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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2010

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, or tax year beginning

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

POLLOCK FOUNDATION

A Employer identification number

23-7889770

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

Room/suite

B Telephone number (see page 10 of the instructions)

ONE M & T PLAZA, 8TH FLOOR

(717) 852-3011

City or town, state, and ZIP code

BUFFALO, NY 14203

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

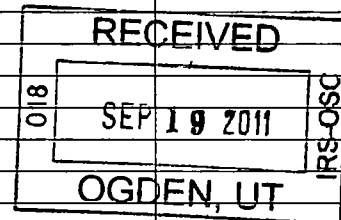
16) ▶ \$ 9,196,921.

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

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

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	166,076.	165,996.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	189,834.			
b Gross sales price for all assets on line 6a	6,711,859.			
7 Capital gain net income (from Part IV, line 2)		189,834.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	355,910.	355,830.		
13 Compensation of officers, directors, trustees, etc.	45,150.	45,150.		
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)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	5,278.	3,503.		
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)				
24 Total operating and administrative expenses.				
Add lines 13 through 23	50,428.	48,653.	NONE	
25 Contributions, gifts, grants paid	370,000.			370,000.
26 Total expenses and disbursements. Add lines 24 and 25	420,428.	48,653.	NONE	370,000.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-64,518.			
b Net investment income (if negative, enter -0-)		307,177.		
c Adjusted net income (if negative, enter -0-)				



Operating and Administrative Expenses

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

JSA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			273.	273.
	2	Savings and temporary cash investments	315,382.	199,021.	199,021.	
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule) STMT 5	313,513.			
	b	Investments - corporate stock (attach schedule) STMT 6	3,642,934.			
	c	Investments - corporate bonds (attach schedule) STMT 8	297,641.			
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule)				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule) STMT 9	4,327,897.	8,628,740.	8,997,627.	
	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)	8,897,367.	8,828,034.	9,196,921.		
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	8,897,367.	8,828,034.		
	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)	8,897,367.	8,828,034.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,897,367.	8,828,034.			

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	8,897,367.
2	Enter amount from Part I, line 27a	2	-64,518.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	
4	Add lines 1, 2, and 3	4	8,832,849.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	4,815.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,828,034.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	189,834.	
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	324,333.	7,346,022.	0.04415083429
2008	544,201.	7,415,632.	0.07338565344
2007	427,833.	10,273,674.	0.04164362233
2006	425,000.	9,834,220.	0.04321644218
2005	535,717.	9,567,708.	0.05599219792
2 Total of line 1, column (d)			2 0.25838875016
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 0.05167775003
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 8,048,531.
5 Multiply line 4 by line 3			5 415,930.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,072.
7 Add lines 5 and 6			7 419,002.
8 Enter qualifying distributions from Part XII, line 4			8 370,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	6,144.
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	6,144.
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	6,144.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,136.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,136.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	5,008.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ 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)? 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 13		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ MANUFACTURERS AND TRADERS TRUST Telephone no ☐ (717) 852-3011			
Located at ☐ 21 E MARKET ST, YORK, PA ZIP + 4 ☐ 17401				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		☐
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ☐				X

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

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

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870**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**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 14		45,150.	-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	7,970,414.
b	Average of monthly cash balances	1b	200,683.
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	8,171,097.
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	8,171,097.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	122,566.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,048,531.
6	Minimum investment return. Enter 5% of line 5	6	402,427.

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	402,427.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,144.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,144.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	396,283.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	396,283.
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	396,283.

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	370,000.
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	370,000.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	370,000.

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				396,283.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			345,424.	
b Total for prior years 20 <u>08</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ <u>370,000.</u>				
a Applied to 2009, but not more than line 2a			345,424.	
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				24,576.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				371,707.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	NONE			
e Excess from 2010	NONE			

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

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

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

4942(j)(3) or

4942(j)(5)

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

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

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

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

SEE ATTACHED DETAIL

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

SEE ATTACHED DETAIL

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

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

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 17				
Total			3a	370,000.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

NOT APPLICABLE

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAXES PRIOR YEAR BALAN	639.	
FEDERAL ESTIMATED TAX DEPOSITS	1,136.	
FOREIGN TAXES ON QUALIFIED FOR	3,399.	3,399.
FOREIGN TAXES ON NONQUALIFIED	104.	104.
	-----	-----
TOTALS	5,278.	3,503.
	=====	=====

POLLOCK FOUNDATION

23-7889770

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION

FHLB 3.375 5/14/10
TREASURY INFLATION PROTECTED
FHLMC 5.125% 7/15/12

TOTALS

POLLOCK FOUNDATION

23-7889770

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

DESCRIPTION

GENERAL ELECTRIC CO
LOCKHEED MARTIN CORPORATION
PHILIP MORRIS INTL
UNITED PARCEL SERVICE

3M

VERIZON COMMUNICATIONS

CARNIVAL CORP

COMCAST CORP

EBAY INC

HOME DEPOT

STAPLES

APPLE INC

COCA COLA

PEPSICO INC

PROCTER & GAMBLE

SYSCO CORP

WAL MART STORES

CHEVRON CORP

CONOCOPHILLIPS

ENSCO INTERNATIONAL

EXXON MOBIL

BANK OF AMERICA CORP

ALTRIA GROUP INC

CITIGROUP INC

AMGEN INC

EXPRESS SCRIPTS

JOHNSON & JOHNSON

PFIZER

CISCO SYSTEMS

POLLOCK FOUNDATION

23-7889770

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

DESCRIPTION

HERSHEY CO
INTEL CORP
INTERNATIONAL BUSINESS MACHINE
MICROSOFT CORP
KRAFT FOODS
FOSTER WHEELER LTD
ROCKWELL AUTOMATION INC
MCCORMICK & CO INC
MORGAN STANLEY GROUP INC
NOVARTIS AG SPONSORED
CORNING
WELLS FARGO & CO
HONEYWELL INTL INC
MCDONALDS CORP

TOTALS

POLLOCK FOUNDATION

23-7889770

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

DESCRIPTION

WALMART STORES 3.00% 02/03/14
WELLS FARGO BK 4.75% 02/09/15
BOEING CAP CORP 3.25% 10/27/14

TOTALS

POLLOCK FOUNDATION

23-7889770

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV		ENDING FMV
	C	OR F	
ALPINE INTERNATIONAL REAL ESTA	C		
EVERGREEN INTERNATIONAL BOND	C		
MTB SMALL CAP GRWTH-#555	C		368,722.
CRM MID CAP VALUE	C		119,000.
VANGUARD VALUE INDEX	C		
VANGUARD INSTITUTIONAL INDEX	C		
LAZARD EMERGING MKTS PORT	C		354,878.
MASTERS SELECT INTL FUND	C		301,577.
VANGUARD SHORT TERM BD #1349	C		
GUINNESS ATKINSON CHINA & HK	C		135,640.
ARTIO GLOBAL HIGH INCOME FD	C		49,012.
DREYFUS INTERNATIONAL BOND FD	C		152,696.
FEDERATED ULTRA SHORT BD - INS	C		176,182.
MFS EMERGING MKTS DEBT FD CL I	C		98,768.
DWS FLOATING RATE PLUS	C		75,388.
MTB INCOME - INST I FD #143	C		492,426.
MTB SHT TRM CORP BD INST I FD	C		300,057.
RIDGEWORTH SEIX FLT RATE HIGH	C		75,055.
LSV VALUE EQUITY FUND	C		868,346.
MORGAN STANLEY FOCUS GRWTH FD	C		481,011.
MTB LARGE CAP GRWTH #299	C		854,160.
MTB LARGE CAP VALUE #327	C		737,979.
MTB MID CAP GRWTH #401	C		359,646.
T ROWE PRICE LGE CAP GRWTH FD	C		460,910.
ALPINE GLOBAL PREM PROP FD	C		188,276.
ING CLARION GLOBAL RE INC FD	C		82,929.
HARBOR INTERNATIONAL FD #11	C		1,477,083.
GUINNESS ATKINSON GLO ENG FD	C		121,203.
MAINSTAY EPOCH GLO EQ YLD FD	C		275,542.

23-7889770

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

DESCRIPTION	COST/ FMV C OR F
-----	-----

RS GLOBAL NAT RESOURCES FD Y C
SPDR S&P DIVIDEND ETF C

TOTALS

ENDING BOOK VALUE	ENDING FMV
-----	----
341,463.	360,200.
30,154.	30,941.
-----	-----
8,628,740.	8,997,627.
=====	=====

1152153003

STATEMENT 10

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

ROUNDING

TOTAL

=====

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

MUTUAL FUND ADJUSTMENT

4,736.

COST BASIS ADJUSTMENT FOR RETURN OF CAPITAL

79.

TOTAL

4,815.
=====

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

PA

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

=====

OFFICER NAME:

M&T BANK

ADDRESS:

21 E MARKET STREET

YORK, PA 17401

TITLE:

CORP TTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

COMPENSATION 45,150.

OFFICER NAME:

LAUREN P CACCIAMANI

ADDRESS:

6445 MCCORMICK LANE

HARRISBURG, PA 17111

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

COURTNEY P GORDON

ADDRESS:

196 COUNTY ROAD 579

BLOOMSBURY, NJ 08804

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

LINDSAY KATHRYN POLLOCK

ADDRESS:

1638 JAMESTOWNE COURT

CHAPEL HILL, NC 27517

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

OFFICER NAME:

GRACE M POLLOCK

ADDRESS:

333 N 26TH STREET

CAMP HILL, PA 17011

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

DAVID H MCLANE PH.D.

ADDRESS:

323 N 26TH STREET

CAMP HILL, PA 17011

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

PAUL A CACCIAMANI, ESQ.

ADDRESS:

6445 MCCORMICK LANE

HARRISBURG, PA 17111

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

45,150.

=====

=====

RECIPIENT NAME:

NED SMITH CENTER FOR NATURE AND ART

ADDRESS:

176 WATER COMPANY ROAD

MILLERSBURG, PA 17061

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 75,000.

RECIPIENT NAME:

MESSIAH COLLEGE

ADDRESS:

ONE COLLEGE AVENUE

GRANTHAM, PA 17027

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ACADEMIC SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

PENN STATE MILTON HERSHEY MEDICAL
CENTER A120

ADDRESS:

PO BOX 852

HERSHEY, PA 17033

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

MEDICAL RESEARCH AND SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 100,000.

=====

RECIPIENT NAME:

PINNACLE HEALTH FOUNDATION

ADDRESS:

P.O. BOX 8700

HARRISBURG, PA 17105

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC HEALTH

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

RED CROSS

A/K/A AMERICAN RED CROSS

ADDRESS:

1804 NORTH SIXTH STREET

HARRISBURG, PA 17102-1001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:

GIRL SCOUTS IN THE HEART OF PENN

ADDRESS:

350 HALE AVE

HARRISBURG, PA 17105-2837

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 20,000.

TOTAL GRANTS PAID: - 370,000. -

=====

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 CAPITAL GAIN DIVIDENDS					3,525.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					5,985.	
256,986.00		10069.977 ALPINE INTL REAL ESTATE EQ FD PROPERTY TYPE: SECURITIES 422,198.00					12/21/2007	02/18/2011
							-165212.00	
14,610.00		600. ALTRIA GROUP INC PROPERTY TYPE: SECURITIES 11,309.00					11/01/2006	02/16/2011
							3,301.00	
78,733.00		1500. AMGEN INC COMMON PROPERTY TYPE: SECURITIES 86,666.00					04/05/2005	02/16/2011
							-7,933.00	
254,487.00		700. APPLE COMPUTER INC COMMON PROPERTY TYPE: SECURITIES 50,162.00					09/06/2006	02/16/2011
							204,325.00	
2,981.00		282.863 ARTIO GLOBAL HIGH INC FD - I PROPERTY TYPE: SECURITIES 2,956.00					04/09/2010	02/18/2011
							25.00	
44,369.00		3000. BANK OF AMERICA CORPORATION PROPERTY TYPE: SECURITIES 135,200.00					05/31/2005	02/16/2011
							-90,831.00	
51,518.00		50000. BOEING CAP CORP 3.250% 10/27 PROPERTY TYPE: SECURITIES 49,890.00					10/22/2009	06/21/2010
							1,628.00	
93,668.00		2000. CARNIVAL CORPORATION PROPERTY TYPE: SECURITIES 100,578.00					05/06/2005	02/16/2011
							-6,910.00	
64,207.00		800. CHEVRONTExACO CORPORATION PROPERTY TYPE: SECURITIES 45,704.00					04/05/2005	09/27/2010
							18,503.00	
144,702.00		1500. CHEVRONTExACO CORPORATION PROPERTY TYPE: SECURITIES 83,471.00					05/31/2005	02/16/2011
							61,231.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
92,753.00		5000. CISCO SYS INC COMMON PROPERTY TYPE: SECURITIES 88,650.00					04/05/2005 4,103.00	02/16/2011
12,100.00		2500. CITIGROUP INCORPORATED PROPERTY TYPE: SECURITIES 113,665.00					05/31/2005 -101565.00	02/16/2011
31,229.00		500. COCA COLA CO COMMON ~ PROPERTY TYPE: SECURITIES 20,830.00					04/05/2005 10,399.00	11/10/2010
170,907.00		2700. COCA COLA CO COMMON ~ PROPERTY TYPE: SECURITIES 111,620.00					02/03/2006 59,287.00	02/16/2011
102,342.00		4050. COMCAST CORP NEW A PROPERTY TYPE: SECURITIES 90,018.00					04/05/2005 12,324.00	02/16/2011
149,114.00		2000. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 114,625.00					09/20/2005 34,489.00	02/16/2011
48,619.00		2200. CORNING INC COMMON ~ PROPERTY TYPE: SECURITIES 49,869.00					09/06/2006 -1,250.00	02/16/2011
82,534.00		2400. EBAY INCORPORATED PROPERTY TYPE: SECURITIES 92,784.00					04/05/2005 -10,250.00	02/16/2011
81,214.00		2000. ENSCO PLC PROPERTY TYPE: SECURITIES 84,350.00					04/05/2005 -3,136.00	06/21/2010
173,480.00		3000. EXPRESS SCRIPTS INC PROPERTY TYPE: SECURITIES 32,075.00					04/05/2005 141,405.00	02/16/2011
208,821.00		2500. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 149,322.00					08/10/2005 59,499.00	02/16/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
100,000.00		100000. FED HOME LN BK PROPERTY TYPE: SECURITIES 100,265.00		3.375% 5/1			07/02/2003 -265.00	05/14/2010
106,348.00		100000. FED HOME LN MTG PROPERTY TYPE: SECURITIES 100,719.00		5.125% 7/1			02/14/2007 5,629.00	02/16/2011
50,000.00		4508.566 FEDERATED TOTAL RETURN BOND FD PROPERTY TYPE: SECURITIES 50,000.00					05/18/2010	02/18/2011
31.00		2.814 FEDERATED TOTAL RETURN BOND FD PROPERTY TYPE: SECURITIES 31.00					12/30/2010	02/18/2011
1.00		.0993 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES 1.00					04/05/2005	07/23/2010
4,597.00		600. FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES 5,346.00					04/05/2005 -749.00	09/07/2010
95,944.00		4500. GENERAL ELECTRIC CO COMMON ~ PROPERTY TYPE: SECURITIES 160,692.00					01/06/2006 -64,748.00	02/16/2011
49,483.00		1000. HERSHEY FOODS CORP COMMON ~ PROPERTY TYPE: SECURITIES 51,231.00					01/31/2007 -1,748.00	02/16/2011
90,503.00		2400. HOME DEPOT INC COMMON PROPERTY TYPE: SECURITIES 90,260.00					04/05/2005 243.00	02/16/2011
54,273.00		950. HONEYWELL INTERNATIONAL INCORPORATE PROPERTY TYPE: SECURITIES 36,254.00					09/09/2009 18,019.00	02/16/2011
97,792.00		4500. INTEL CORP COMMON~ PROPERTY TYPE: SECURITIES 107,442.00					05/31/2005 -9,650.00	02/16/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
163,341.00		1000. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 90,040.00					04/05/2005 73,301.00	02/16/2011
151,448.00		2500. JOHNSON & JOHNSON COMMON ~ PROPERTY TYPE: SECURITIES 167,351.00					01/06/2006 -15,903.00	02/16/2011
12,703.00		415. KRAFT FOODS INCORPORATED CLASS A PROPERTY TYPE: SECURITIES 11,650.00					11/01/2006 1,053.00	02/16/2011
121,151.00		1500. LOCKHEED MARTIN CORP COMMON PROPERTY TYPE: SECURITIES 92,811.00					04/05/2005 28,340.00	02/16/2011
57,857.00		3217.879 MTB SM CAP GRWTH-INST I-FD #555 PROPERTY TYPE: SECURITIES 84,320.00					04/05/2005 -26,463.00	02/18/2011
63,741.00		1400. MC CORMICK AND CO. COMMON PROPERTY TYPE: SECURITIES 45,605.00					07/05/2005 18,136.00	02/16/2011
49,341.00		650. MCDONALDS CORP COMMON ~ PROPERTY TYPE: SECURITIES 35,880.00					09/09/2009 13,461.00	02/16/2011
99,568.00		3700. MICROSOFT CORP COMMON PROPERTY TYPE: SECURITIES 90,317.00					04/05/2005 9,251.00	02/16/2011
46,005.00		1500. MORGAN STANLEY DEAN WITTER PROPERTY TYPE: SECURITIES 74,860.00					02/13/2006 -28,855.00	02/16/2011
25,740.00		550. NORDSTROM INC COMMON PROPERTY TYPE: SECURITIES 19,887.00					09/16/2010 5,853.00	02/16/2011
98,418.00		1750. NOVARTIS AG-ADR COMMON PROPERTY TYPE: SECURITIES 89,003.00					01/06/2006 9,415.00	02/16/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
48,565.00		4484.305 PIMCO TOTAL RETURN FD-I #35 PROPERTY TYPE: SECURITIES 50,000.00					05/18/2010 -1,435.00	02/18/2011
2,425.00		223.899 PIMCO TOTAL RETURN FD-I #35 PROPERTY TYPE: SECURITIES 2,418.00					12/08/2010 7.00	02/18/2011
111,946.00		1750. PEPSICO INC COMMON ~ PROPERTY TYPE: SECURITIES 92,475.00					04/05/2005 19,471.00	02/16/2011
118,342.00		6167. PFIZER INC COMMON ~ PROPERTY TYPE: SECURITIES 146,339.00					10/16/2009 -27,997.00	02/16/2011
36,317.00		600. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES 25,927.00					11/01/2006 10,390.00	02/16/2011
127,438.00		2000. PROCTER & GAMBLE CO COMMON ~ PROPERTY TYPE: SECURITIES 110,707.00					11/01/2006 16,731.00	02/16/2011
79,656.00		1200. ROCKWELL INTL CORP COMMON PROPERTY TYPE: SECURITIES 61,455.00					08/10/2005 18,201.00	11/08/2010
39,090.00		2000. STAPLES INC COMMON PROPERTY TYPE: SECURITIES 42,127.00					04/05/2005 -3,037.00	09/14/2010
70,424.00		2500. SYSCO CORP COMMON PROPERTY TYPE: SECURITIES 89,555.00					04/05/2005 -19,131.00	02/16/2011
21,576.00		400. TARGET CORPORATION PROPERTY TYPE: SECURITIES 21,579.00					09/16/2010 -3.00	02/16/2011
92,518.00		1000. 3M COMPANY PROPERTY TYPE: SECURITIES 84,995.00					04/05/2005 7,523.00	02/16/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
97,836.00		1300. UNITED PARCEL SERVICE INC CLASS B PROPERTY TYPE: SECURITIES 94,149.00					04/05/2005 3,687.00	02/16/2011
120,088.00		113961. TSY INFL SERIES IX 1.625% 1/1 PROPERTY TYPE: SECURITIES 112,981.00					04/13/2005 7,107.00	06/21/2010
89.00		8.449 VANGUARD SHORT TERM BOND INDEX-#13 PROPERTY TYPE: SECURITIES 88.00					03/31/2010 1.00	02/18/2011
132,822.00		12637.669 VANGUARD SHORT TERM BOND INDEX PROPERTY TYPE: SECURITIES 130,013.00					12/23/2009 2,809.00	02/18/2011
505.00		48.039 VANGUARD SHORT TERM BOND INDEX-#1 PROPERTY TYPE: SECURITIES 506.00					12/23/2010 -1.00	02/18/2011
662,369.00		5379.429 VANGUARD INSTITUTIONAL INDEX #9 PROPERTY TYPE: SECURITIES 750,000.00					09/20/2007 -87,631.00	02/18/2011
250,617.00		11178.272 VANGUARD VALUE INDEX FD-INV # PROPERTY TYPE: SECURITIES 300,000.00					09/20/2007 -49,383.00	02/18/2011
89,899.00		2500. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 80,494.00					04/05/2005 9,405.00	02/16/2011
338,207.00		10864.347 CRM MID CAP VALUE FD-INSTL #32 PROPERTY TYPE: SECURITIES 281,518.00					05/06/2005 56,689.00	02/18/2011
98,440.00		1800. WAL MART STORES INC COMMON ~ PROPERTY TYPE: SECURITIES 89,190.00					04/05/2005 9,250.00	02/16/2011
103,548.00		100000. WAL-MART STORES INC 3.000% 2/0 PROPERTY TYPE: SECURITIES 100,352.00					01/16/2009 3,196.00	06/21/2010

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)	
11,872.00		358. WELLS FARGO & COMPANY NEW PROPERTY TYPE: SECURITIES 91,626.00					04/05/2005 -79,754.00	02/16/2011
157,575.00		150000. WELLS FARGO BK NA 4.750% 2/0 PROPERTY TYPE: SECURITIES 148,210.00					01/12/2009 9,365.00	02/16/2011
152,632.00		13365.282 WELLS FARGO ADVANTAGE INTL BD PROPERTY TYPE: SECURITIES 150,214.00					12/06/2005 2,418.00	02/18/2011
1,023.00		89.573 WELLS FARGO ADVANTAGE INTL BD FD PROPERTY TYPE: SECURITIES 1,025.00					12/10/2010 -2.00	02/18/2011
38,871.00		1000. FOSTER WHEELER AG PROPERTY TYPE: SECURITIES 24,175.00					02/01/2006 14,696.00	02/16/2011
TOTAL GAIN(LOSS)							----- 189,834. =====	

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

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ALPINE GLOBAL PREMIER PPTYS	1,672.	1,672.
ALPINE INTL REAL ESTATE EQ FD	6,884.	6,884.
ALTRIA GROUP INC	666.	666.
ARTIO GLOBAL HIGH INC FD - I	4,185.	4,185.
BANK OF AMERICA CORPORATION	90.	90.
BOEING CAP CORP 3.250% 10/27/14	257.	257.
CARNIVAL CORPORATION	1,100.	1,100.
CHEVRONTXACO CORPORATION	5,472.	5,472.
COCA COLA CO COMMON ~	4,004.	4,004.
COMCAST CORP NEW A	1,148.	1,148.
CONOCOPHILLIPS	3,300.	3,300.
CORNING INC COMMON ~	330.	330.
DWS FLOATING RATE PLUS INST	523.	523.
DREYFUS INTL BOND FD -I	724.	724.
ENSCO PLC	700.	700.
EVERGREEN INTL BD FD -IN	1,450.	1,450.
EXXON MOBIL CORPORATION	4,400.	4,400.
FED HOME LN BK 3.375% 5/14/10	1,678.	1,678.
FED HOME LN MTG 5.125% 7/15/12	5,581.	5,581.
FEDERATED TOTAL RETURN BOND FD	1,717.	1,717.
FEDERATED ULTRA SHORT BD-INS	602.	602.
FRONTIER COMMUNICATIONS CORP	113.	33.
GENERAL ELECTRIC CO COMMON ~	1,620.	1,620.
GUINNESS ATKINSON -- CHINA & HK FD	1,267.	1,267.
HARBOR INTERNATIONAL FUND #11	20,991.	20,991.
HERSHEY FOODS CORP COMMON ~	960.	960.
HOME DEPOT INC COMMON	1,701.	1,701.
HONEYWELL INTERNATIONAL INCORPORATED	1,178.	1,178.
ING CLARION GLOBAL R/E INCOME FD	875.	875.
T ROWE PRICE INST L/C GROWTH	785.	785.
INTEL CORP COMMON~	2,942.	2,942.
INTL BUSINESS MACHINES CORP	2,600.	2,600.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
JOHNSON & JOHNSON COMMON ~	4,050.	4,050.
KRAFT FOODS INCORPORATED CLASS A	361.	361.
LAZARD EMERGING MARKETS PORTFOLIO-IN	2,920.	2,920.
LOCKHEED MARTIN CORP COMMON	3,015.	3,015.
MFS EMERGING MARKETS DEBT FD-CL I	986.	986.
MTB SH TERM CORP BD-INST I-#518	935.	935.
MTB MONEY MKT-INST I-FD #420	76.	76.
MTB INCOME FUND-INST I-FD #143	3,742.	3,742.
MAINSTAY EPOCH GLOBAL EQ YLD FD-I	1,698.	1,698.
MASTERS SELECT INTERNATIONAL FD #306	927.	927.
MC CORMICK AND CO. COMMON	1,120.	1,120.
MCDONALDS CORP COMMON ~	1,112.	1,112.
MICROSOFT CORP COMMON	2,146.	2,146.
MORGAN STANLEY DEAN WITTER	300.	300.
NORDSTROM INC COMMON	110.	110.
PIMCO TOTAL RETURN FD-I #35	1,282.	1,282.
PEPSICO INC COMMON ~	2,520.	2,520.
PFIZER INC COMMON ~	4,564.	4,564.
PHILIP MORRIS INTL INC	1,116.	1,116.
PROCTER & GAMBLE CO COMMON ~	3,854.	3,854.
RIDGEWORTH SEIX FL RATE HI INC FD-I	829.	829.
ROCKWELL INTL CORP COMMON	768.	768.
SPDR S&P DIVIDEND ETF	211.	211.
STAPLES INC COMMON	180.	180.
SYSCO CORP COMMON	1,900.	1,900.
TARGET CORPORATION	200.	200.
3M COMPANY	2,125.	2,125.
UNITED PARCEL SERVICE INC CLASS B	2,509.	2,509.
TSY INFL SERIES IX 1.625% 1/15/15	1,261.	1,261.
VANGUARD SHORT TERM BOND INDEX-#1349	2,381.	2,381.
VANGUARD INSTITUTIONAL INDEX #94	8,930.	8,930.
VANGUARD VALUE INDEX FD-INV #6	4,069.	4,069.
VERIZON COMMUNICATIONS	4,813.	4,813.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
CRM MID CAP VALUE FD-INSTL #32	2,453.	2,453.
WAL MART STORES INC COMMON ~	1,634.	1,634.
WAL-MART STORES INC 3.000% 2/03/14	1,192.	1,192.
WELLS FARGO & COMPANY NEW	72.	72.
WELLS FARGO BK NA 4.750% 2/09/15	8,193.	8,193.
WELLS FARGO ADVANTAGE INTL BD FD	4,007.	4,007.
	-----	-----
TOTAL	166,076.	165,996.
	=====	=====

**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

POLLOCK FOUNDATION

23-7889770

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			3,525.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	6,073.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	9,598.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			5,985.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	174,251.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	180,236.

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			9,598.
14 Net long-term gain or (loss):				
a Total for year	14a			180,236.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ▶	15			189,834.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16 ()
a The loss on line 15, column (3) or b \$3,000	

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . ▶	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,300	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (.15)	30		
31 Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32 Add lines 30 and 31	32		
33 Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2010

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

OMB No 1545-0092

2010

▶ See instructions for Schedule D (Form 1041).

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

Name of estate or trust

POLLOCK FOUNDATION

Employer identification number

23-7889770

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

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	6,073.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

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

Employer identification number

POLLOCK FOUNDATION

23-7889770

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 10069.977 ALPINE INTL REAL ESTATE EQ FD	12/21/2007	02/18/2011	256,986.00	422,198.00	-165,212.00
600. ALTRIA GROUP INC	11/01/2006	02/16/2011	14,610.00	11,309.00	3,301.00
1500. AMGEN INC COMMON	04/05/2005	02/16/2011	78,733.00	86,666.00	-7,933.00
700. APPLE COMPUTER INC COMMON	09/06/2006	02/16/2011	254,487.00	50,162.00	204,325.00
3000. BANK OF AMERICA CORPORATION	05/31/2005	02/16/2011	44,369.00	135,200.00	-90,831.00
2000. CARNIVAL CORPORATION	05/06/2005	02/16/2011	93,668.00	100,578.00	-6,910.00
800. CHEVRONTEXACO CORPORATION	04/05/2005	09/27/2010	64,207.00	45,704.00	18,503.00
1500. CHEVRONTEXACO CORPORATION	05/31/2005	02/16/2011	144,702.00	83,471.00	61,231.00
5000. CISCO SYS INC COMMON	04/05/2005	02/16/2011	92,753.00	88,650.00	4,103.00
2500. CITIGROUP INCORPORATED	05/31/2005	02/16/2011	12,100.00	113,665.00	-101,565.00
500. COCA COLA CO COMMON ~	04/05/2005	11/10/2010	31,229.00	20,830.00	10,399.00
2700. COCA COLA CO COMMON ~	02/03/2006	02/16/2011	170,907.00	111,620.00	59,287.00
4050. COMCAST CORP NEW A	04/05/2005	02/16/2011	102,342.00	90,018.00	12,324.00
2000. CONOCOPHILLIPS	09/20/2005	02/16/2011	149,114.00	114,625.00	34,489.00
2200. CORNING INC COMMON ~	09/06/2006	02/16/2011	48,619.00	49,869.00	-1,250.00
2400. EBAY INCORPORATED	04/05/2005	02/16/2011	82,534.00	92,784.00	-10,250.00
2000. ENSCO PLC	04/05/2005	06/21/2010	81,214.00	84,350.00	-3,136.00
3000. EXPRESS SCRIPTS INC	04/05/2005	02/16/2011	173,480.00	32,075.00	141,405.00
2500. EXXON MOBIL CORPORATION	08/10/2005	02/16/2011	208,821.00	149,322.00	59,499.00
100000. FED HOME LN BK 3.375% 5/14/10	07/02/2003	05/14/2010	100,000.00	100,265.00	-265.00
100000. FED HOME LN MTG 5.125% 7/15/12	02/14/2007	02/16/2011	106,348.00	100,719.00	5,629.00
.0993 FRONTIER COMMUNICATI ONS CORP	04/05/2005	07/23/2010	1.00	1.00	-
600. FRONTIER COMMUNICATIO NS CORP	04/05/2005	09/07/2010	4,597.00	5,346.00	-749.00
4500. GENERAL ELECTRIC CO COMMON ~	01/06/2006	02/16/2011	95,944.00	160,692.00	-64,748.00
1000. HERSHEY FOODS CORP COMMON ~	01/31/2007	02/16/2011	49,483.00	51,231.00	-1,748.00

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

Schedule D-1 (Form 1041) 2010

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

Employer identification number

POLLOCK FOUNDATION

23-7889770

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2400. HOME DEPOT INC COMMON	04/05/2005	02/16/2011	90,503.00	90,260.00	243.00
950. HONEYWELL INTERNATIONAL INCORPORATED	09/09/2009	02/16/2011	54,273.00	36,254.00	18,019.00
4500. INTEL CORP COMMON~	05/31/2005	02/16/2011	97,792.00	107,442.00	-9,650.00
1000. INTL BUSINESS MACHINES CORP	04/05/2005	02/16/2011	163,341.00	90,040.00	73,301.00
2500. JOHNSON & JOHNSON COMMON ~	01/06/2006	02/16/2011	151,448.00	167,351.00	-15,903.00
415. KRAFT FOODS INCORPORATED CLASS A	11/01/2006	02/16/2011	12,703.00	11,650.00	1,053.00
1500. LOCKHEED MARTIN CORP COMMON	04/05/2005	02/16/2011	121,151.00	92,811.00	28,340.00
3217.879 MTB SM CAP GRWTH-INST I-FD #555	04/05/2005	02/18/2011	57,857.00	84,320.00	-26,463.00
1400. MC CORMICK AND CO. COMMON	07/05/2005	02/16/2011	63,741.00	45,605.00	18,136.00
650. MCDONALDS CORP COMMON ~	09/09/2009	02/16/2011	49,341.00	35,880.00	13,461.00
3700. MICROSOFT CORP COMMON	04/05/2005	02/16/2011	99,568.00	90,317.00	9,251.00
1500. MORGAN STANLEY DEAN WITTER	02/13/2006	02/16/2011	46,005.00	74,860.00	-28,855.00
1750. NOVARTIS AG-ADR COMMON	01/06/2006	02/16/2011	98,418.00	89,003.00	9,415.00
1750. PEPSICO INC COMMON ~	04/05/2005	02/16/2011	111,946.00	92,475.00	19,471.00
6167. PFIZER INC COMMON ~	10/16/2009	02/16/2011	118,342.00	146,339.00	-27,997.00
600. PHILIP MORRIS INTL INC	11/01/2006	02/16/2011	36,317.00	25,927.00	10,390.00
2000. PROCTER & GAMBLE CO COMMON ~	11/01/2006	02/16/2011	127,438.00	110,707.00	16,731.00
1200. ROCKWELL INTL CORP COMMON	08/10/2005	11/08/2010	79,656.00	61,455.00	18,201.00
2000. STAPLES INC COMMON	04/05/2005	09/14/2010	39,090.00	42,127.00	-3,037.00
2500. SYSCO CORP COMMON	04/05/2005	02/16/2011	70,424.00	89,555.00	-19,131.00
1000. 3M COMPANY	04/05/2005	02/16/2011	92,518.00	84,995.00	7,523.00
1300. UNITED PARCEL SERVICE INC CLASS B	04/05/2005	02/16/2011	97,836.00	94,149.00	3,687.00
113961. TSY INFL SERIES IX 1.625% 1/15/15	04/13/2005	06/21/2010	120,088.00	112,981.00	7,107.00
12637.669 VANGUARD SHORT TERM BOND INDEX-#1349	12/23/2009	02/18/2011	132,822.00	130,013.00	2,809.00
5379.429 VANGUARD INSTITUTIONAL INDEX #94	09/20/2007	02/18/2011	662,369.00	750,000.00	-87,631.00

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

Schedule D-1 (Form 1041) 2010

Employer identification number: 9

23-7889770

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b	174,251.00
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FEDERAL CAPITAL GAIN DIVIDENDS
=====SHORT-TERM CAPITAL GAIN DIVIDENDS

ARTIO GLOBAL HIGH INC FD - I	3.00
ARTIO GLOBAL HIGH INC FD - I	791.00
FEDERATED TOTAL RETURN BOND FD	31.00
PIMCO TOTAL RETURN FD-I #35	1,659.00
VANGUARD SHORT TERM BOND INDEX-#1349	177.00
WELLS FARGO ADVANTAGE INTL BD FD	864.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS

3,525.00
=====LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

ARTIO GLOBAL HIGH INC FD - I	537.00
GUINNESS ATKINSON - CHINA & HK FD	4,199.00
PIMCO TOTAL RETURN FD-I #35	759.00
VANGUARD SHORT TERM BOND INDEX-#1349	329.00
WELLS FARGO ADVANTAGE INTL BD FD	161.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

5,985.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

5,985.00
=====