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

OMB No 1545-0052

2010**For calendar year 2010, or tax year beginning** 5/1/2010 **, and ending** 4/30/2011**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 EDITH S & JAMES R JOYCE FOUNDATION		A Employer identification number 59-6892584
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A 101N Independence Mall E MACY1372-062	Room/suite	B Telephone number (see page 10 of the instructions) (888) 730-4933
City or town, state, and ZIP code Philadelphia PA 19106-2112		C If exemption application is pending, 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		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,514,222	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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	0	0		
	4 Dividends and interest from securities	45,454	45,454		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	68,413			
	b Gross sales price for all assets on line 6a	595,974			
	7 Capital gain net income (from Part IV, line 2)		68,413		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0				
12 Total. Add lines 1 through 11	113,867	113,867	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	21,258	15,944		5,315
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	2,235	0	0	2,235
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	908	494	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	9	9	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	24,410	16,447	0	7,550
	25 Contributions, gifts, grants paid	60,600			60,600
26 Total expenses and disbursements Add lines 24 and 25	85,010	16,447	0	68,150	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	28,857				
b Net investment income (if negative, enter -0-)		97,420			
c Adjusted net income (if negative, enter -0-)			0		

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

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Form 990-PF (2010) EDITH S & JAMES R JOYCE FOUNDATION

59-6892584

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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		0	
	2 Savings and temporary cash investments	38,013	48,234	48,234
	3 Accounts receivable	0		
	Less allowance for doubtful accounts	0	0	0
	4 Pledges receivable	0		
	Less allowance for doubtful accounts	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule)	0		
	Less allowance for doubtful accounts	0	0	0
	8 Inventories for sale or use		0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11 Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,311,821	1,305,552	1,465,988
	14 Land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0
	15 Other assets (describe)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,349,834	1,353,786	1,514,222
	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue		0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
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	1,349,834	1,353,786	
	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)	1,349,834	1,353,786	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,349,834	1,353,786	

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	1,349,834
2 Enter amount from Part I, line 27a	2	28,857
3 Other increases not included in line 2 (itemize) ☐ REFUND	3	58
4 Add lines 1, 2, and 3	4	1,378,749
5 Decreases not included in line 2 (itemize) ☐ COST BASIS ADJ	5	24,963
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,353,786

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 Attached Statement				
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 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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

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

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	68,413
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	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009			0.000000
2008			0.000000
2007			0.000000
2006			0.000000
2005			0.000000

2 Total of line 1, column (d)	2	0.000000
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	0.000000
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	0
5 Multiply line 4 by line 3	5	0
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7 Add lines 5 and 6	7	0
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	0

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

1 a 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 letter if necessary—see instructions)		1	1,948
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	1,948
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,948
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	414	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,500	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	2,914	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	966	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
4 a 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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) FL		
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?	13	X	
Website address N/A				
14	The books are in care of WELLS FARGO BANK N A Telephone no 888-730-4933			
Located at 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 19106-2112				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No
If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b** N/A
- Organizations relying on a current notice regarding disaster assistance check here ☐

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

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

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
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee	4 00	21,258	0
		00	0	0
		00	0	0
		00	0	0
		00	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ☐

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

**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



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	1,253,177
b	Average of monthly cash balances	1b	129,773
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,382,950
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	
3	Subtract line 2 from line 1d	3	1,382,950
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	20,744
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,362,206
6	Minimum investment return. Enter 5% of line 5	6	68,110

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	68,110
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,948
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	1,948
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	66,162
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	66,162
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	66,162

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	68,150
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
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	68,150
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	68,150

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				66,162
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			54,155	
b Total for prior years 20____, 20____, 20____		0		
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	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 68,150				
a Applied to 2009, but not more than line 2a			54,155	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				13,995
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				52,167
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)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

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

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

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

Recipient 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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	60,600
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|---|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

John A. Sulentic

Signature of officer or trustee

10/5/2011
Date

Date _____

VP AND TAX DIRECTOR
Title

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☒ if
self-employed

PTIN

Donald J Roman

10/5/2011

P00364310

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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EDITH S & JAMES R JOYCE FOUNDATION

59-6892584 Page 1 of 1

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

Recipient(s) paid during the year

Name

MIAMI HEART RESEARCH INSTITUTE

Street

ATTN SALLIE BYRD DIR PLAN&DEV

City

MIAMI BEACH

State

FL

Zip Code

33137

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

GENERAL PURPOSE OF THE CHARITY

Amount

20,200

Name

EASTER SEALS SOUTH FLORIDA

Street

ATTN LUANNE WELCH, PRESIDENT

City

MIAMI BEACH

State

FL

Zip Code

33125

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

GENERAL PURPOSE OF THE CHARITY

Amount

20,200

Name

CRIPPLED CHILDRENS FOUNDATION C/O MR WAYNE WHITE, PRESIDENT

Street

2019 FOURTH AVENUE NORTH STE 101

City

BIRMINGHAM

State

AL

Zip Code

35203

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

GENERAL PURPOSE OF THE CHARITY

Amount

20,200

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					Net Gain or Loss
									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									Price	Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		
1	X	KIMBERLY CLARK CORP COM	494368103			6/4/2010		10/13/2010	868	784			84	
2	X	L'OREAL - ADR	502117203			3/6/2007		8/18/2010	402	413			-11	
3	X	L'OREAL - ADR	502117203			3/6/2007		8/19/2010	2,232	2,311			-79	
4	X	LABORATORY CRP OF AMER	50540R409			5/19/2010		7/29/2010	291	309			-18	
5	X	LABORATORY CRP OF AMER	50540R409			5/19/2010		12/16/2010	349	309			40	
6	X	LABORATORY CRP OF AMER	50540R409			5/19/2010		1/25/2011	1,449	1,237			212	
7	X	ELI LILLY & CO COM	532457108			7/23/2007		4/15/2011	2,482	3,933			-1,451	
8	X	LOWES COS INC	548661107			12/5/2008		7/12/2010	464	515			-51	
9	X	LOWES COS INC	548661107			7/20/2009		7/12/2010	646	663			-17	
10	X	M & T BK CORP COM	55261F104			2/24/2009		5/24/2010	574	574			317	
11	X	M & T BANK CORPORATION C	55261F104			2/25/2009		4/15/2011	851	363			488	
12	X	M & T BANK CORPORATION C	55261F104			2/24/2009		4/15/2011	1,362	587			775	
13	X	M & T BANK CORPORATION C	55261F104			10/6/2010		4/15/2011	1,107	1,022			85	
14	X	MCDONALDS CORP	580135101			6/9/2010		10/28/2010	311	275			36	
15	X	MCDONALDS CORP	580135101			6/9/2010		12/9/2010	392	344			48	
16	X	MCDONALDS CORP	580135101			6/9/2010		1/6/2011	447	412			35	
17	X	MCDONALDS CORP	580135101			6/9/2010		1/6/2011	299	275			24	
18	X	MCDONALDS CORP	580135101			6/9/2010		1/11/2011	371	344			27	
19	X	MCDONALDS CORP	580135101			6/9/2010		1/12/2011	1,330	1,237			93	
20	X	MEAD JOHNSON NUTRITION	582839106			1/28/2010		4/18/2011	240	182			58	
21	X	MEAD JOHNSON NUTRITION	582839106			1/6/2010		4/18/2011	60	45			15	
22	X	METLIFE INC	59156R108			4/19/2010		6/4/2010	1,104	1,280			-176	
23	X	MICROSOFT CORP	594918104			12/20/1999		7/12/2010	50	114			-64	
24	X	MICROSOFT CORP	594918104			10/17/2007		7/12/2010	719	901			-182	
25	X	MICROSOFT CORP	594918104			10/17/2007		8/3/2010	78	93			-15	
26	X	MICROSOFT CORP	594918104			8/6/2007		8/3/2010	467	526			-59	
27	X	MICROSOFT CORP	594918104			8/6/2007		8/11/2010	468	556			-88	
28	X	MICROSOFT CORP	594918104			10/15/2008		8/11/2010	148	143			5	
29	X	MICROSOFT CORP	594918104			6/17/2009		8/17/2010	669	630			39	
30	X	MICROSOFT CORP	594918104			10/15/2008		8/17/2010	495	476			19	
31	X	MICROSOFT CORP	594918104			7/6/2009		9/9/2010	458	438			20	
32	X	MICROSOFT CORP	594918104			7/6/2009		11/15/2010	315	277			38	
33	X	MICROSOFT CORP	594918104			3/6/2009		11/15/2010	997	579			418	
34	X	MITSUBISHI UFJ FINL GROUP	606822104			9/17/2008		3/3/2011	591	827			-236	
35	X	MITSUBISHI UFJ FINL GROUP	606822104			3/6/2007		3/3/2011	400	883			-483	
36	X	MITSUBISHI UFJ FINL GROUP	606822104			12/10/2008		3/3/2011	317	267			30	
37	X	MITSUBISHI UFJ FINL GROUP	606822104			12/9/2008		3/3/2011	219	194			25	
38	X	MITSUBISHI UFJ FINL GROUP	606822104			9/18/2008		3/3/2011	903	1,204			-301	
39	X	MOLEX INC CL A	608554200			9/9/2009		1/10/2011	220	192			28	
40	X	MOLEX INC CL A	608554200			3/6/2007		1/10/2011	1,380	1,758			-378	
41	X	MONSANTO CO NEW	61166W101			3/3/2010		7/12/2010	782	1,252			-470	
42	X	MICROSOFT CORP	594918104			7/6/2009		8/17/2010	50	46			4	
43	X	NATIONAL OILWELL INC COM	637071101			3/18/2011		4/18/2011	76	78			-2	
44	X	NETAPP INC	64110D104			9/15/2010		4/6/2011	1,765	1,871			-106	
45	X	NETFLIX COM INC	64110L106			9/1/2010		3/2/2011	204	133			71	
46	X	NETFLIX COM INC	64110L106			12/9/2010		3/2/2011	204	192			12	
47	X	NETFLIX COM INC	64110L106			8/6/2010		3/9/2011	387	224			163	
48	X	NETFLIX COM INC	64110L106			8/6/2010		4/18/2011	460	224			236	
49	X	NEXTERA ENERGY INC	65339F101			10/1/2008		4/15/2011	715	652			63	
50	X	NEXTERA ENERGY INC	65339F101			10/3/2008		4/15/2011	605	534			71	

[illegible]

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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
Long Term CG Distributions										595,974		527,561		68,413	
Short Term CG Distributions										0		0		0	
Amount										5,741		0		0	
102	X	QUESTAR MARKET RESOURC	747333V100			1/14/2009		4/15/2011	383	215				168	
103	X	QUESTAR MARKET RESOURC	747333V100			3/29/2010		4/15/2011	306	232				74	
104	X	QUESTAR MARKET RESOURC	747333V100			1/7/2009		4/15/2011	38	24				14	
105	X	QUESTAR MARKET RESOURC	747333V100			1/13/2009		4/15/2011	766	451				315	
106	X	QUALCOMM INC	747525103			1/7/2010		6/1/2010	1,385	1,908				-523	
107	X	QUALCOMM INC	747525103			4/15/2011		4/19/2011	3,362	3,363				-1	
108	X	QUESTAR CORP	748356102			1/9/2009		4/15/2011	171	114				57	
109	X	POLO RALPH LAUREN CORP	731572103			11/28/2008		4/15/2011	258	85				173	
110	X	POLO RALPH LAUREN CORP	731572103			12/1/2008		4/15/2011	1,290	401				889	
111	X	QUESTAR CORP	748356102			1/12/2009		4/15/2011	171	109				62	
112	X	QUESTAR CORP	748356102			1/14/2009		4/15/2011	171	104				67	
113	X	QUESTAR CORP	748356102			3/29/2010		4/15/2011	137	112				25	
114	X	QUESTAR CORP	748356102			1/7/2009		4/15/2011	17	11				6	
115	X	QUESTAR CORP	748356102			1/13/2009		4/15/2011	342	218				124	
116	X	QUESTAR CORP	748356102			11/16/2010		4/15/2011	530	531				-1	
117	X	QUESTAR CORP	748356102			11/17/2010		4/15/2011	359	357				2	
118	X	RANGE RES CORP	75281A109			5/1/2008		4/18/2011	208	265				-57	
119	X	RAYTHEON CO	755111507			1/27/2010		7/22/2010	583	634				-51	
120	X	RAYTHEON CO	755111507			11/30/2009		8/4/2010	1,067	1,190				-123	
121	X	ROCKWELL AUTOMATION INC	773903109			2/10/2011		4/18/2011	181	173				8	
122	X	ROCKWELL COLLINS	774341101			4/28/2010		3/21/2011	383	390				-7	
123	X	ROCKWELL COLLINS	774341101			4/28/2010		3/23/2011	569	584				-15	
124	X	ROCKWELL COLLINS	774341101			3/8/2010		3/23/2011	63	60				3	
125	X	ROCKWELL COLLINS	774341101			3/8/2010		4/18/2011	248	238				10	
126	X	SPX CORP	784635104			11/24/2009		4/15/2011	400	269				131	
127	X	SPX CORP	784635104			11/25/2009		4/15/2011	240	162				78	
128	X	SSGA EMERGING MARKETS F	784635104			1/20/2010		4/15/2011	2,884	2,069				815	
129	X	SAFEWAY INC NEW	784924425			11/16/2007		4/21/2011	10,000	13,018				-3,018	
130	X	SAFEWAY INC NEW	786514208			9/20/2007		4/15/2011	248	331				-83	
131	X	SAFEWAY INC NEW	786514208			9/25/2007		4/15/2011	248	330				-82	
132	X	SAFEWAY INC NEW	786514208			9/26/2007		4/15/2011	1,886	2,517				-631	
133	X	ST JUDE MED INC	790849103			4/13/2010		10/29/2010	534	591				-57	
134	X	ST JUDE MED INC	790849103			10/29/2009		10/29/2010	305	273				32	
135	X	ST JUDE MED INC	790849103			5/12/2009		10/29/2010	687	674				13	
136	X	ST JUDE MED INC	790849103			7/26/2010		10/29/2010	305	299				6	
137	X	SALESFORCE COM INC	794661302			11/10/2010		4/18/2011	262	236				26	
138	X	SANDISK CORP COM	80004C101			2/15/2011		4/18/2011	273	309				-36	
139	X	SCHLUMBERGER LTD	806857108			2/4/2011		4/18/2011	419	445				-26	
140	X	SCHWAB CHARLES CORP NE	808513105			2/4/2009		4/15/2011	353	250				103	
141	X	SCHWAB CHARLES CORP NE	808513105			3/6/2007		4/15/2011	1,523	1,487				36	
142	X	SOUTHWESTERN ENERGY C	845467109			12/22/2009		2/8/2011	967	1,231				-264	
143	X	STAPLES INC COM	855030102			5/14/2008		5/7/2010	130	143				-13	
144	X	STAPLES INC COM	855030102			9/24/2008		5/7/2010	369	390				-21	
145	X	STAPLES INC COM	855030102			4/9/2009		5/7/2010	607	582				25	
146	X	STAPLES INC COM	855030102			3/4/2010		5/7/2010	369	391				-22	
147	X	STARBUCKS CORP COM	855244109			5/13/2010		12/16/2010	456	385				71	
148	X	DANAHER CORP	235851102			3/7/2007		1/27/2011	560	423				137	
149	X	DEERE & CO	244199105			3/6/2007		4/15/2011	4,594	2,641				1,953	
150	X	DENBURY RESOURCES	247916208			3/10/2010		4/18/2011	130	96				34	
151	X	DENBURY RESOURCES	247916208			3/10/2010		4/28/2011	745	544				201	
152	X	DEVON ENERGY CORPORAT	25179M103			3/4/2011		4/18/2011	171	180				-9	

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

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss		
										Gross Sales Price	Cost or Other Basis	Valuation Method					
Long Term CG Distributions										Amount		5,741					
Short Term CG Distributions										Amount		0					
										Securities		595,974		527,561		68,413	
Other sales										0				0		0	
153	X		DIAGEO PLC - ADR	25243Q205			3/6/2007		4/15/2011	3,546	3,480				66		
154	X		THE DIRECTV GROUP	25490A101			9/9/2009		11/15/2010	1,396	827				569		
155	X		DOMINION RES INC VA	25746U109			3/6/2007		10/21/2010	3,439	3,259				180		
156	X		DOW CHEMICAL CO	260543103			2/10/2010		4/15/2011	680	494				186		
157	X		DOW CHEMICAL CO	260543103			2/17/2010		4/15/2011	566	430				136		
158	X		DOW CHEMICAL CO	260543103			2/11/2010		4/15/2011	491	360				131		
159	X		DOW CHEMICAL CO	260543103			2/22/2010		4/15/2011	415	323				92		
160	X		DOW CHEMICAL CO	260543103			2/12/2010		4/15/2011	378	275				103		
161	X		DOW CHEMICAL CO	260543103			2/19/2010		4/15/2011	378	293				85		
162	X		DOW CHEMICAL CO	260543103			2/18/2010		4/15/2011	302	234				68		
163	X		DOW CHEMICAL CO	260543103			2/9/2010		4/15/2011	680	491				189		
164	X		DREYFUS THE BOSTON COM	26203E851			2/22/2007		5/10/2010	3,000	3,614				-614		
165	X		DREYFUS THE BOSTON CA S	26203E851			2/22/2007		4/21/2011	30,000	31,806				-1,806		
166	X		E M C CORP MASS	268648102			9/19/2008		4/15/2011	1,344	650				694		
167	X		E M C CORP MASS	268648102			6/18/2008		4/15/2011	484	295				189		
168	X		E M C CORP MASS	268648102			9/22/2008		4/15/2011	3,765	1,754				2,011		
169	X		E M C CORP MASS	268648102			4/9/2009		4/18/2011	396	199				197		
170	X		EOG RESOURCES, INC	26875P101			2/24/2011		4/18/2011	326	334				-8		
171	X		EAST WEST BANCORP INC	27579R104			5/10/2010		4/15/2011	1,365	1,071				294		
172	X		EAST WEST BANCORP INC	27579R104			8/19/2010		4/15/2011	537	385				152		
173	X		EBAY INC COM	278642103			11/12/2009		5/19/2010	1,660	1,825				-165		
174	X		EBAY INC	278642103			8/18/2010		4/15/2011	568	411				157		
175	X		EBAY INC	278642103			8/19/2010		4/15/2011	3,754	2,725				1,029		
176	X		EMERSON ELECTRIC CO	291011104			9/10/2009		4/18/2011	279	198				81		
177	X		EXPRESS SCRIPTS INC COM	302182100			6/14/2010		7/29/2010	360	429				-69		
178	X		EXPRESS SCRIPTS INC COM	302182100			6/14/2010		4/18/2011	109	107				2		
179	X		F5 NETWORKS INC	315616102			8/18/2010		12/16/2010	657	444				213		
180	X		F5 NETWORKS INC	315616102			8/18/2010		3/22/2011	770	711				59		
181	X		FIRST SOLAR INC	336433107			3/31/2011		4/18/2011	270	318				-48		
182	X		FLORSERVE CORP COM	34354P105			2/2/2011		4/18/2011	124	128				-4		
183	X		FREEMPORT-MCMORAN COPP	35671D857			7/20/2009		5/7/2010	1,424	1,180				244		
184	X		FREEMPORT-MCMORAN COPP	35671D857			11/9/2010		4/14/2011	209	215				-6		
185	X		FREEMPORT-MCMORAN COPP	35671D857			11/15/2010		4/14/2011	104	104				0		
186	X		FREEMPORT-MCMORAN COPP	35671D857			11/15/2010		4/18/2011	200	208				-8		
187	X		FREEMPORT-MCMORAN COPP	35671D857			10/25/2010		4/18/2011	451	433				18		
188	X		GENTEX CORP	371901109			10/12/2008		10/1/2010	668	451				217		
189	X		STARBUCKS CORP COM	855244109			5/13/2010		1/6/2011	255	220				35		
190	X		STARBUCKS CORP COM	855244109			9/27/2010		1/6/2011	96	79				17		
191	X		STARBUCKS CORP COM	855244109			9/27/2010		4/18/2011	352	263				89		
192	X		STARWOOD HOTELS & RESO	85590A401			1/26/2011		4/18/2011	283	309				-26		
193	X		TARGET CORP	87612E106			7/26/2010		10/21/2010	595	581				14		
194	X		TARGET CORP	87612E106			1/21/2010		10/21/2010	54	50				4		
195	X		TARGET CORP	87612E106			11/18/2009		3/4/2011	311	289				22		
196	X		TARGET CORP	87612E106			1/21/2010		3/4/2011	207	202				5		
197	X		TARGET CORP	87612E106			10/9/2009		3/4/2011	1,244	1,195				49		
198	X		TEVA PHARMACEUTICAL IND	881624209			6/29/2009		11/10/2010	1,053	1,021				32		
199	X		TEXAS INSTRUMENTS INC	882508104			10/4/2010		2/8/2011	1,620	1,248				372		
200	X		TEXAS INSTRUMENTS INC	882508104			3/6/2007		4/15/2011	3,604	3,232				372		
201	X		TEXTRON INC	883203101			4/11/2011		4/18/2011	231	244				-13		
202	X		3M CO	88579Y101			12/14/2009		1/31/2011	351	328				23		
203	X		3M CO	88579Y101			12/11/2009		1/31/2011	965	898				67		

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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions										595,974		527,561		68,413	
Short Term CG Distributions										0		0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
204	X	3M CO	88579Y101			12/11/2009		4/18/2011	273	245				28	
205	X	TIME WARNER INC	887317303			5/4/2009		10/25/2010	1,302	926				376	
206	X	TIME WARNER INC	887317303			2/3/2010		4/15/2011	684	534				150	
207	X	TIME WARNER INC	887317303			1/27/2010		4/15/2011	648	483				165	
208	X	TIME WARNER INC	887317303			1/29/2010		4/15/2011	504	384				120	
209	X	TIME WARNER INC	887317303			1/28/2010		4/15/2011	468	348				120	
210	X	TIME WARNER INC	887317303			1/25/2010		4/15/2011	396	299				97	
211	X	TIME WARNER INC	887317303			2/1/2010		4/15/2011	180	140				40	
212	X	TIME WARNER INC	887317303			1/26/2010		4/15/2011	1,008	763				245	
213	X	TURNER MIDCAP GROWTH F	900297763			2/22/2007		4/21/2011	50,000	39,504				10,496	
214	X	UNILEVER N V - ADR	904784709			6/8/2009		4/15/2011	1,016	757				259	
215	X	UNILEVER N V - ADR	904784709			6/5/2009		4/15/2011	2,098	1,584				514	
216	X	UNITED PARCEL SERVICE-CL	911312106			11/26/2008		6/9/2010	531	515				16	
217	X	UNITED PARCEL SERVICE-CL	911312106			4/2/2009		6/9/2010	649	585				64	
218	X	UNITED TECHNOLOGIES COR	913017109			9/10/2009		6/8/2010	192	186				6	
219	X	UNITED TECHNOLOGIES COR	913017109			10/14/2008		6/8/2010	449	379				70	
220	X	UNITED TECHNOLOGIES COR	913017109			10/14/2008		8/18/2010	491	379				112	
221	X	UNITED TECHNOLOGIES COR	913017109			7/17/2009		10/21/2010	451	324				127	
222	X	UNITED TECHNOLOGIES COR	913017109			10/14/2008		10/21/2010	150	108				42	
223	X	UNITED TECHNOLOGIES COR	913017109			5/14/2009		10/21/2010	75	52				23	
224	X	UNITED TECHNOLOGIES COR	913017109			5/14/2009		4/18/2011	163	104				59	
225	X	UNITEDHEALTH GROUP INC	91324P102			1/21/2010		10/15/2010	575	541				34	
226	X	UNITEDHEALTH GROUP INC	91324P102			12/16/2009		10/15/2010	144	128				16	
227	X	UNITEDHEALTH GROUP INC	91324P102			10/25/2010		4/18/2011	348	301				47	
228	X	V F CORP	918204108			4/22/2010		4/18/2011	297	259				38	
229	X	VISA INC-CLASS A SHRS	92826C839			5/19/2010		1/13/2011	145	146				-1	
230	X	VISA INC-CLASS A SHRS	92826C839			4/14/2009		1/13/2011	1,449	1,210				239	
231	X	VODAFONE GROUP PLC NEW	92857W209			5/28/2009		4/15/2011	529	338				191	
232	X	VODAFONE GROUP PLC NEW	92857W209			3/6/2007		4/15/2011	2,614	2,368				246	
233	X	CRM MID CAP VALUE FD-INST	92934R769			2/22/2007		4/21/2011	40,000	40,705				-705	
234	X	WALGREEN CO	931422109			2/24/2010		10/4/2010	698	741				-43	
235	X	WALGREEN CO	931422109			2/24/2010		10/29/2010	474	494				-20	
236	X	WALGREEN CO	931422109			7/14/2010		10/29/2010	1,321	1,154				167	
237	X	WARNER MUSIC GROUP COR	934550104			3/6/2007		4/15/2011	1,265	3,158				-1,893	
238	X	WATERS CORP	941848103			2/9/2011		4/18/2011	171	154				17	
239	X	ZIONS BANCORP	989701107			12/12/2007		4/15/2011	463	1,039				-576	
240	X	ZIONS BANCORP	989701107			5/28/2009		4/15/2011	348	204				144	
241	X	ZIONS BANCORP	989701107			11/29/2007		4/15/2011	116	261				-145	
242	X	ZIONS BANCORP	989701107			12/7/2007		4/15/2011	116	279				-163	
243	X	ZIONS BANCORP	989701107			8/27/2009		4/15/2011	93	70				23	
244	X	ZIONS BANCORP	989701107			9/1/2009		4/15/2011	70	49				21	
245	X	ZIONS BANCORP	989701107			9/2/2009		4/15/2011	70	49				21	
246	X	AETNA INC-NEW	00817Y108			3/23/2010		6/11/2010	1,063	1,283				-220	
247	X	AIR PRODS & CHEMS INC CO	009158106			3/6/2007		7/1/2010	2,534	2,884				-350	
248	X	ALLEGHENY TECHNOLOGIES	01741R102			3/14/2011		4/18/2011	198	190				8	
249	X	ALLEGHENY TECHNOLOGIES	01741R102			5/4/2010		4/18/2011	461	358				103	
250	X	ALLERGAN INC	018490102			11/4/2009		7/29/2010	242	232				10	
251	X	ALLERGAN INC	018490102			10/29/2010		4/18/2011	381	363				18	
252	X	AMAZON COM INC COM	023135106			9/14/2010		3/2/2011	339	289				50	
253	X	AMAZON COM INC COM	023135106			9/9/2010		3/2/2011	170	140				30	
254	X	AMAZON COM INC COM	023135106			9/9/2010		4/18/2011	532	421				111	

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

Long Term CG Distributions										Amount				
Short Term CG Distributions										5,741				
										0				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
									Gross Sales Price	Cost or Other Basis	Valuation Method			
255	X	AMERICAN CENTURY SMALL	025083320			2/22/2007		5/10/2010	2,000	2,243				-243
256	X	AMER CENT SMALL CAP GRV	025083320			2/22/2007		4/21/2011	40,000	33,189				6,811
257	X	AMERICAN EXPRESS COMPA	025816109			7/20/2009		5/5/2010	1,728	1,090				638
258	X	AMERICAN TOWER SYSTEMS	029912201			4/12/2010		1/19/2011	784	679				105
259	X	AMERICAN TOWER SYSTEMS	029912201			4/12/2010		2/22/2011	643	509				134
260	X	AMERICAN TOWER SYSTEMS	029912201			4/12/2010		4/7/2011	909	764				145
261	X	AMERICAN TOWER SYSTEMS	029912201			6/4/2010		7/23/2010	707	585				122
262	X	AMGEN INC	031162100			1/27/2010		7/23/2010	525	575				-50
263	X	AMGEN INC	031162100			2/9/2010		7/23/2010	52	57				-5
264	X	AMGEN INC	031162100			2/9/2010		3/31/2011	323	344				-21
265	X	AMGEN INC	031162100			6/29/2009		3/31/2011	431	420				11
266	X	AMGEN INC	031162100			6/29/2009		4/18/2011	826	788				38
267	X	APPLE INC	037833100			3/6/2007		11/11/2010	2,217	615				1,602
268	X	APPLE INC	037833100			3/6/2007		4/15/2011	3,600	966				2,634
269	X	APPLE INC	037833100			2/5/2010		4/18/2011	644	387				257
270	X	APPLE INC	037833100			10/22/2008		4/18/2011	322	100				222
271	X	APPLE INC	037833100			10/29/2009		4/18/2011	322	196				126
272	X	APPLE INC	037833100			11/24/2008		4/18/2011	322	89				233
273	X	BAKER HUGHES INC COM	057224107			1/28/2011		4/18/2011	208	201				7
274	X	BANCO SANTANDER CEN-SP	05964H105			11/10/2010		11/23/2010	8	9				-1
275	X	BANCO SANTANDER CEN-SP	05964H105			6/25/2009		4/15/2011	403	391				12
276	X	BANCO SANTANDER CEN-SP	05964H105			7/6/2009		4/15/2011	355	350				5
277	X	BANCO SANTANDER CEN-SP	05964H105			3/29/2010		4/15/2011	355	407				-52
278	X	BANCO SANTANDER CEN-SP	05964H105			6/24/2009		4/15/2011	166	160				6
279	X	BANCO SANTANDER CEN-SP	05964H105			6/26/2009		4/15/2011	130	130				0
280	X	BANCO SANTANDER CEN-SP	05964H105			7/2/2009		4/15/2011	118	119				-1
281	X	BANCO SANTANDER CEN-SP	05964H105			11/6/2009		4/15/2011	12	16				-4
282	X	BANCO SANTANDER CEN-SP	05964H105			7/7/2009		4/15/2011	474	469				5
283	X	BANCO SANTANDER CEN-SP	05964H105			6/1/2010		4/15/2011	1,421	1,197				224
284	X	BANCO SANTANDER CEN-SP	05964H105			1/6/2011		4/15/2011	734	629				105
285	X	BANCO SANTANDER CEN-SP	05964H105			11/10/2010		4/15/2011	36	39				-3
286	X	BANK OF AMERICA CORP	060505104			9/24/2008		4/15/2011	509	1,225				-716
287	X	BANK OF AMERICA CORP	060505104			6/25/2009		4/15/2011	462	440				22
288	X	BANK OF AMERICA CORP	060505104			6/24/2009		4/15/2011	334	322				12
289	X	BANK OF AMERICA CORP	060505104			9/23/2008		4/15/2011	210	504				-294
290	X	BANK OF AMERICA CORP	060505104			12/4/2009		4/15/2011	719	910				-191
291	X	BANK OF AMERICA CORP	060505104			4/4/2011		4/15/2011	1,566	1,647				-81
292	X	BAXTER INTL INC	071813109			3/6/2007		4/15/2011	3,298	2,920				378
293	X	BOEING CO	097023105			3/6/2007		4/15/2011	3,262	3,947				-685
294	X	BOEING CO	097023105			7/22/2010		4/18/2011	505	463				42
295	X	BOEING CO	097023105			6/10/2010		4/18/2011	217	191				26
296	X	BORG WARNER INC	099724106			8/10/2010		4/18/2011	210	137				73
297	X	CAMERON INTL CORP	13342B105			8/13/2010		4/18/2011	156	113				43
298	X	CANADIAN NAT RES LTD	136385101			11/15/2010		4/14/2011	178	158				20
299	X	CANADIAN NAT RES LTD	136385101			11/15/2010		4/18/2011	88	79				9
300	X	CANADIAN NAT RES LTD	136385101			10/22/2010		4/18/2011	308	250				58
301	X	CATERPILLAR INC	149123101			2/18/2011		4/18/2011	410	420				-10
302	X	ZIONS BANCORP	989701107			9/3/2009		4/15/2011	70	50				20
303	X	ZIONS BANCORP	989701107			12/11/2007		4/15/2011	695	1,634				-939
304	X	ZIONS BANCORP	989701107			12/16/2010		4/15/2011	1,645	1,581				64
305	X	COVIDIEN PLC	G2554F105			1/26/2010		7/23/2010	270	357				-87

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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Securities		Other sales		Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
									Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses			
306	X	COVIDIEN PLC	G2554F105			1/26/2010		7/29/2010	333	458					-125
307	X	COVIDIEN PLC	G2554F113			1/26/2010		4/18/2011	314	306					8
308	X	SINA CORPORATION	G81477104			1/13/2011		4/18/2011	488	340					148
309	X	WEATHERFORD INTNTL LTD	H27013103			3/25/2010		4/15/2011	547	414					133
310	X	WEATHERFORD INTNTL LTD	H27013103			3/6/2007		4/15/2011	2,375	2,324					51
311	X	CHECK POINT SOFTWARE TE	M22465104			9/30/2010		4/18/2011	424	292					132
312	X	ABBOTT LABS COM	002824100			5/8/2009		5/19/2010	577	540					37
313	X	ABBOTT LABS	002824100			5/17/2010		4/15/2011	3,269	3,048					220
314	X	ABBOTT LABS	002824100			2/4/2011		4/15/2011	778	692					86
315	X	ADOBE SYS INC	00724F101			2/25/2009		6/25/2010	626	365					261
316	X	ADOBE SYS INC	00724F101			2/23/2009		6/25/2010	745	430					315
317	X	ABBOTT LABS COM	002824100			3/7/2007		5/19/2010	913	1,004					-91
318	X	ABBOTT LABS COM	002824100			7/26/2007		5/19/2010	481	513					-32
319	X	ADOBE SYS INC	00724F101			11/11/2010		3/15/2011	396	353					43
320	X	ADOBE SYS INC	00724F101			11/11/2010		4/18/2011	234	206					28
321	X	ADOBE SYS INC	00724F101			4/30/2009		4/26/2011	1,224	1,020					204
322	X	ADOBE SYS INC	00724F101			11/11/2010		4/26/2011	132	118					14
323	X	CELGENE CORP COM	151020104			11/11/2010		12/9/2010	342	370					-28
324	X	CELGENE CORP COM	151020104			5/5/2010		2/8/2011	1,618	1,917					-299
325	X	CELGENE CORP COM	151020104			11/11/2010		2/8/2011	202	246					-44
326	X	CISCO SYSTEMS INC	17275R102			3/19/2010		11/11/2010	539	681					-142
327	X	CISCO SYSTEMS INC	17275R102			3/7/2007		11/11/2010	332	414					-82
328	X	CISCO SYSTEMS INC	17275R102			8/10/2010		11/11/2010	124	147					-23
329	X	CISCO SYSTEMS INC	17275R102			8/10/2010		12/2/2010	728	931					-203
330	X	CISCO SYSTEMS INC	17275R102			7/30/2009		12/2/2010	613	703					-90
331	X	CISCO SYSTEMS INC	17275R102			4/9/2009		2/11/2011	641	611					30
332	X	CISCO SYSTEMS INC	17275R102			7/30/2009		2/11/2011	19	22					-3
333	X	CISCO SYSTEMS INC	17275R102			11/18/2008		2/11/2011	735	629					106
334	X	CITRIX SYS INC COM	177376100			7/27/2010		10/4/2010	475	335					140
335	X	CITRIX SYS INC COM	177376100			10/25/2010		4/18/2011	502	426					76
336	X	CITRIX SYS INC COM	177376100			7/27/2010		4/18/2011	72	48					24
337	X	COACH INC	189754104			1/28/2010		4/18/2011	215	139					76
338	X	COCA COLA CO	191216100			1/13/2010		1/6/2011	444	400					44
339	X	COCA COLA CO	191216100			1/13/2010		4/18/2011	601	514					87
340	X	COCA COLA CO	191216100			1/13/2010		4/28/2011	401	343					58
341	X	COCA COLA CO	191216100			1/28/2010		4/28/2011	200	164					36
342	X	COGNIZANT TECH SOLUTION	192446102			3/22/2011		4/18/2011	231	232					-1
343	X	COLGATE PALMOLIVE CO	194162103			1/25/2010		11/10/2010	308	322					-14
344	X	COLGATE PALMOLIVE CO	194162103			1/25/2010		1/6/2011	707	725					-18
345	X	COLGATE PALMOLIVE CO	194162103			1/25/2010		3/18/2011	690	725					-35
346	X	COMERICA INC	200340107			4/7/2011		4/18/2011	186	190					-4
347	X	CONAGRA FOODS INC	205887102			5/19/2010		8/9/2010	1,678	1,842					-164
348	X	CONAGRA FOODS INC	205887102			5/15/2008		12/23/2010	672	704					-32
349	X	CONAGRA FOODS INC	205887102			5/21/2008		12/23/2010	67	71					-4
350	X	CONAGRA FOODS INC	205887102			5/23/2008		12/23/2010	985	1,029					-44
351	X	CONAGRA FOODS INC	205887102			5/23/2008		12/27/2010	1,249	1,309					-60
352	X	CONOCOPHILLIPS	20825C104			3/6/2007		4/15/2011	5,139	4,283					856
353	X	CORNING INC	219350105			6/10/2010		8/19/2010	677	746					-69
354	X	CORNING INC	219350105			6/1/2010		8/19/2010	113	116					-3
355	X	CORNING INC	219350105			6/1/2010		4/18/2011	291	248					-43
356	X	CTRP COM INTERNATIONAL	22943F100			11/18/2010		2/11/2011	426	467					-41

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

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss	
									Gross Sales		Cost, Other Basis and Expenses			
									Price	Other Basis	Valuation Method	Improvements		
408	X	INTUIT COM	461202103			10/21/2009		4/15/2011	654	358		296		
409	X	INTUIT COM	461202103			10/20/2009		4/15/2011	490	266		224		
410	X	INTUIT COM	461202103			10/16/2009		4/15/2011	436	238		198		
411	X	INTUIT COM	461202103			10/26/2009		4/15/2011	272	150		122		
412	X	INTUIT COM	461202103			10/22/2009		4/15/2011	109	60		49		
413	X	INTUIT COM	461202103			10/28/2009		4/15/2011	1,090	592		498		
414	X	JP MORGAN CHASE & CO CO	46625H100			4/15/2010		5/7/2010	527	623		-96		
415	X	JP MORGAN CHASE & CO	46625H100			3/13/2009		12/16/2010	400	237		163		
416	X	JP MORGAN CHASE & CO	46625H100			3/11/2010		4/15/2011	583	557		26		
417	X	JP MORGAN CHASE & CO	46625H100			3/6/2007		4/15/2011	3,320	3,578		-258		
418	X	JP MORGAN CHASE & CO	46625H100			3/13/2009		4/18/2011	175	95		80		
419	X	JOHNSON & JOHNSON	478160104			4/12/2010		6/10/2010	643	715		-72		
420	X	JOHNSON & JOHNSON	478160104			1/28/2010		6/10/2010	468	509		-41		
421	X	JOHNSON & JOHNSON	478160104			1/28/2010		7/12/2010	120	127		-7		
422	X	JOHNSON & JOHNSON	478160104			2/5/2010		7/12/2010	120	126		-6		
423	X	JOHNSON & JOHNSON	478160104			10/28/2009		7/12/2010	241	239		2		
424	X	JOHNSON & JOHNSON	478160104			10/28/2009		7/27/2010	291	299		-8		
425	X	JOHNSON & JOHNSON	478160104			7/9/2009		7/27/2010	1,515	1,475		40		
426	X	JOHNSON CONTROLS INC	478366107			7/21/2009		6/9/2010	1,169	1,083		86		
427	X	JP MORGAN HIGH YIELD BON	4812C0803			2/22/2007		5/10/2010	4,000	4,399		-399		
428	X	JP MORGAN HIGH YIELD FUNI	4812C0803			2/22/2007		4/21/2011	8,000	8,286		-286		
429	X	JUNIPER NETWORKS INC	48203R104			3/4/2011		4/18/2011	301	352		-51		
430	X	KELLOGG COMPANY COM	487836108			3/6/2007		5/6/2010	1,650	1,533		117		
431	X	KELLOGG COMPANY COM	487836108			3/6/2007		5/7/2010	1,333	1,236		97		
432	X	KIMBERLY CLARK CORP COM	494368103			5/10/2010		9/28/2010	1,430	1,387		43		
433	X	HUNTINGTON INGALLS INDUS	446413106			10/8/2009		4/15/2011	60	44		16		
434	X	KIMBERLY CLARK CORP COM	494368103			5/10/2010		10/13/2010	1,068	1,009		59		
Long Term CG Distributions									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions									595,974		527,561		68,413	
Amount									0		0		0	
									5,741					
									0					

Line 16b (990-PF) - Accounting Fees

		2,235	0	0	2,235
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	2,235			2,235
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		908	494	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX				
2	ESTIMATED EXCISE TAX PAID	414			
3	FOREIGN TAX WITHHELD	494	494		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES				
3	ADR FEES	9	9		
4	STATE AG FEES				
5					
6					
7					
8					
9					
10					

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			1,311,821	1,305,552	1,465,988
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

	Long Term CG Distributions Short Term CG Distributions	Amount		Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis of Losses
		5,741	0		590,233	0	527,561	62,672	0	0	0	*62,672
1	KIMBERLY CLARK CORP COM	494368103		6/4/2010	10/13/2010	868	0	784	84		0	84
2	L'OREAL - ADR	502117203		3/6/2007	8/18/2010	402	0	413	-11		0	-11
3	L'OREAL - ADR	502117203		3/6/2007	8/19/2010	2,232	0	2,311	-79		0	-79
4	LABORATORY CRP OF AMER HLDGS	50540R409		5/19/2010	7/29/2010	291	0	309	-18		0	-18
5	LABORATORY CRP OF AMER HLDGS	50540R409		5/19/2010	12/16/2010	349	0	309	40		0	40
6	LABORATORY CRP OF AMER HLDGS	50540R409		5/19/2010	1/25/2011	1,449	0	1,237	212		0	212
7	ELI LILLY & CO COM	532457108		7/23/2007	4/15/2011	2,482	0	3,933	-1,451		0	-1,451
8	LOWES COS INC	548661107		12/5/2008	7/12/2010	464	0	515	-51		0	-51
9	LOWES COS INC	548661107		7/20/2009	7/12/2010	646	0	663	-17		0	-17
10	M & T BK CORP COM	55261F104		2/24/2009	5/24/2010	574	0	257	317		0	317
11	M & T BANK CORPORATION COM	55261F104		2/25/2009	4/15/2011	851	0	363	488		0	488
12	M & T BANK CORPORATION COM	55261F104		2/24/2009	4/15/2011	1,362	0	587	775		0	775
13	M & T BANK CORPORATION COM	55261F104		10/6/2010	4/15/2011	1,107	0	1,022	85		0	85
14	MCDONALDS CORP	580135101		6/9/2010	10/28/2010	311	0	275	36		0	36
15	MCDONALDS CORP	580135101		6/9/2010	12/9/2010	392	0	344	48		0	48
16	MCDONALDS CORP	580135101		6/9/2010	1/6/2011	447	0	412	35		0	35
17	MCDONALDS CORP	580135101		6/9/2010	1/6/2011	299	0	275	24		0	24
18	MCDONALDS CORP	580135101		6/9/2010	1/11/2011	371	0	344	27		0	27
19	MCDONALDS CORP	580135101		6/9/2010	1/12/2011	1,330	0	1,237	93		0	93
20	MEAD JOHNSON NUTRITION CO	582839106		1/28/2010	4/18/2011	240	0	182	58		0	58
21	MEAD JOHNSON NUTRITION CO	582839106		1/6/2010	4/18/2011	60	0	45	15		0	15
22	METLIFE INC	59156R108		4/19/2010	6/4/2010	1,104	0	1,280	-176		0	-176
23	MICROSOF CORP	594918104		12/20/1999	7/12/2010	50	0	114	-64		0	-64
24	MICROSOF CORP	594918104		10/17/2007	7/12/2010	719	0	901	-182		0	-182
25	MICROSOF CORP	594918104		10/17/2007	8/3/2010	78	0	93	-15		0	-15
26	MICROSOF CORP	594918104		8/6/2007	8/3/2010	467	0	526	-59		0	-59
27	MICROSOF CORP	594918104		8/6/2007	8/11/2010	468	0	556	-88		0	-88
28	MICROSOF CORP	594918104		10/15/2008	8/11/2010	148	0	143	5		0	5
29	MICROSOF CORP	594918104		6/17/2009	8/17/2010	669	0	630	39		0	39
30	MICROSOF CORP	594918104		10/15/2008	8/17/2010	495	0	476	19		0	19
31	MICROSOF CORP	594918104		7/6/2009	9/9/2010	458	0	438	20		0	20
32	MICROSOF CORP	594918104		7/6/2009	11/15/2010	315	0	277	38		0	38
33	MICROSOF CORP	594918104		3/6/2009	11/15/2010	997	0	579	418		0	418
34	NETAPP INC	608822104		9/17/2008	3/3/2011	591	0	827	-236		0	-236
35	NETAPP INC	608822104		3/6/2007	3/3/2011	400	0	883	-483		0	-483
36	NETAPP INC	608822104		12/10/2008	3/3/2011	317	0	287	30		0	30
37	NETAPP INC	608822104		12/9/2008	3/3/2011	219	0	194	25		0	25
38	NETAPP INC	608822104		9/18/2008	3/3/2011	903	0	1,204	-301		0	-301
39	NETAPP INC	608822104		9/9/2009	1/10/2011	220	0	192	28		0	28
40	NETAPP INC	608822104		3/6/2007	1/10/2011	1,360	0	1,758	-378		0	-378
41	NETAPP INC	608822104		7/6/2009	7/1/2010	782	0	1,252	-470		0	-470
42	NETAPP INC	608822104		3/18/2010	4/18/2011	50	0	46	4		0	4
43	NETAPP INC	608822104		9/15/2010	4/18/2011	78	0	78	-2		0	-2
44	NETAPP INC	608822104		9/15/2010	4/18/2011	1,765	0	1,871	-106		0	-106
45	NETAPP INC	608822104		9/12/2010	3/2/2011	204	0	133	71		0	71
46	NETAPP INC	608822104		12/9/2010	3/2/2011	204	0	192	12		0	12
47	NETAPP INC	608822104		8/6/2010	3/9/2011	387	0	224	163		0	163
48	NETAPP INC	608822104		8/6/2010	4/18/2011	460	0	224	236		0	236
49	NETAPP INC	608822104		10/1/2008	4/15/2011	715	0	652	63		0	63
50	NETAPP INC	608822104		10/3/2008	4/15/2011	605	0	534	71		0	71
51	NETAPP INC	608822104		9/30/2008	4/15/2011	330	0	302	28		0	28
52	NETAPP INC	608822104		10/2/2008	4/15/2011	1,321	0	1,180	141		0	141
53	NETAPP INC	608822104		10/21/2010	4/15/2011	3,965	0	3,101	864		0	864
54	NETAPP INC	608822104		9/15/2010	4/18/2011	225	0	180	45		0	45
55	NETAPP INC	608822104		12/20/2010	4/15/2011	414	0	434	-20		0	-20
56	NETAPP INC	608822104		12/21/2010	4/15/2011	2,948	0	3,112	-164		0	-164
57	NETAPP INC	608822104		10/8/2009	4/15/2011	551	0	412	139		0	139

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

Long Term CG Distributions		Amount		Totals										590,233		527,561		62,672		F M V as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of FMV Over Adj Basis		Gains Minus Excess of FMV Over Adjusted Basis or Losses	
Short Term CG Distributions		0		5,741		0																					
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses														
58	NORTHROP GRUMMAN CORP	666807102		10/13/2009	4/15/2011	245		0	183	62		0	62														
59	NORTHROP GRUMMAN CORP	666807102		10/12/2009	4/15/2011	184		0	139	45		0	45														
60	NORTHROP GRUMMAN CORP	666807102		3/6/2007	4/15/2011	2,266		0	2,409	-143		0	-143														
61	NORTHROP GRUMMAN CORP	666807102		4/4/2011	4/15/2011	674		0	681	-7		0	-7														
62	NVIDIA CORP	67066G104		1/7/2011	2/8/2011	1,029		0	823	206		0	206														
63	NVIDIA CORP	67066G104		1/7/2011	3/10/2011	1,216		0	1,283	-67		0	-67														
64	OCCIDENTAL PETE CORP COM	674599105		7/12/2007	5/7/2010	481		0	368	113		0	113														
65	OCCIDENTAL PETE CORP COM	674599105		2/4/2009	5/7/2010	721		0	502	219		0	219														
66	ORACLE CORPORATION	68389X105		3/6/2007	4/15/2011	5,107		0	2,540	2,567		0	2,567														
67	ORACLE CORPORATION	68389X105		12/16/2010	4/18/2011	668		0	614	54		0	54														
68	ORACLE CORPORATION	68389X105		9/28/2010	4/18/2011	167		0	137	30		0	30														
69	PIMCO TOTAL RETURN FD II INSTL CL	693390551		8/28/2008	5/10/2010	50,000		0	47,800	2,200		0	2,200														
70	PARKER HANFIFIN CORP COM	701094104		9/11/2009	5/24/2010	1,386		0	1,138	248		0	248														
71	PAYCHEX INC	704326107		5/24/2010	10/25/2010	648		0	674	-26		0	-26														
72	PAYCHEX INC	704326107		5/24/2010	11/4/2010	1,044		0	1,084	-40		0	-40														
73	PENNEY J C INC	708160106		3/6/2007	4/15/2011	2,309		0	4,848	-2,539		0	-2,539														
74	PEPSICO INC	713448108		3/7/2007	6/16/2010	576		0	566	10		0	10														
75	PEPSICO INC	713448108		1/29/2010	7/14/2010	571		0	542	29		0	29														
76	PEPSICO INC	713448108		3/7/2007	7/14/2010	634		0	629	5		0	5														
77	PFIZER INC	717081103		3/23/2010	7/23/2010	1,162		0	1,392	-230		0	-230														
78	PFIZER INC	717081103		5/5/2010	10/4/2010	308		0	309	-1		0	-1														
79	PFIZER INC	717081103		3/23/2010	10/4/2010	1,164		0	1,183	-19		0	-19														
80	PHILIP MORRIS INTERNATIONAL IN	718172109		10/6/2008	6/10/2010	584		0	591	-7		0	-7														
81	PHILIP MORRIS INTERNATIONAL IN	718172109		11/2/2009	6/10/2010	539		0	580	-41		0	-41														
82	PHILIP MORRIS INTERNATIONAL IN	718172109		11/19/2008	6/10/2010	764		0	646	118		0	118														
83	POLO RALPH LAUREN CORP CL A	731572103		12/15/2008	4/15/2011	1,290		0	431	859		0	859														
84	POLO RALPH LAUREN CORP CL A	731572103		12/12/2008	4/15/2011	903		0	305	598		0	598														
85	POLO RALPH LAUREN CORP CL A	731572103		12/2/2008	4/15/2011	774		0	241	533		0	533														
86	POLO RALPH LAUREN CORP CL A	731572103		11/26/2008	4/15/2011	387		0	124	263		0	263														
87	NETFLIX COM INC	64110L106		9/1/2010	9/27/2010	490		0	400	90		0	90														
88	NETFLIX COM INC	64110L106		12/9/2010	2/14/2011	492		0	383	109		0	109														
89	POTASH CORP SASK	73755L107		1/6/2011	3/11/2011	326		0	334	-8		0	-8														
90	POTASH CORP SASK	73755L107		1/6/2011	4/18/2011	165		0	167	-2		0	-2														
91	POTASH CORP SASK	73755L107		1/4/2010	4/18/2011	220		0	188	32		0	32														
92	PRECISION CASTPARTS CORP	740189105		10/21/2010	4/18/2011	422		0	406	16		0	16														
93	T ROWE PRICE INST EM MKT EQ #146	74144Q203		5/28/2009	4/21/2011	10,000		0	6,086	3,914		0	3,914														
94	PRICELINE COM INC	741503403		7/12/2010	1/11/2011	433		0	204	229		0	229														
95	PRICELINE COM INC	741503403		7/12/2010	2/4/2011	871		0	408	463		0	463														
96	PRICELINE COM INC	741503403		7/12/2010	2/23/2011	1,277		0	611	666		0	666														
97	PROCTER & GAMBLE CO	742718109		7/8/2009	6/10/2010	433		0	367	66		0	66														
98	PROCTER & GAMBLE CO	742718109		7/6/2009	6/10/2010	619		0	522	97		0	97														
99	PROCTER & GAMBLE CO	742718109		7/6/2009	4/18/2011	318		0	261	57		0	57														
100	QUESTAR MARKET RESOURCES INC	74733V100		1/9/2009	4/15/2011	383		0	236	147		0	147														
101	QUESTAR MARKET RESOURCES INC	74733V100		1/12/2009	4/15/2011	383		0	225	158		0	158														
102	QUESTAR MARKET RESOURCES INC	74733V100		1/14/2009	4/15/2011	383		0	215	168		0	168														
103	QUESTAR MARKET RESOURCES INC	74733V100		3/29/2010	4/15/2011	306		0	232	74		0	74														
104	QUESTAR MARKET RESOURCES INC	74733V100		7/1/2009	4/15/2011	38		0	24	14		0	14														
105	QUESTAR MARKET RESOURCES INC	74733V100		1/13/2009	4/15/2011	766		0	451	315		0	315														
106	QUALCOMM INC	747525103		1/7/2010	6/1/2010	1,385		0	1,908	-523		0	-523														
107	QUALCOMM INC	747525103		4/15/2011	4/19/2011	3,362		0	3,363	-1		0	-1														
108	QUESTAR CORP	748356102		1/9/2009	4/15/2011	171		0	114	57		0	57														
109	POLO RALPH LAUREN CORP CL A	731572103		11/28/2008	4/15/2011	258		0	85	173		0	173														
110	POLO RALPH LAUREN CORP CL A	731572103		12/1/2008	4/15/2011	1,280		0	401	889		0	889														
111	QUESTAR CORP	748356102		1/12/2009	4/15/2011	171		0	109	62		0	62														
112	QUESTAR CORP	748356102		1/14/2009	4/15/2011	171		0	104	67		0	67														
113	QUESTAR CORP	748356102		3/29/2010	4/15/2011	137		0	112	25		0	25														
114	QUESTAR CORP	748356102		1/7/2009	4/15/2011	17		0	11	6		0	6														

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	Long Term CG Distributions Short Term CG Distributions	Amount		Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	*62,672
		5,741	0										
115	QUESTAR CORP	748356102		1/13/2009	4/15/2011	342	0	218	124		0	0	124
116	QUESTAR CORP	748356102		11/16/2010	4/15/2011	530	0	531	-1		0	0	-1
117	QUESTAR CORP	748356102		11/17/2010	4/15/2011	359	0	357	2		0	0	2
118	RANGE RES CORP	75281A109		5/1/2008	4/18/2011	208	0	265	-57		0	0	-57
119	RAYTHEON CO	755111507		12/21/2010	7/22/2010	583	0	634	-51		0	0	-51
120	RAYTHEON CO	755111507		11/30/2009	8/4/2010	1,067	0	1,190	-123		0	0	-123
121	ROCKWELL AUTOMATION INC	773903109		2/10/2011	4/18/2011	181	0	173	8		0	0	8
122	ROCKWELL COLLINS	774341101		4/28/2010	3/21/2011	383	0	390	-7		0	0	-7
123	ROCKWELL COLLINS	774341101		3/9/2010	3/23/2011	569	0	584	-15		0	0	-15
124	ROCKWELL COLLINS	774341101		3/9/2010	3/23/2011	53	0	60	3		0	0	3
125	ROCKWELL COLLINS	774341101		3/9/2010	3/23/2011	248	0	269	10		0	0	10
126	SPX CORP	784635104		11/24/2009	4/15/2011	400	0	269	131		0	0	131
127	SPX CORP	784635104		11/25/2009	4/15/2011	240	0	162	78		0	0	78
128	SSGA EMERGING MARKETS FD S #1510	784635104		11/20/2010	4/15/2011	2,884	0	2,069	815		0	0	815
129	SSGA EMERGING MARKETS FD S #1510	784924425		11/16/2007	4/21/2011	10,000	0	13,018	-3,018		0	0	-3,018
130	SAFEMAY INC NEW	786514208		9/20/2007	4/15/2011	248	0	331	-83		0	0	-83
131	SAFEMAY INC NEW	786514208		9/25/2007	4/15/2011	248	0	330	-82		0	0	-82
132	SAFEMAY INC NEW	786514208		9/26/2007	4/15/2011	1,886	0	2,517	-631		0	0	-631
133	ST JUDE MED INC	790849103		4/13/2010	10/29/2010	534	0	591	-57		0	0	-57
134	ST JUDE MED INC	790849103		10/29/2009	10/29/2010	305	0	273	32		0	0	32
135	ST JUDE MED INC	790849103		5/12/2009	10/29/2010	687	0	674	13		0	0	13
136	ST JUDE MED INC	790849103		7/26/2010	10/29/2010	305	0	299	6		0	0	6
137	SALESFORCE COM INC	794661302		11/10/2010	4/18/2011	262	0	236	26		0	0	26
138	SANDISK CORP COM	80004C101		2/15/2011	4/18/2011	273	0	309	-36		0	0	-36
139	SCHLUMBERGER LTD	806857108		2/4/2011	4/18/2011	419	0	445	-26		0	0	-26
140	SCHWAB CHARLES CORP NEW	808513105		2/4/2009	4/15/2011	353	0	250	103		0	0	103
141	SCHWAB CHARLES CORP NEW	808513105		3/6/2007	4/15/2011	1,523	0	1,487	36		0	0	36
142	SOUTHWESTERN ENERGY CO COM	845467109		12/22/2009	2/8/2011	967	0	1,231	-264		0	0	-264
143	STAPLES INC COM	855030102		5/14/2008	5/7/2010	130	0	143	-13		0	0	-13
144	STAPLES INC COM	855030102		9/24/2008	5/7/2010	369	0	390	-21		0	0	-21
145	STAPLES INC COM	855030102		4/9/2009	5/7/2010	607	0	582	25		0	0	25
146	STAPLES INC COM	855030102		3/4/2010	5/7/2010	369	0	391	-22		0	0	-22
147	STARBUCKS CORP COM	855244109		5/13/2010	12/16/2010	456	0	385	71		0	0	71
148	DANAHER CORP	235851102		3/7/2007	1/27/2011	560	0	423	137		0	0	137
149	DEERE & CO	244199105		3/6/2007	4/15/2011	4,594	0	2,641	1,953		0	0	1,953
150	DENBURY RESOURCES	247916208		3/10/2010	4/18/2011	130	0	96	34		0	0	34
151	DENBURY RESOURCES	247916208		3/10/2010	4/18/2011	745	0	544	201		0	0	201
152	DEVON ENERGY CORPORATION	25179M103		3/4/2011	4/18/2011	171	0	180	-9		0	0	-9
153	DIAGEO PLC - ADR	25243Q205		3/6/2007	4/15/2011	3,546	0	3,480	66		0	0	66
154	THE DIRECTV GROUP	25490A101		9/9/2009	11/15/2010	1,386	0	827	569		0	0	569
155	DOMINION RES INC VA	25746J109		3/6/2007	10/21/2010	3,439	0	3,259	180		0	0	180
156	DOW CHEMICAL CO	260543103		2/10/2010	4/15/2011	680	0	494	186		0	0	186
157	DOW CHEMICAL CO	260543103		2/17/2010	4/15/2011	566	0	430	136		0	0	136
158	DOW CHEMICAL CO	260543103		2/11/2010	4/15/2011	491	0	360	131		0	0	131
159	DOW CHEMICAL CO	260543103		2/22/2010	4/15/2011	415	0	323	92		0	0	92
160	DOW CHEMICAL CO	260543103		2/12/2010	4/15/2011	378	0	275	103		0	0	103
161	DOW CHEMICAL CO	260543103		2/19/2010	4/15/2011	378	0	293	85		0	0	85
162	DOW CHEMICAL CO	260543103		2/18/2010	4/15/2011	302	0	234	68		0	0	68
163	DOW CHEMICAL CO	260543103		2/9/2010	4/15/2011	680	0	491	189		0	0	189
164	DREYFUS THE BOSTON COMPANY SM/26203E851	26203E851		2/22/2007	5/10/2010	3,000	0	3,614	-614		0	0	-614
165	DREYFUS THE BOSTON COMPANY SM/26203E851	26203E851		2/22/2007	4/21/2011	30,000	0	31,806	-1,806		0	0	-1,806
166	E M C CORP MASS	268648102		9/19/2008	4/15/2011	1,344	0	650	694		0	0	694
167	E M C CORP MASS	268648102		6/18/2008	4/15/2011	484	0	295	189		0	0	189
168	E M C CORP MASS	268648102		9/22/2008	4/15/2011	3,765	0	1,754	2,011		0	0	2,011
169	E M C CORP MASS	268648102		4/9/2009	4/18/2011	396	0	199	197		0	0	197
170	EOG RESOURCES INC	26875P101		2/24/2011	4/18/2011	326	0	334	-8		0	0	-8
171	EAST WEST BANCORP INC	27579R104		5/10/2010	4/15/2011	1,365	0	1,071	294		0	0	294

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	Long Term CG Distributions Short Term CG Distributions	Amount		Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		5,741	0									
172	EAST WEST BANCORP INC	27579R104		8/19/2010	4/15/2011	537	0	385	152		0	152
173	EBAY INC COM	278642103		8/19/2010	5/19/2010	1,660	0	1,825	-165		0	-165
174	EBAY INC	278642103		8/18/2010	4/15/2011	568	0	411	157		0	157
175	EBAY INC	278642103		8/19/2010	4/15/2011	3,754	0	2,725	1,029		0	1,029
176	EMERSON ELECTRIC CO	291011104		9/10/2009	4/18/2011	360	0	198	81		0	81
177	EXPRESS SCRIPTS INC COMMON STOCK	302182100		6/14/2010	7/29/2010	279	0	429	-69		0	-69
178	EXPRESS SCRIPTS INC COMMON STOCK	302182100		6/14/2010	4/18/2011	109	0	107	2		0	2
179	F5 NETWORKS INC	315616102		8/18/2010	12/16/2010	657	0	444	213		0	213
180	F5 NETWORKS INC	315616102		8/18/2010	3/22/2011	770	0	711	59		0	59
181	FIRST SOLAR INC	336433107		3/31/2011	4/18/2011	270	0	318	-48		0	-48
182	FLOWERVE CORP COM	34354P105		2/2/2011	4/18/2011	124	0	128	-4		0	-4
183	FREEPORT-MCMORAN COPPER & GOLD	35671D857		7/20/2009	5/7/2010	1,424	0	1,180	244		0	244
184	FREEPORT-MCMORAN COPPER & GOLD	35671D857		1/19/2010	4/14/2011	209	0	215	-6		0	-6
185	FREEPORT-MCMORAN COPPER & GOLD	35671D857		1/15/2010	4/14/2011	104	0	104	0		0	0
186	FREEPORT-MCMORAN COPPER & GOLD	35671D857		1/15/2010	4/18/2011	200	0	208	-8		0	-8
187	FREEPORT-MCMORAN COPPER & GOLD	35671D857		10/25/2010	4/18/2011	451	0	433	18		0	18
188	GENTEX CORP	371901109		10/1/2008	10/1/2010	668	0	451	217		0	217
189	STARBUCKS CORP COM	855244109		5/13/2010	1/6/2011	255	0	220	35		0	35
190	STARBUCKS CORP COM	855244109		9/27/2010	1/6/2011	96	0	79	17		0	17
191	STARBUCKS CORP COM	855244109		9/27/2010	4/18/2011	352	0	263	89		0	89
192	STARWOOD HOTELS & RESORTS WORLDWIDE	85590A401		1/26/2011	4/18/2011	283	0	309	-26		0	-26
193	TARGET CORP	87612E106		7/26/2010	10/21/2010	595	0	581	14		0	14
194	TARGET CORP	87612E106		1/21/2010	10/21/2010	54	0	50	4		0	4
195	TARGET CORP	87612E106		1/1/2009	3/4/2011	311	0	289	22		0	22
196	TARGET CORP	87612E106		1/21/2010	3/4/2011	207	0	202	5		0	5
197	TARGET CORP	87612E106		10/9/2009	3/4/2011	1,244	0	1,195	49		0	49
198	TEVA PHARMACEUTICAL INDUSTRIES LTD	881624209		6/29/2009	1/10/2010	1,053	0	1,053	32		0	32
199	TEXAS INSTRUMENTS INC	882508104		10/4/2010	2/8/2011	1,620	0	1,248	372		0	372
200	TEXAS INSTRUMENTS INC	882508104		3/6/2007	4/15/2011	3,604	0	3,232	372		0	372
201	TEXTRON INC	883203101		4/11/2011	4/18/2011	231	0	244	-13		0	-13
202	3M CO	88579Y101		12/14/2009	1/31/2011	351	0	328	23		0	23
203	3M CO	88579Y101		12/11/2009	7/31/2011	965	0	898	67		0	67
204	3M CO	88579Y101		12/11/2009	4/18/2011	273	0	245	28		0	28
205	TIME WARNER INC	887317303		5/4/2009	10/25/2010	1,302	0	926	376		0	376
206	TIME WARNER INC	887317303		2/3/2010	4/15/2011	684	0	534	150		0	150
207	TIME WARNER INC	887317303		1/27/2010	4/15/2011	648	0	483	165		0	165
208	TIME WARNER INC	887317303		1/29/2010	4/15/2011	504	0	384	120		0	120
209	TIME WARNER INC	887317303		1/28/2010	4/15/2011	468	0	348	120		0	120
210	TIME WARNER INC	887317303		1/25/2010	4/15/2011	396	0	299	97		0	97
211	TIME WARNER INC	887317303		2/10/2010	4/15/2011	180	0	140	40		0	40
212	TIME WARNER INC	887317303		1/26/2010	4/15/2011	1,008	0	763	245		0	245
213	TURNER MIDCAP GROWTH FUND-IN #1	900297763		2/22/2007	4/21/2011	50,000	0	39,504	10,496		0	10,496
214	UNILEVER N.V. - ADR	904784709		6/8/2009	4/15/2011	1,016	0	757	259		0	259
215	UNILEVER N.V. - ADR	904784709		6/5/2009	4/15/2011	2,098	0	1,584	514		0	514
216	UNITED PARCEL SERVICE-CL B	911312106		11/26/2008	6/9/2010	531	0	515	16		0	16
217	UNITED PARCEL SERVICE-CL B	911312106		4/2/2009	6/9/2010	649	0	585	64		0	64
218	UNITED TECHNOLOGIES CORP	913017109		9/10/2009	6/8/2010	192	0	186	6		0	6
219	UNITED TECHNOLOGIES CORP	913017109		10/14/2008	6/8/2010	449	0	379	70		0	70
220	UNITED TECHNOLOGIES CORP	913017109		10/14/2008	10/21/2010	491	0	379	112		0	112
221	UNITED TECHNOLOGIES CORP	913017109		7/17/2009	10/21/2010	451	0	324	127		0	127
222	UNITED TECHNOLOGIES CORP	913017109		10/14/2008	10/21/2010	150	0	108	42		0	42
223	UNITED TECHNOLOGIES CORP	913017109		5/14/2009	10/21/2010	75	0	52	23		0	23
224	UNITED TECHNOLOGIES CORP	913017109		5/14/2009	4/18/2011	163	0	104	59		0	59
225	UNITEDHEALTH GROUP INC	91324P102		1/21/2010	10/15/2010	575	0	541	34		0	34
226	UNITEDHEALTH GROUP INC	91324P102		12/16/2009	10/15/2010	144	0	128	16		0	16
227	UNITEDHEALTH GROUP INC	91324P102		10/25/2010	4/18/2011	348	0	301	47		0	47
228	V F CORP	918204108		4/22/2010	4/18/2011	297	0	259	38		0	38

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	Long Term CG Distributions Short Term CG Distributions	Amount		Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		5,741	0									
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold							
229	VISA INC-CLASS A SHRS	92826C839		5/19/2010	1/13/2011	145	0	146	-1		0	-1
230	VISA INC-CLASS A SHRS	92826C839		4/14/2009	1/13/2011	1,449	0	1,210	239		0	239
231	VODAFONE GROUP PLC NEW ADR	92857W209		5/28/2009	4/15/2011	529	0	338	191		0	191
232	VODAFONE GROUP PLC NEW ADR	92857W209		3/6/2007	4/15/2011	2,614	0	2,368	246		0	246
233	CRM MID CAP VALUE FD-INSTL #32	92934R769		2/22/2007	4/21/2011	40,000	0	40,705	-705		0	-705
234	WALGREEN CO	931422109		2/24/2010	10/4/2010	698	0	741	-43		0	-43
235	WALGREEN CO	931422109		2/24/2010	10/29/2010	474	0	494	-20		0	-20
236	WALGREEN CO	931422109		7/14/2010	10/29/2010	1,321	0	1,154	167		0	167
237	WARNER MUSIC GROUP CORP	934550104		3/6/2007	4/15/2011	1,265	0	3,158	-1,893		0	-1,893
238	WATERS CORP	941848103		2/9/2011	4/18/2011	171	0	154	17		0	17
239	ZIONS BANCORP	989701107		12/12/2007	4/15/2011	463	0	1,039	-576		0	-576
240	ZIONS BANCORP	989701107		5/28/2009	4/15/2011	348	0	204	144		0	144
241	ZIONS BANCORP	989701107		11/29/2007	4/15/2011	116	0	261	-145		0	-145
242	ZIONS BANCORP	989701107		12/7/2007	4/15/2011	116	0	279	-163		0	-163
243	ZIONS BANCORP	989701107		8/27/2009	4/15/2011	93	0	70	23		0	23
244	ZIONS BANCORP	989701107		9/12/2009	4/15/2011	70	0	49	21		0	21
245	ZIONS BANCORP	989701107		9/2/2009	4/15/2011	70	0	49	21		0	21
246	AETNA INC-NEW	00817Y108		3/23/2010	6/11/2010	1,063	0	1,283	-220		0	-220
247	AIR PRODS & CHEMS INC COM	009158105		3/6/2007	7/1/2010	2,534	0	2,884	-350		0	-350
248	ALLEGHENY TECHNOLOGIES INC	01741R102		3/14/2011	4/18/2011	198	0	190	8		0	8
249	ALLEGHENY TECHNOLOGIES INC	01741R102		5/4/2010	4/18/2011	461	0	358	103		0	103
250	ALLERGAN INC	018490102		11/4/2009	7/29/2010	242	0	232	10		0	10
251	ALLERGAN INC	018490102		10/29/2010	4/18/2011	381	0	363	18		0	18
252	AMAZON COM INC COM	023135106		9/14/2010	3/2/2011	339	0	289	50		0	50
253	AMAZON COM INC COM	023135106		9/9/2010	3/2/2011	170	0	140	30		0	30
254	AMAZON COM INC COM	023135106		9/9/2010	4/18/2011	532	0	421	111		0	111
255	AMERICAN CENTURY SMALL CAP GRO	025083320		2/22/2007	5/10/2010	2,000	0	2,243	-243		0	-243
256	AMER GENT SMALL CAP GRWTH INST	025083320		2/22/2007	4/21/2011	40,000	0	33,169	6,811		0	6,811
257	AMERICAN EXPRESS COMPANY COM	025816109		7/20/2009	5/5/2010	1,728	0	1,090	638		0	638
258	AMERICAN TOWER SYSTEMS CORP CL	029912201		4/12/2010	1/19/2011	784	0	679	105		0	105
259	AMERICAN TOWER SYSTEMS CORP CL	029912201		4/12/2010	2/22/2011	643	0	509	134		0	134
260	AMERICAN TOWER SYSTEMS CORP CL	029912201		4/12/2010	4/7/2011	909	0	764	145		0	145
261	AMERICAN TOWER SYSTEMS CORP CL	029912201		6/4/2010	4/7/2011	707	0	585	122		0	122
262	AMGEN INC	031162100		1/27/2010	7/23/2010	525	0	575	-50		0	-50
263	AMGEN INC	031162100		2/9/2010	7/23/2010	52	0	57	-5		0	-5
264	AMGEN INC	031162100		2/9/2010	3/31/2011	323	0	344	-21		0	-21
265	AMGEN INC	031162100		6/29/2009	3/31/2011	431	0	420	11		0	11
266	AMGEN INC	031162100		6/29/2009	4/18/2011	826	0	788	38		0	38
267	APPLE INC	037833100		3/6/2007	11/11/2010	2,217	0	615	1,602		0	1,602
268	APPLE INC	037833100		3/6/2007	4/15/2011	3,600	0	966	2,634		0	2,634
269	APPLE INC	037833100		2/5/2010	4/18/2011	644	0	387	257		0	257
270	APPLE INC	037833100		10/22/2008	4/18/2011	322	0	100	222		0	222
271	APPLE INC	037833100		10/29/2009	4/18/2011	322	0	196	126		0	126
272	APPLE INC	037833100		11/24/2008	4/18/2011	322	0	89	233		0	233
273	BAKER HUGHES INC COM	057224107		1/28/2011	4/18/2011	208	0	201	7		0	7
274	BANCO SANTANDER CEN-SPON - ADR	05964H105		11/10/2010	11/23/2010	8	0	9	-1		0	-1
275	BANCO SANTANDER CEN-SPON - ADR	05964H105		6/25/2009	4/15/2011	403	0	391	12		0	12
276	BANCO SANTANDER CEN-SPON - ADR	05964H105		7/6/2009	4/15/2011	355	0	350	5		0	5
277	BANCO SANTANDER CEN-SPON - ADR	05964H105		3/29/2010	4/15/2011	355	0	407	-52		0	-52
278	BANCO SANTANDER CEN-SPON - ADR	05964H105		6/24/2009	4/15/2011	166	0	160	6		0	6
279	BANCO SANTANDER CEN-SPON - ADR	05964H105		6/26/2009	4/15/2011	130	0	130	0		0	0
280	BANCO SANTANDER CEN-SPON - ADR	05964H105		7/2/2009	4/15/2011	118	0	119	-1		0	-1
281	BANCO SANTANDER CEN-SPON - ADR	05964H105		1/16/2009	4/15/2011	12	0	16	-4		0	-4
282	BANCO SANTANDER CEN-SPON - ADR	05964H105		7/7/2009	4/15/2011	474	0	469	5		0	5
283	BANCO SANTANDER CEN-SPON - ADR	05964H105		6/1/2010	4/15/2011	1,421	0	1,197	224		0	224
284	BANCO SANTANDER CEN-SPON - ADR	05964H105		1/6/2011	4/15/2011	734	0	629	105		0	105
285	BANCO SANTANDER CEN-SPON - ADR	05964H105		11/10/2010	4/15/2011	36	0	39	-3		0	-3

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		Long Term CG Distributions Short Term CG Distributions	Amount 5,741 0	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold							
286	BANK OF AMERICA CORP	060505104		9/24/2008	4/15/2011	509	0	-716			0	62,672
287	BANK OF AMERICA CORP	060505104		6/25/2009	4/15/2011	462	0	440			0	-716
288	BANK OF AMERICA CORP	060505104		6/24/2009	4/15/2011	334	0	322			0	22
289	BANK OF AMERICA CORP	060505104		9/23/2008	4/15/2011	210	0	504			0	12
290	BANK OF AMERICA CORP	060505104		12/4/2009	4/15/2011	1,566	0	910			0	-294
291	BANK OF AMERICA CORP	060505104		4/4/2011	4/15/2011	3,298	0	1,647			0	-191
292	BAXTER INTL INC	071813109		3/6/2007	4/15/2011	3,262	0	2,920			0	-81
293	BOEING CO	097023105		3/6/2007	4/15/2011	505	0	3,947			0	378
294	BOEING CO	097023105		7/22/2010	4/18/2011	217	0	463			0	-685
295	BOEING CO	097023105		8/10/2010	4/18/2011	210	0	191			0	42
296	BORG WARNER INC	099724106		8/13/2010	4/18/2011	156	0	113			0	26
297	CAMERON INTL CORP	133428105		8/13/2010	4/18/2011	178	0	158			0	73
298	CANADIAN NAT RES LTD	136385101		11/15/2010	4/18/2011	88	0	79			0	43
299	CANADIAN NAT RES LTD	136385101		10/22/2010	4/18/2011	308	0	250			0	20
300	CANADIAN NAT RES LTD	136385101		2/18/2011	4/18/2011	70	0	50			0	9
301	CATERPILLAR INC	149123101		9/3/2009	4/15/2011	695	0	1,634			0	58
302	ZIONS BANCORP	989701107		12/11/2007	4/15/2011	1,645	0	1,581			0	-10
303	ZIONS BANCORP	989701107		1/26/2010	7/23/2010	270	0	357			0	20
304	ZIONS BANCORP	989701107		1/26/2010	7/23/2010	333	0	458			0	9
305	COVIDIEN PLC	G2554F105		1/26/2010	7/23/2010	314	0	306			0	58
306	COVIDIEN PLC	G2554F105		1/26/2010	7/23/2010	488	0	340			0	-125
307	COVIDIEN PLC	G2554F113		11/3/2011	4/18/2011	547	0	414			0	8
308	SINA CORPORATION	G81477104		3/25/2010	4/15/2011	2,375	0	2,324			0	148
309	WEATHERFORD INTNL LTD NEW	H27013103		3/6/2007	4/15/2011	424	0	292			0	133
310	WEATHERFORD INTNL LTD NEW	H27013103		9/30/2010	4/18/2011	577	0	540			0	51
311	CHECK POINT SOFTWARE TECH COM	M22465104		5/8/2009	5/19/2010	3,269	0	3,049			0	132
312	ABBOTT LABS COM	002824100		5/17/2010	4/15/2011	778	0	692			0	37
313	ABBOTT LABS	002824100		2/4/2011	4/15/2011	626	0	365			0	220
314	ABBOTT LABS	00724F101		2/25/2009	6/25/2010	745	0	430			0	86
315	ADOBE SYS INC	00724F101		2/23/2009	6/25/2010	913	0	1,004			0	261
316	ADOBE SYS INC	00724F101		7/26/2007	5/19/2010	481	0	513			0	315
317	ABBOTT LABS COM	002824100		11/11/2010	3/15/2011	396	0	353			0	-91
318	ABBOTT LABS COM	002824100		11/11/2010	3/15/2011	234	0	206			0	-32
319	ADOBE SYS INC	00724F101		4/30/2009	4/26/2011	1,224	0	1,020			0	43
320	ADOBE SYS INC	00724F101		11/11/2010	4/26/2011	132	0	118			0	28
321	ADOBE SYS INC	00724F101		11/11/2010	4/26/2011	342	0	370			0	204
322	ADOBE SYS INC	151020104		5/5/2010	2/8/2011	1,618	0	1,917			0	14
323	CELGENE CORP COM	151020104		11/11/2010	12/9/2010	202	0	246			0	-28
324	CELGENE CORP COM	151020104		11/11/2010	12/9/2010	539	0	681			0	-299
325	CELGENE CORP COM	17275R102		3/19/2010	11/11/2010	332	0	414			0	-44
326	CISCO SYSTEMS INC	17275R102		3/7/2007	11/11/2010	124	0	147			0	-142
327	CISCO SYSTEMS INC	17275R102		8/10/2010	11/11/2010	728	0	931			0	-82
328	CISCO SYSTEMS INC	17275R102		7/30/2009	12/2/2010	613	0	703			0	-23
329	CISCO SYSTEMS INC	17275R102		4/9/2009	2/11/2011	641	0	611			0	-203
330	CISCO SYSTEMS INC	17275R102		11/18/2008	2/11/2011	735	0	629			0	-90
331	CISCO SYSTEMS INC	17275R102		10/25/2010	4/18/2011	502	0	426			0	-30
332	CISCO SYSTEMS INC	17275R102		7/27/2010	4/18/2011	72	0	48			0	30
333	CITRIX SYS INC COM	177376100		1/28/2010	4/18/2011	215	0	139			0	-3
334	CITRIX SYS INC COM	189754104		1/13/2010	1/6/2011	444	0	400			0	106
335	CITRIX SYS INC COM	177376100		1/13/2010	4/18/2011	601	0	514			0	140
336	CITRIX SYS INC COM	177376100		1/13/2010	4/18/2011	401	0	343			0	76
337	COACH INC	191216100		1/28/2010	4/28/2011	200	0	164			0	44
338	COCA COLA CO	191216100		3/22/2011	4/18/2011	231	0	232			0	87
339	COCA COLA CO	191216100					0				0	58
340	COCA COLA CO	191216100					0				0	36
341	COCA COLA CO	191216100					0				0	-1
342	COGNIZANT TECH SOLUTIONS CRP CO	192446102					0				0	

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		Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
			Long Term CG Distributions	Short Term CG Distributions												
			5,741	0			Totals	590,233	0	527,561	62,672	0	0	0	0	62,672
343		COLGATE PALMOLIVE CO	194162103			1/25/2010	11/10/2010	308	0	322	-14			0		-14
344		COLGATE PALMOLIVE CO	194162103			1/25/2010	1/6/2011	707	0	725	-18			0		-18
345		COLGATE PALMOLIVE CO	194162103			1/25/2010	3/18/2011	690	0	725	-35			0		-35
346		COMERICA INC	200340107			4/7/2011	4/18/2011	186	0	190	-4			0		-4
347		CONAGRA FOODS INC	205887102			5/19/2010	8/9/2010	1,678	0	1,842	-164			0		-164
348		CONAGRA FOODS INC	205887102			5/15/2008	12/23/2010	672	0	704	-32			0		-32
349		CONAGRA FOODS INC	205887102			5/21/2008	12/23/2010	67	0	71	-4			0		-4
350		CONAGRA FOODS INC	205887102			5/23/2008	12/23/2010	985	0	1,029	-44			0		-44
351		CONAGRA FOODS INC	205887102			5/23/2008	12/23/2010	1,249	0	1,309	-60			0		-60
352		CONOCOPHILLIPS	20825C104			3/6/2007	4/15/2011	5,139	0	4,283	856			0		856
353		CORNING INC	219350105			6/10/2010	8/19/2010	677	0	746	-69			0		-69
354		CORNING INC	219350105			6/1/2010	8/19/2010	113	0	116	-3			0		-3
355		CORNING INC	219350105			6/1/2010	4/18/2011	291	0	248	43			0		43
356		CTIP COM INTERNATIONAL, LTD - AD 22943F100				11/18/2010	2/11/2011	426	0	467	-41			0		-41
357		CTIP COM INTERNATIONAL, LTD - AD 22943F100				11/18/2010	2/11/2011	366	0	420	-54			0		-54
358		CTIP COM INTERNATIONAL, LTD - AD 22943F100				11/18/2010	2/16/2011	359	0	420	-61			0		-61
359		CUMMINS INC	231021106			4/29/2010	5/7/2010	529	0	598	-69			0		-69
360		CUMMINS INC	231021106			4/29/2010	4/18/2011	203	0	150	53			0		53
361		CUMMINS INC	231021106			4/27/2009	4/18/2011	305	0	97	208			0		208
362		DANAHER CORP	235851102			3/7/2007	1/26/2011	1,040	0	776	264			0		264
363		GENTEX CORP	371901109			10/2/2008	10/1/2010	786	0	491	295			0		295
364		GENTEX CORP	371901109			10/3/2008	10/1/2010	530	0	324	206			0		206
365		GENTEX CORP	371901109			10/3/2008	10/4/2010	255	0	156	99			0		99
366		GOLDMAN SACHS GROUP INC	38141G104			7/29/2010	12/1/2010	1,268	0	1,198	70			0		70
367		GOOGLE INC-CL A COM	38259P508			8/26/2008	5/21/2010	466	0	479	-13			0		-13
368		GOOGLE INC-CL A COM	38259P508			10/29/2009	5/21/2010	466	0	549	-83			0		-83
369		GOOGLE INC-CL A COM	38259P508			12/31/2009	5/21/2010	466	0	623	-157			0		-157
370		GOOGLE INC	38259P508			3/7/2007	6/9/2010	485	0	456	29			0		29
371		GOOGLE INC	38259P508			3/7/2007	9/14/2010	1,445	0	1,368	77			0		77
372		GOOGLE INC	38259P508			2/14/2011	4/18/2011	522	0	522	0			0		0
373		HEINZ H J CO	423074103			5/6/2010	4/15/2011	3,043	0	2,714	329			0		329
374		THE HERSHEY COMPANY	427866108			4/21/2009	4/15/2011	572	0	356	216			0		216
375		THE HERSHEY COMPANY	427866108			4/30/2009	4/15/2011	572	0	361	211			0		211
376		THE HERSHEY COMPANY	427866108			5/1/2009	4/15/2011	572	0	358	214			0		214
377		THE HERSHEY COMPANY	427866108			3/16/2009	4/15/2011	515	0	300	215			0		215
378		THE HERSHEY COMPANY	427866108			3/17/2009	4/15/2011	401	0	242	159			0		159
379		THE HERSHEY COMPANY	427866108			3/19/2009	4/15/2011	286	0	174	112			0		112
380		THE HERSHEY COMPANY	427866108			3/18/2009	4/15/2011	172	0	104	68			0		68
381		THE HERSHEY COMPANY	427866108			3/13/2009	4/15/2011	114	0	66	48			0		48
382		THE HERSHEY COMPANY	427866108			4/29/2009	4/15/2011	114	0	73	41			0		41
383		THE HERSHEY COMPANY	427866108			3/25/2009	4/15/2011	572	0	347	225			0		225
384		HESS CORP	42809H107			6/28/2010	12/20/2010	972	0	690	282			0		282
385		HESS CORP	42809H107			6/28/2010	4/15/2011	158	0	106	52			0		52
386		HESS CORP	42809H107			6/29/2010	4/15/2011	3,154	0	2,059	1,095			0		1,095
387		HESS CORP	42809H107			7/2/2010	4/15/2011	315	0	201	114			0		114
388		HEWLETT-PACKARD CO COM	428236103			7/17/2008	5/17/2010	329	0	301	28			0		28
389		HEWLETT-PACKARD CO COM	428236103			12/16/2009	5/17/2010	376	0	412	-36			0		-36
390		HEWLETT-PACKARD CO	428236103			7/17/2008	8/10/2010	170	0	172	-2			0		-2
391		HEWLETT-PACKARD CO	428236103			6/29/2009	8/10/2010	852	0	764	88			0		88
392		HEWLETT-PACKARD CO	428236103			12/15/2008	8/10/2010	85	0	71	14			0		14
393		HEWLETT-PACKARD CO	428236103			11/25/2008	9/14/2010	676	0	564	112			0		112
394		HEWLETT-PACKARD CO	428236103			12/15/2008	9/14/2010	597	0	529	68			0		68
395		HEWLETT-PACKARD CO	428236103			2/8/2011	4/18/2011	275	0	338	-63			0		-63
396		HOME DEPOT INC	437076102			9/17/2008	4/15/2011	1,640	0	1,122	518			0		518
397		HOME DEPOT INC	437076102			4/24/2007	4/15/2011	2,327	0	2,383	-56			0		-56
398		HOSPIRA INC	441060100			3/6/2007	4/15/2011	3,078	0	2,144	934			0		934
399		HUNTINGTON INGALLS INDUSTRIES	446413106			3/6/2007	4/7/2011	32	0	35	-3			0		-3

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		Amount		Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions									
		5,741	0									62,672
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold							
400	HUNTINGTON INGALLS INDUSTRIES	446413106		10/13/2009	4/15/2011	27	0	20	7		0	7
401	HUNTINGTON INGALLS INDUSTRIES	446413106		10/12/2009	4/15/2011	20	0	15	5		0	5
402	HUNTINGTON INGALLS INDUSTRIES	446413106		3/6/2007	4/15/2011	214	0	223	-9		0	-9
403	ING REAL ESTATE FUND CL I	44981V706		8/20/2009	5/10/2010	10,000	0	7,027	2,973		0	2,973
404	ING REAL ESTATE FUND CL-I #2190	44981V706		8/20/2009	4/21/2011	25,000	0	15,241	9,759		0	9,759
405	ILLUMINA INC	452327109		1/12/2011	4/18/2011	262	0	264	-2		0	-2
406	INTERNATIONAL BUSINESS MACHS CO	459200101		12/20/1999	4/15/2011	5,647	0	3,739	1,908		0	1,908
407	INTUIT COM	461202103		10/30/2009	4/15/2011	1,090	0	588	502		0	502
408	INTUIT COM	461202103		10/21/2009	4/15/2011	654	0	358	296		0	296
409	INTUIT COM	461202103		10/20/2009	4/15/2011	490	0	266	224		0	224
410	INTUIT COM	461202103		10/16/2009	4/15/2011	436	0	238	198		0	198
411	INTUIT COM	461202103		10/26/2009	4/15/2011	272	0	150	122		0	122
412	INTUIT COM	461202103		10/22/2009	4/15/2011	109	0	60	49		0	49
413	INTUIT COM	461202103		10/28/2009	4/15/2011	1,090	0	592	498		0	498
414	JP MORGAN CHASE & CO COM	46625H100		4/15/2010	5/7/2010	527	0	623	-96		0	-96
415	JPMORGAN CHASE & CO	46625H100		3/13/2009	12/16/2010	400	0	237	163		0	163
416	JPMORGAN CHASE & CO	46625H100		3/11/2010	4/15/2011	583	0	557	26		0	26
417	JPMORGAN CHASE & CO	46625H100		3/6/2007	4/15/2011	3,320	0	3,578	-258		0	-258
418	JPMORGAN CHASE & CO	46625H100		3/13/2009	4/18/2011	175	0	95	80		0	80
419	JOHNSON & JOHNSON	478160104		4/12/2010	6/10/2010	643	0	715	-72		0	-72
420	JOHNSON & JOHNSON	478160104		1/28/2010	6/10/2010	488	0	509	-41		0	-41
421	JOHNSON & JOHNSON	478160104		1/28/2010	7/12/2010	120	0	127	-7		0	-7
422	JOHNSON & JOHNSON	478160104		2/5/2010	7/12/2010	120	0	126	-6		0	-6
423	JOHNSON & JOHNSON	478160104		10/28/2009	7/12/2010	241	0	239	2		0	2
424	JOHNSON & JOHNSON	478160104		10/28/2009	7/12/2010	291	0	299	-8		0	-8
425	JOHNSON & JOHNSON	478160104		7/9/2009	7/27/2010	1,515	0	1,475	40		0	40
426	JOHNSON CONTROLS INC	478366107		7/21/2009	6/9/2010	1,169	0	1,083	86		0	86
427	JP MORGAN HIGH YIELD FUND SS #358	4812C0803		2/22/2007	5/10/2010	4,000	0	4,399	-399		0	-399
428	JPMORGAN HIGH YIELD FUND SS #358	4812C0803		2/22/2007	4/21/2011	8,000	0	8,286	-286		0	-286
429	JUNIPER NETWORKS INC	48203R104		3/4/2011	4/18/2011	301	0	352	-51		0	-51
430	KELLOGG COMPANY COM	487836108		3/6/2007	5/6/2010	1,650	0	1,533	117		0	117
431	KELLOGG COMPANY COM	487836108		3/6/2007	5/7/2010	1,333	0	1,236	97		0	97
432	KIMBERLY CLARK CORP COM	494368103		5/10/2010	9/28/2010	1,430	0	1,387	43		0	43
433	HUNTINGTON INGALLS INDUSTRIES	446413106		10/8/2009	4/15/2011	60	0	44	16		0	16
434	KIMBERLY CLARK CORP COM	494368103		5/10/2010	10/13/2010	1,068	0	1,009	59		0	59

Part

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

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment	5/15/2011	2	414
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	414

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	54,155
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	54,155

Statement A

EDITH S & JAMES R JOYCE FOUNDATION 4019304287

EIN: 59-6892584

Florida Attorney General does not require and prefers that we do not furnish a copy of Form 990PF to their office.

EDITH S & JAMES R JOYCE FOUNDATION

ACCOUNT: 4019304287

EIN: 59-6892584

APRIL 2011 STATEMENT

Security Category	Account #	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	4019876506					
Invest - Corp Stock	4019876490	M22465104	CASH TOTAL			
Invest - Corp Stock	4019876490	018490102	CHECK POINT SOFTWARE TECH COM	2,527	46	1,471
Invest - Corp Stock	4019876490	023135106	ALLERGAN INC	2,228	28	1,731
Invest - Corp Stock	4019876490	037833100	AMAZON COM INC COM	3,720	19	929
Invest - Corp Stock	4019876490	057224107	APPLE INC	8,403	24	2,115
Invest - Corp Stock	4019876490	097023105	BAKER HUGHES INC COM	1,626	21	1,409
Invest - Corp Stock	4019876490	099724106	BOEING CO	2,713	34	2,161
Invest - Corp Stock	4019876490	149123101	BORG WARNER INC.	1,931	25	1,101
Invest - Corp Stock	4019876490	177376100	CATERPILLAR INC	3,116	27	1,898
Invest - Corp Stock	4019876490	192446102	CITRIX SYS INC COM	4,639	55	2,384
Invest - Corp Stock	4019876490	200340107	COGNIZANT TECH SOLUTIONS CRP COM	1,326	16	1,237
Invest - Corp Stock	4019876490	219350105	COMERICA INC	1,441	38	1,445
Invest - Corp Stock	4019876490	231021106	CORNING INC	1,759	84	1,388
Invest - Corp Stock	4019876490	268648102	CUMMINS INC.	2,644	22	714
Invest - Corp Stock	4019876490	291011104	E M C CORP MASS	2,182	77	976
Invest - Corp Stock	4019876490	302182100	EMERSON ELECTRIC CO	1,458	24	833
Invest - Corp Stock	4019876490	34354P105	EXPRESS SCRIPTS INC COMMON STOCK	1,362	24	1,287
Invest - Corp Stock	4019876490	35671D857	FLOWSERVE CORP COM	2,026	16	2,033
Invest - Corp Stock	4019876490	428236103	FREEPORT-MCMORAN COPPER & GOLD INC	4,016	73	3,370
Invest - Corp Stock	4019876490	637071101	HEWLETT PACKARD CO	1,574	39	1,881
Invest - Corp Stock	4019876490	655664100	NATIONAL OILWELL INC COM	1,304	17	1,326
Invest - Corp Stock	4019876490	68389X105	NORDSTROM INC	1,427	30	1,079
Invest - Corp Stock	4019876490	73755L107	ORACLE CORPORATION	5,394	150	3,641
Invest - Corp Stock	4019876490	742718109	POTASH CORP SASK	2,142	38	1,778
Invest - Corp Stock	4019876490	773903109	PROCTER & GAMBLE CO	1,817	28	1,456
Invest - Corp Stock	4019876490	80004C101	ROCKWELL AUTOMATION INC	1,481	17	1,473
Invest - Corp Stock	4019876490	806857108	SANDISK CORP COM	1,529	31	1,494
Invest - Corp Stock	4019876490	855244109	SCHLUMBERGER LTD	2,693	30	2,191
Invest - Corp Stock	4019876490	883203101	STARBUCKS CORP COM	2,244	62	1,587
Invest - Corp Stock	4019876490	913017109	TEXTRON INC	1,201	46	1,249
Invest - Corp Stock	4019876490	918204108	UNITED TECHNOLOGIES CORP	1,344	15	756
Invest - Corp Stock	4019876490		V F CORP	1,710	17	1,381

EDITH S & JAMES R JOYCE FOUNDATION
ACCOUNT: 4019304287
EIN: 59-6892584
APRIL 2011 STATEMENT

Security Category	Account #	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Corp Stock	4019876490	941848103	WATERS CORP		1,666	1,309
Invest - Corp Stock	4019876490	191216100	COCA COLA CO		3,103	2,517
Invest - Corp Stock	4019876490	740189105	PRECISION CASTPARTS CORP		2,472	1,961
Invest - Corp Stock	4019876490	75281A109	RANGE RES CORP		1,242	1,202
Invest - Corp Stock	4019876490	48203R104	JUNIPER NETWORKS INC		1,763	1,631
Invest - Corp Stock	4019876490	25179M103	DEVON ENERGY CORPORATION		1,274	1,258
Invest - Corp Stock	4019876490	26875P101	EOG RESOURCES, INC		2,261	1,988
Invest - Corp Stock	4019876490	01741R102	ALLEGHENY TECHNOLOGIES INC		3,672	2,542
Invest - Corp Stock	4019876490	055434203	BG GROUP PLC - ADR		1,271	1,190
Invest - Corp Stock	4019876490	136385101	CANADIAN NAT RES LTD		2,865	1,647
Invest - Corp Stock	4019876490	91324P102	UNITEDHEALTH GROUP INC		3,003	1,982
Invest - Corp Stock	4019876490	247916208	DENBURY RESOURCES		767	544
Invest - Corp Stock	4019876490	582839106	MEAD JOHNSON NUTRITION CO		1,806	1,180
Invest - Corp Stock	4019876490	452327109	ILLUMINA INC		1,916	1,766
Invest - Corp Stock	4019876490	189754104	COACH INC		1,316	764
Invest - Corp Stock	4019876490	46625H100	JPMORGAN CHASE & CO		1,369	711
Invest - Corp Stock	4019876490	774341101	ROCKWELL COLLINS		1,199	1,132
Invest - Corp Stock	4019876490	88579Y101	3M CO		1,167	926
Invest - Corp Stock	4019876490	64110L106	NETFLIX.COM INC		2,792	1,343
Invest - Corp Stock	4019876490	G81477104	SINA CORPORATION		2,965	1,869
Invest - Corp Stock	4019876490	79466L302	SALESFORCE.COM INC		2,218	1,346
Invest - Corp Stock	4019876490	38259P508	GOOGLE INC		2,721	3,179
Invest - Corp Stock	4019876490	G2554F113	COVIDIEN PLC		1,448	1,275
Invest - Corp Stock	4019876490	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE		1,787	1,854
Invest - Corp Stock	4019876490	13342B105	CAMERON INTL CORP		1,687	1,209
Invest - Corp Stock	4019876490	336433107	FIRST SOLAR INC		1,675	1,873
Invest - Corp Stock	4019876490	12572Q105	CME GROUP INC		1,183	1,244
Invest - Other	4019304287	256210105	DODGE & COX INCOME FD COM #147		43,193	43,000
Invest - Other	4019304287	589509108	MERGER FD SH BEN INT #260		29,054	29,000
Invest - Other	4019304287	693390551	PIMCO TOTAL RETN FD II INST #153		194,227	188,683
Invest - Other	4019304287	693390882	PIMCO FOREIGN BD FD USD H-INST #103		76,049	74,583
Invest - Other	4019304287	26203E851	DREYFUS/THE BOSTON CA S/C - I #6944		24,034	19,281
Invest - Other	4019304287	693390593	PIMCO MODERATE DURATION-INST #120		62,613	62,000

EDITH S & JAMES R JOYCE FOUNDATION

ACCOUNT: 4019304287

EIN: 59-6892584

APRIL 2011 STATEMENT

Security Category	Account #	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Other	4019304287	04315J837	ARTIO INTERNATIONAL EQ FD II #1529	61,485	4609	54,000
Invest - Other	4019304287	693391104	PIMCO REAL RETURN BOND FD-I #122	54,418	4635.3	49,581
Invest - Other	4019304287	464287200	ISHARES S & P 500 INDEX FUND	42,862	313	41,998
Invest - Other	4019304287	74144Q203	T ROWE PRICE INST EM MKT EQ #146	27,652	823.47	16,914
Invest - Other	4019304287	025083320	AMER CENT SMALL CAP GRWTH INST #336	24,936	2592.1	17,831
Invest - Other	4019304287	552983694	MFS VALUE FUND-CLASS I #893	45,961	1847.3	45,000
Invest - Other	4019304287	56063J302	MAINSTAY EP US EQUITY-INS #1204	45,905	3230.4	45,000
Invest - Other	4019304287	61744J317	MORGAN STANLEY INS INTN RE I #8001	54,085	2749.6	50,000
Invest - Other	4019304287	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	57,524	4761.9	58,000
Invest - Other	4019304287	900297763	TURNER MIDCAP GROWTH FUND-IN #1309	34,761	869.67	27,326
Invest - Other	4019304287	693391559	PIMCO EMERG MKTS BD-INST #137	55,453	4960	54,680
Invest - Other	4019304287	94984B348	WELLS FARGO ADV INTL EQ FD INS #4117	105,897	8891.5	69,118
Invest - Other	4019304287	92934R769	CRM MID CAP VALUE FD-INSTL #32	33,062	1042.3	33,104
Invest - Other	4019304287	722005667	PIMCO COMMODITY REAL RET STRAT-I#45	63,480	6223.5	47,237
Invest - Other	4019304287	44981V706	ING REAL ESTATE FUND CL-I #2190	63,841	3980.1	37,731
Invest - Other	4019304287	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	73,974	8827.4	76,798
Invest - Other	4019304287	784924425	SSGA EMERGING MARKETS FD S #1510	34,175	1424	44,470
Invest - Other	4019304287	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	29,765	1700.9	29,000
			INVEST- TOTAL	1,465,988		1,305,553
Savings & Temp Inv	4019304287	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	31,959	31959	31,959
Savings & Temp Inv	4019304287	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	7,507	7507.2	7,507
Savings & Temp Inv	4019876490	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	4,070	4069.5	4,070
Savings & Temp Inv	4019876490	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	4,676	4675.9	4,676
Savings & Temp Inv	4019876506	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	23	22.95	23
			SAVINGS & TEMP INV TOTAL	48,234		48,234
Grand Total				1,514,222		1,353,787

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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	Employer identification number
	EDITH S & JAMES R JOYCE FOUNDATION	59-6892584
	Number, street, and room or suite no. If a P.O. box, see instructions	
	Wells Fargo Bank N.A. 101N Independence Mall E MACY1372-062	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Philadelphia	PA 19106-2112

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

04

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

- The books are in the care of ▶ WELLS FARGO BANK N.A.

Telephone No. ▶ (888) 730-4933

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 12/15/2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for
▶ ☐ calendar year _____ or
▶ ☒ tax year beginning 5/1/2010, and ending 4/30/2011

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	2,500
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	\$	
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	\$	2,500

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)

(HTA)