	38	1971 67	2377 43	405 76	ST
FMC CORPORATION CMN	10/08/09	08/18/10	79	4326 34	4942 55	616 21	ST
FOSSIL INC CMN	02/09/10	10/15/10	204	6688 24	11032 02	4343 78	ST
GUESS ?, INC CMN	03/17/10	10/28/10	17	790 4	663 83	-126 57	ST
GUESS ?, INC CMN	03/17/10	11/22/10	100	4649 39	4464 75	-184 64	ST
GUESS ?, INC CMN	03/17/10	01/28/11	47	2185 21	2028 45	-156 77	ST
GUESS ?, INC CMN	05/27/10	01/28/11	132	5008 69	5696 91	688 22	ST
H J HEINZ CO CMN	08/19/10	03/23/11	202	9377 62	9755 72	378 1	ST
HANESBRANDS INC CMN	06/29/10	12/09/10	281	6744 93	7369 29	624 36	ST
HANSEN NATURAL CORP CMN	05/19/10	01/13/11	184	7271 64	9734 82	2463.18	ST
HARLEY-DAVIDSON INC CMN	11/24/09	07/12/10	117	3321 91	2773 24	-548 67	ST
HARLEY-DAVIDSON INC CMN	11/24/09	08/12/10	120	3407 09	3071 15	-335 94	ST
HARLEY-DAVIDSON INC CMN	12/10/09	08/12/10	175	4812 35	4478 75	-333 6	ST
HELMERICH & PAYNE INC CMN	06/03/10	11/30/10	185	7425 24	8366 96	941 72	ST
HORMEL FOODS CORP CMN	05/21/10	09/02/10	172	6819 86	7497 06	677 2	ST
HOST HOTELS & RESORTS INC CMN	09/11/09	05/20/10	257	2708 78	3550 76	841.99	ST
HOST HOTELS & RESORTS INC CMN	12/30/09	05/20/10	357	4226 41	4932 38	705 97	ST
HOST HOTELS & RESORTS INC CMN	12/18/09	05/20/10	14	158 34	193 43	35 09	ST
HUNTSMAN CORPORATION CMN	09/28/10	01/24/11	329	3794 14	5364 02	1569 88	ST
IAC/INTERACTIVECORP CMN	10/19/09	08/12/10	309	5882 73	7497 93	1615 2	ST
INTERCONTINENTALEXCHANGE INC CMN	09/15/10	11/05/10	70	7452 41	8150 35	697 94	ST

	Acquired	Date Sold	Qty	Cost	Proceeds	Gain/Loss	Gain Type
INTERNATIONAL PAPER CO CMN	10/16/09	09/03/10	280	6812 3	6356 61	-455 69	ST
J C PENNEY CO INC (HLDNG CO) CMN	10/06/09	07/02/10	130	4580 2	2748 47	-1831 73	ST
J C PENNEY CO INC (HLDNG CO) CMN	03/01/10	07/02/10	174	4807 04	3678 72	-1128 33	ST
JETBLUE AIRWAYS CORPORATION CMN	05/10/10	10/28/10	93	522 5	655 75	133 25	ST
KEY ENERGY SERVICES INC CMN	05/06/10	10/26/10	743	7340 24	7555 79	215 55	ST
LINCOLN NATL CORP INC CMN	01/15/10	08/27/10	263	7089 97	6132 79	-957 18	ST
MARSHALL & ILSLEY CORPORATION CMN	02/08/10	08/23/10	554	3513 87	3514 74	0 87	ST
MCAFFEE, INC CMN	07/08/10	08/19/10	217	6928 22	10266 09	3337 87	ST
MOLSON COORS BREWING CO CMN CLASS B	06/30/09	06/02/10	133	5585 67	5493 27	-92 4	ST
MOLSON COORS BREWING CO CMN CLASS B	10/02/09	06/02/10	84	4019 09	3469 43	-549 66	ST
NBTY, INC CMN	05/05/10	07/15/10	191	7550.13	10250 89	2700 76	ST
OCEANEERING INTL INC CMN	04/16/10	05/28/10	123	7741 74	5920 41	-1821 33	ST
OWENS-ILLINOIS INC CMN	08/23/10	03/25/11	262	6960 5	7979 27	1018 77	ST
PACTIV CORPORATION CMN	07/30/09	06/30/10	226	5862 64	6333 9	471 26	ST
PARAMETRIC TECHNOLOGY CORP CMN CLASS	06/23/09	05/05/10	449	5339 87	8064 8	2724 93	ST
PARAMETRIC TECHNOLOGY CORP CMN CLASS	07/30/09	05/05/10	276	3589 63	4957 43	1367 8	ST
PENN NATIONAL GAMING INC CMN	03/26/10	07/20/10	276	7606 4	6383 32	-1223 08	ST
PROGRESS ENERGY INC CMN	07/01/10	01/10/11	168	6588 5	7410 74	822 24	ST
QEP RESOURCES, INC CMN	07/06/10	04/20/11	89	2581 5	3505 08	923 58	ST
QEP RESOURCES, INC CMN	07/14/10	04/20/11	165	4988 49	6498 19	1509 7	ST
QUESTAR CORPORATION CMN	01/21/10	07/06/10	58	858 04	896 88	38 84	ST
QUESTAR CORPORATION CMN	01/25/10	07/06/10	156	2250 48	2412 3	161 82	ST
RANGE RESOURCES CORPORATION CMN	01/15/10	10/06/10	17	895 08	645 95	-249 13	ST
RANGE RESOURCES CORPORATION CMN	01/19/10	10/06/10	12	631 3	455 97	-175 33	ST
RANGE RESOURCES CORPORATION CMN	01/19/10	10/13/10	67	3524 75	2441 73	-1083 02	ST
RANGE RESOURCES CORPORATION CMN	02/24/10	10/13/10	52	2609 43	1895 07	-714 36	ST
RANGE RESOURCES CORPORATION CMN	05/13/10	12/10/10	47	2303 71	1988 63	-315 08	ST
RANGE RESOURCES CORPORATION CMN	02/24/10	12/10/10	47	2358 53	1988 63	-369 9	ST
RANGE RESOURCES CORPORATION CMN	05/13/10	01/21/11	54	2646 81	2460 84	-185 97	ST
RANGE RESOURCES CORPORATION CMN	08/27/10	01/21/11	141	4758 44	6425 53	1667 09	ST
SAFEWAY INC CMN	03/19/10	08/20/10	206	5001 33	4103 39	-897 94	ST
SAFEWAY INC CMN	02/26/10	08/20/10	281	7001 47	5597 34	-1404 13	ST
SHERWIN-WILLIAMS CO CMN	04/28/10	10/26/10	98	7785 8	7019 87	-765 93	ST
STEEL DYNAMICS, INC CMN	02/22/10	12/13/10	416	7039 5	7049 6	10 1	ST
STEEL DYNAMICS, INC CMN	11/12/10	12/13/10	15	238 66	254 19	15 54	ST
STEEL DYNAMICS, INC CMN	11/12/10	01/14/11	299	4757 21	5590 87	833 66	ST
UNITED STATES STEEL CORP CMN	03/08/10	06/24/10	133	8097 99	5633 73	-2464 26	ST
URBAN OUTFITTERS INC CMN	10/08/10	02/10/11	244	7726 02	9135 71	1409 69	ST
VULCAN MATERIALS CO CMN	08/03/09	06/30/10	80	3850 63	3567 15	-283 48	ST
WASHINGTON POST CO CL B CMN CLASS B	05/06/10	12/09/10	10	4992 07	3993 1	-998 97	ST
WASHINGTON POST CO CL B CMN CLASS B	04/28/10	12/09/10	10	5184 9	3993 1	-1191 8	ST
WEATHERFORD INTERNATIONAL LTD CMN	03/01/10	02/24/11	230	3824 68	5507 75	1683 08	ST
WEATHERFORD INTERNATIONAL LTD CMN	05/28/10	03/02/11	327	4615 58	6622 97	2007 39	ST
WHITING PETROLEUM CORPORATION CMN	06/15/09	05/10/10	66	2786 14	5487 14	2701	ST
WHITING PETROLEUM CORPORATION CMN	06/15/09	05/19/10	69	2912 79	5362 99	2450 2	ST
WHITING PETROLEUM CORPORATION CMN	07/20/09	07/08/10	84	3359 15	6516 83	3157 68	ST
AETNA INC CMN	07/15/09	02/28/11	170	4462 33	6332 64	1870 31	LT
BARD C R INC N J CMN	08/06/09	01/13/11	65	4808 6	5964 53	1155 93	LT
BARD C R INC N J CMN	08/06/09	02/25/11	17	1257 64	1650 89	393 25	LT
BARD C R INC N J CMN	12/22/09	02/25/11	59	4650 52	5729 54	1079 02	LT
BE AEROSPACE INC CMN	08/28/09	10/28/10	22	398 96	803 42	404 46	LT
BE AEROSPACE INC CMN	08/28/09	11/02/10	123	2230 52	4519 94	2289 42	LT
BIOGEN IDEC INC CMN	04/01/09	10/28/10	14	717 35	904 1	186 75	LT
BIOGEN IDEC INC CMN	04/01/09	11/22/10	77	3945 41	4968 77	1023 36	LT
BIOGEN IDEC INC CMN	01/26/10	02/23/11	87	4592 22	5863 9	1271 68	LT
BIOGEN IDEC INC CMN	04/01/09	02/23/11	3	153 72	202 2	48 49	LT
BIOGEN IDEC INC CMN	03/17/10	04/21/11	16	951 64	1669 47	717 83	LT
BIOGEN IDEC INC CMN	03/17/10	03/25/11	69	4103 95	4920 6	816 66	LT
BOSTON PROPERTIES INC COMMON STOCK	04/17/09	10/26/10	59	2772	5313 47	2541 47	LT
BOSTON PROPERTIES INC COMMON STOCK	04/17/09	02/28/11	50	2349 15	4742 71	2393 56	LT
BOSTON PROPERTIES INC COMMON STOCK	05/15/09	02/28/11	79	3570 18	7493 48	3923 3	LT
CBS CORPORATION CMN CLASS B	11/10/09	03/24/11	81	1073 57	2018 85	945 29	LT
CBS CORPORATION CMN CLASS B	02/11/10	03/24/11	342	4405 13	8524 04	4118 91	LT
CBS CORPORATION CMN CLASS B	03/16/10	03/24/11	152	2243 41	3788 46	1545 05	LT
COMERICA INCORPORATED CMN	09/29/09	01/07/11	101	2999 74	4194 76	1195 01	LT
COMERICA INCORPORATED CMN	10/21/09	01/07/11	150	4820 44	6229 84	1409 4	LT
COMMSCOPE, INC CMN	07/21/08	05/05/10	37	1859 02	1138 75	-720 27	LT
COOPER INDUSTRIES PLC CMN	05/15/06	01/13/11	69	3136 74	4229 24	1092 5	LT
COOPER INDUSTRIES PLC CMN	06/28/06	01/13/11	34	1489 47	2083 98	594 51	LT
DIGITAL REALTY TRUST, INC CMN	10/06/09	11/18/10	64	2945 52	3309 56	364 04	LT
DISH NETWORK CORPORATION CMN CLASS A	03/28/08	05/13/10	125	3662 28	2767 35	-894 93	LT
DISH NETWORK CORPORATION CMN CLASS A	04/30/08	05/13/10	90	2742 23	1992 49	-749 74	LT
DISH NETWORK CORPORATION CMN CLASS A	05/09/08	05/13/10	24	720	531 33	-188 67	LT

	Acquired	Date Sold	Qty	Cost	Proceeds	Gain/Loss	Gain Type
DPL INC CMN	07/31/06	10/20/10	34	944 83	930 89	-13 94	LT
DPL INC CMN	09/27/06	10/20/10	167	4570 3	4572 3	2	LT
DPL INC CMN	01/25/07	11/24/10	133	3793 11	3417 93	-375 18	LT
DPL INC CMN	09/27/06	11/24/10	18	492 61	462 58	-30 03	LT
DRIL-QUIP, INC CMN	04/24/08	05/07/10	75	4459 06	4237 47	-221 6	LT
DRIL-QUIP, INC. CMN	04/24/08	06/02/10	18	1070 18	762 64	-307 54	LT
DRIL-QUIP, INC. CMN	05/06/08	06/02/10	50	2962 21	2118 43	-843 78	LT
DRIL-QUIP, INC CMN	05/22/08	06/02/10	45	2784 24	1906 59	-877 65	LT
EATON CORPORATION CMN	08/28/09	09/21/10	7	383 54	574 22	190 68	LT
EATON CORPORATION CMN	06/22/07	09/21/10	100	9302 62	8203 2	-1099 42	LT
EATON CORPORATION CMN	08/22/07	09/21/10	-15	1392 85	1230 48	-162 37	LT
EATON CORPORATION CMN	08/28/09	11/12/10	45	2465 62	4203 81	1738 19	LT
EDISON INTERNATIONAL CMN	05/15/06	10/28/10	17	684 08	609 43	-74 65	LT
EVEREST RE GROUP LTD CMN	05/15/06	10/28/10	7	643 46	584 35	-59 11	LT
FIRST HORIZON NATIONAL CORP CMN	11/18/09	12/17/10	581	6749 82	6380 74	-369 08	LT
FIRST HORIZON NATIONAL CORP CMN	11/18/09	01/04/11	10	116 18	121 29	5 11	LT
FIRSTENERGY CORP CMN	05/15/06	10/06/10	22	1153 17	843 61	-309 57	LT
FIRSTENERGY CORP CMN	02/01/07	10/06/10	24	1454 71	920 3	-534 41	LT
FIRSTENERGY CORP CMN	03/27/07	10/06/10	20	1327 3	766 91	-560 39	LT
FIRSTENERGY CORP CMN	04/20/07	10/06/10	50	3427 02	1917 28	-1509 74	LT
FOREST OIL CORPORATION CMN	01/15/10	04/20/11	101	2752 2	3499	746 8	LT
FOREST OIL CORPORATION CMN	01/15/10	04/27/11	84	2288 96	2899 69	610 73	LT
HARTFORD FINANCIAL SRVCS GROUP CMN	07/24/09	10/28/10	23	337 9	553 6	215 7	LT
IAC/INTERACTIVECORP CMN	07/13/09	08/12/10	120	1938	2911 82	973 82	LT
INVESCO LTD CMN	05/09/08	10/28/10	4	110 13	89 84	-20 3	LT
INVESCO LTD CMN	06/12/08	10/28/10	23	614 05	516 56	-97 49	LT
INVESCO LTD CMN	06/12/08	02/25/11	67	1788 75	1728 8	-59 95	LT
INVESCO LTD CMN	06/26/08	02/25/11	155	3895 04	3999 47	104 43	LT
INVESCO LTD CMN	03/27/09	02/25/11	30	440 8	774 09	333 29	LT
J C PENNEY CO INC (HLDNG CO) CMN	04/28/09	07/02/10	9	242.92	190 28	-52 65	LT
J C PENNEY CO INC (HLDNG CO) CMN	05/07/09	07/02/10	118	3686 65	2494 76	-1191 89	LT
MARSH & MCLENNAN CO INC CMN	10/17/08	08/18/10	205	5287 26	4847 55	-439 71	LT
MARSH & MCLENNAN CO INC CMN	10/17/08	03/22/11	50	1289 58	1460 45	170 88	LT
MARSH & MCLENNAN CO INC CMN	03/16/09	03/22/11	152	2952 08	4439 78	1487 7	LT
MARSH & MCLENNAN CO INC CMN	08/06/09	03/22/11	173	3905 55	5053 17	1147 62	LT
N V R INC CMN	08/13/08	10/28/10	1	558 86	626 86	68	LT
NEWELL RUBBERMAID INC CMN	05/15/06	10/28/10	31	843 51	549 93	-293 58	LT
NEWFIELD EXPLORATION CO CMN	08/14/08	10/28/10	5	221 05	293 14	72 1	LT
NEWFIELD EXPLORATION CO CMN	09/04/08	10/28/10	6	235 57	351 77	116 2	LT
NEWFIELD EXPLORATION CO CMN	09/04/08	04/27/11	60	2355 66	4157 21	1801 55	LT
PARKER-HANNIFIN CORP CMN	09/19/07	11/12/10	17	1311 96	1343 15	31 19	LT
PARKER-HANNIFIN CORP CMN	11/02/07	11/12/10	47	3668 09	3713 41	45.32	LT
PROGRESSIVE CORPORATION (THE) CMN	07/10/08	12/13/10	133	2520 86	2788 65	267 8	LT
PROGRESSIVE CORPORATION (THE) CMN	09/04/08	12/13/10	295	5404 98	6185 36	780 38	LT
QEP RESOURCES, INC CMN	01/21/10	02/07/11	58	1774 57	2339 98	565 42	LT
QEP RESOURCES, INC CMN	01/25/10	02/07/11	117	3490 75	4720 31	1229 55	LT
QEP RESOURCES, INC CMN	01/25/10	04/20/11	39	1163 59	1535 94	372 35	LT
RANGE RESOURCES CORPORATION CMN	11/13/08	06/25/10	37	1294 76	1610 91	316 15	LT
RANGE RESOURCES CORPORATION CMN	11/25/08	06/25/10	47	1825 91	2046 29	220 38	LT
RANGE RESOURCES CORPORATION CMN	11/25/08	10/06/10	6	233 09	227 98	-5 11	LT
RANGE RESOURCES CORPORATION CMN	12/31/08	10/06/10	95	3274 45	3609 72	335 27	LT
SNAP-ON INC CMN	04/28/09	08/18/10	160	5160 02	6724 45	1564 43	LT
SPRINT NEXTEL CORPORATION CMN	05/28/09	07/23/10	798	3902 22	3743 38	-158 84	LT
TERADYNE INC CMN	08/05/09	09/03/10	734	6115 47	7237 96	1122 49	LT
VULCAN MATERIALS CO CMN	05/19/09	06/30/10	40	1751 88	1783 58	31 7	LT
W R BERKLEY CORPORATION CMN	07/28/08	10/28/10	30	700 22	825 58	125 37	LT
W R BERKLEY CORPORATION CMN	07/28/08	11/02/10	162	3781 16	4440 88	659 72	LT
WEATHERFORD INTERNATIONAL LTD CMN	03/01/10	03/02/11	190	3159 52	3848 21	688 69	LT
WHITING PETROLEUM CORPORATION CMN	06/15/09	07/08/10	28	1182	2172 28	990 28	LT
Total Goldman Sachs #9206				517,919.93	581,679.72	63,759.79	ST
				210,698.67	248,988.55	38,289.88	LT
				728,618.60	830,668.27	102,049.67	

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **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 SAPP FAMILY FOUNDATION	Employer identification number 13-3632757
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 73, BOWLING GREEN STATION	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10274-0073	

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 ▶ AYCO COMPANY - NATL TAX GROUP

Telephone No ▶ 518 640-5000

FAX 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 12/15, 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 05/01, 20 10, and ending 04/30, 20 11.

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	\$	5,898.
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	\$	9,974.
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	\$	

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