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 JUN 1, 2010 , and ending MAY 31, 2011

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation
JAMES H. CUMMINGS
FOUNDATION, INC.

A Employer identification number
16-0864200

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

Room/suite

B Telephone number
(716) 874-0040

City or town, state, and ZIP code
BUFFALO, NY 14201-2170

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 34,617,981.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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))	(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			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	228.	228.		STATEMENT 1
	4	Dividends and interest from securities	474,909.	474,909.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	655,607.			
	b	Gross sales price for all assets on line 6a 7,960,375.				
	7	Capital gain net income (from Part IV, line 2)		655,607.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	25,070.	70.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	1,155,814.	1,130,814.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	103,765.	51,883.		51,883.
	14	Other employee salaries and wages	12,200.	6,100.		6,100.
	15	Pension plans, employee benefits	16,721.	8,361.		8,360.
	16a	Legal fees				
	b	Accounting fees STMT 4	12,650.	6,325.		6,325.
	c	Other professional fees STMT 5	209,203.	209,203.		0.
	17	Interest				
	18	Taxes STMT 6	12,570.	2,237.		2,238.
	19	Depreciation and depletion				
	20	Occupancy	9,095.	4,547.		4,548.
	21	Travel, conferences, and meetings	3,215.	1,608.		1,607.
	22	Printing and publications				
	23	Other expenses STMT 7	36,251.	31,087.		5,164.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	415,670.	321,351.		86,225.
	25	Contributions, gifts, grants paid	1,699,500.			1,699,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,115,170.	321,351.		1,785,725.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-959,356.			
	b	**Net investment income** (if negative, enter -0-)		809,463.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	5,441.	190,826.	190,826.
	2	Savings and temporary cash investments	258,864.	1,107,249.	1,107,249.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	12,254.	7,332.	7,332.
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock STMT 8	25,552,049.	24,368,205.	32,172,510.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	1,414,650.	610,290.	1,140,064.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers)	27,243,258.	26,283,902.	34,617,981.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	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	27,243,258.	26,283,902.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	27,243,258.	26,283,902.	
	31	**Total liabilities and net assets/fund balances**	27,243,258.	26,283,902.	

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	27,243,258.
2	Enter amount from Part I, line 27a	2	-959,356.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	26,283,902.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,283,902.

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				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	7,960,375.		7,304,768.	655,607.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				655,607.

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 } 2 655,607.

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) If (loss), enter -0- in Part I, line 8 } 3 N/A

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 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	1,547,505.	28,982,397.	.053395
2008	1,470,206.	28,501,241.	.051584
2007	2,014,558.	39,196,550.	.051396
2006	1,982,726.	37,874,794.	.052349
2005	1,792,184.	35,218,396.	.050888

2	Total of line 1, column (d)	2	.259612
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	.051922
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	31,512,302.
5	Multiply line 4 by line 3	5	1,636,182.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,095.
7	Add lines 5 and 6	7	1,644,277.
8	Enter qualifying distributions from Part XII, line 4	8	1,785,725.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary-see instructions)** b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			1	8,095.
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	8,095.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	8,095.
6 Credits/Payments				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	14,677.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	14,677.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	6,582.
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶		6,582. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a *or* 1b, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
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.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
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*	8b	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)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ WWW.JAMESHCUMMINGS.COM

14 The books are in care of ▶ WILLIAM L. JOYCE Telephone no ▶(716) 874-0040

Located at ▶120 WEST TUPPER STREET, BUFFALO, NEW YORK ZIP+4 ▶14201

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

			Yes	No
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		X
	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 ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
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 instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969, (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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)? ☐ 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 instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		103,765.	11,223.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	29,769,259.
b	Average of monthly cash balances	1b	517,820.
c	Fair market value of all other assets	1c	1,705,106.
d	**Total** (add lines 1a, b, and c)	1d	31,992,185.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	31,992,185.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	479,883.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	31,512,302.
6	**Minimum investment return** Enter 5% of line 5	6	1,575,615.

Part XI Distributable Amount (see 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	1,575,615.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	8,095.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	8,095.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,567,520.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	1,567,520.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,567,520.

Part XII Qualifying Distributions (see 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	1,785,725.
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	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,785,725.
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	5	8,095.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,777,630.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,567,520.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			449,807.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1,785,725.				
a Applied to 2009, but not more than line 2a			449,807.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				1,335,918.
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				231,602.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	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				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see 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)

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see 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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SEE STATEMENT 11

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total			▶ 3a	1,699,500.
b *Approved for future payment*				
Total SEE STATEMENT 13			▶ 3b	1,937,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	228.	
4 Dividends and interest from securities			14	474,909.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	70.	
8 Gain or (loss) from sales of assets other than inventory			18	655,607.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a GRANT PAID IN PRIOR YEAR					
b REFUNDED					25,000.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,130,814.	25,000.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,155,814.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
	N/A

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

▶ Signature of officer or trustee WILLIAM L. JOYCE | Date 8/1/11 | ▶ Title EX. DIRECTOR + SECRETARY

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
DANIEL C. MARTIN		7/14/11		

Firm's name ▶ HADLEY & ASSOCIATES

Firm's EIN ▶

Firm's address ▶ 241 MAIN STREET, SUITE 100
BUFFALO, NY 14203

Phone no 716-852-2200

Form 990-PF (2010)

THE BUFFALO NEWS

-Affidavit-

Lisa Stephan-Kozlowski of the City of Buffalo, New York, being duly sworn, deposes and says that he/she is Principal Clerk of THE BUFFALO NEWS INC., Publisher of THE BUFFALO NEWS, a newspaper published in said city, that the notice of which the annexed printed slip taken from said newspaper is a copy, was inserted and published therein **1** times, the first insertion being on **07/01/2011** and the last insertion being on **07/01/2011**

Lisa Stephan Kozlowski

Dates Ad Ran:

Buffalo News (P1) 07/01/11

Sworn to before me this 8th day of, July 2011

Shukriyyah Hawkins

Notary Public, Erie County, New York

SHUKRIYYAH HAWKINS
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 9/30/13

NOTICE

The May 31, 2011 annual report of the James H Cummings Foundation, Inc is available at its principal office, 120 West Tupper Street, Buffalo, New York 14201 for inspection during regular business hours by any citizen who requests it within 180 days after the publication of this notice The Principal Manager of the Foundation is Mr William L Joyce (716) 874-0040

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	210 SHS. ALLIANCE DATA SYSTEMS CORP.	P	VARIOUS	VARIOUS
b	320 SHS. ALLSCRIPTS-MISYS HEALTHCARE SOLUTION	P	VARIOUS	VARIOUS
c	430 SHS. AMERICAN EXPRESS CO.	P	VARIOUS	VARIOUS
d	270 SHS. AMERIPRISE FINANCIAL INC.	P	VARIOUS	VARIOUS
e	1,510 SHS. AMGEN INC.	P	VARIOUS	VARIOUS
f	5,460 SHS. AMYLIN PHARMACEUTICALS INC.	P	VARIOUS	VARIOUS
g	140 SHS. ANADARKO PETROLEUM CORP.	P	06/23/10	VARIOUS
h	250 SHS. APACHE CORP.	P	VARIOUS	VARIOUS
i	158 SHS. APPLE INC.	P	VARIOUS	VARIOUS
j	860 SHS. AT&T, INC.	P	VARIOUS	VARIOUS
k	1,390 SHS. AUTOLIV INC.	P	VARIOUS	VARIOUS
l	1,120 SHS. BANK OF AMERICA CORP.	P	VARIOUS	VARIOUS
m	333 SHS. BLACKROCK INC.	P	VARIOUS	VARIOUS
n	50 SHS. B M C SOFTWARE INC.	P	VARIOUS	VARIOUS
o	3,765.060 SHS. BNY MELLON BOND FUND CL M	P	VARIOUS	VARIOUS

	(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	15,241.		11,076.	4,165.
b	6,703.		5,922.	781.
c	18,796.		18,267.	529.
d	16,083.		13,662.	2,421.
e	82,006.		72,892.	9,114.
f	64,384.		103,230.	-38,846.
g	10,204.		5,955.	4,249.
h	29,142.		21,562.	7,580.
i	53,040.		41,481.	11,559.
j	24,407.		34,370.	-9,963.
k	94,732.		39,107.	55,625.
l	15,714.		18,179.	-2,465.
m	50,846.		43,241.	7,605.
n	2,494.		2,535.	-41.
o	50,000.		49,096.	904.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				4,165.
b				781.
c				529.
d				2,421.
e				9,114.
f				-38,846.
g				4,249.
h				7,580.
i				11,559.
j				-9,963.
k				55,625.
l				-2,465.
m				7,605.
n				-41.
o				904.

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	
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) If (loss), enter "-0-" in Part I, line 8	}	3	

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	16,699.076 SHS. BNY MELLON EMERGING MARKETS FUND	P	VARIOUS	VARIOUS
b	9,881.423 SHS. BNY MELLON INT US GOVT CL M	P	VARIOUS	VARIOUS
c	16,109.084 SHS. BNY MELLON INTERMEDIATE BOND FUND	P	VARIOUS	VARIOUS
d	4,359.198 SHS. BNY MELLON INTERNATIONAL FUND CL M	P	VARIOUS	VARIOUS
e	8,638.061 SHS. BNY MELLON MID CAP STOCK FUND CL M	P	VARIOUS	VARIOUS
f	5,439.992 SHS. BNY MELLON SMALL CAP STOCK FUND CL	P	VARIOUS	VARIOUS
g	370 SHS. CAPITAL ONE FINANCIAL CORP.	P	VARIOUS	VARIOUS
h	280 SHS. CARNIVAL CORP.	P	07/07/10	VARIOUS
i	187 SHS. CATERPILLAR INC.	P	06/21/10	VARIOUS
j	640 SHS. CHARLES SCHWAB CORP.	P	VARIOUS	VARIOUS
k	250 SHS. CHUBB CORP.	P	VARIOUS	VARIOUS
l	250 SHS. CIGNA CORP.	P	VARIOUS	VARIOUS
m	8,180 SHS. CISCO SYSTEMS, INC.	P	VARIOUS	VARIOUS
n	350 SHS. CITIGROUP INC.	P	VARIOUS	VARIOUS
o	240 SHS. COMERICA INC.	P	VARIOUS	VARIOUS

	(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	183,163.		175,654.	7,509.
b	100,000.		100,141.	-141.
c	210,000.		207,634.	2,366.
d	50,000.		46,600.	3,400.
e	100,000.		79,569.	20,431.
f	67,421.		62,787.	4,634.
g	17,794.		15,814.	1,980.
h	12,349.		8,744.	3,605.
i	18,049.		12,033.	6,016.
j	11,454.		9,651.	1,803.
k	14,736.		11,667.	3,069.
l	10,061.		6,036.	4,025.
m	161,384.		170,208.	-8,824.
n	1,616.		1,701.	-85.
o	9,387.		9,446.	-59.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				7,509.
b				-141.
c				2,366.
d				3,400.
e				20,431.
f				4,634.
g				1,980.
h				3,605.
i				6,016.
j				1,803.
k				3,069.
l				4,025.
m				-8,824.
n				-85.
o				-59.

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

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)
If (loss), enter "-0-" in Part I, line 8 } 3

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	370 SHS. CONOCOPHILLIPS	P	VARIOUS	VARIOUS
b	180 SHS. COVIDIEN PLC	P	VARIOUS	VARIOUS
c	638 SHS. CUMMINS INC.	P	VARIOUS	VARIOUS
d	3,750 SHS. CVS CAREMARK CORP.	P	VARIOUS	VARIOUS
e	230 SHS. DANAHER CORP.	P	VARIOUS	VARIOUS
f	2,735.230 SHS. DREYFUS/NEWTON INTERNATIONAL EQUIT	P	VARIOUS	VARIOUS
g	20,326.854 SHS. DREYFUS/STANDISH GLOBAL FIXED INC	P	VARIOUS	VARIOUS
h	30,919.690 SHS. DREYFUS/THE BOSTON CO. INTERNATIO	P	VARIOUS	VARIOUS
i	2,044.890 SHS. DREYFUS/THE BOSTON CO. SMALL CAP V	P	VARIOUS	VARIOUS
j	200 SHS. DUPONT E I DE NEMOURS & CO.	P	VARIOUS	VARIOUS
k	6,420 SHS. EMC CORP.	P	VARIOUS	VARIOUS
l	90 SHS. ENERGIZER HOLDINGS INC.	P	VARIOUS	VARIOUS
m	2,240 SHS. EXELON CORP.	P	VARIOUS	VARIOUS
n	1,380 SHS. EXXON MOBIL CORP.	P	VARIOUS	VARIOUS
o	1,040 SHS. FEDEX CORP.	P	VARIOUS	VARIOUS

	(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	25,696.		29,145.	-3,449.
b	8,815.		8,577.	238.
c	55,614.		30,275.	25,339.
d	121,518.		121,767.	-249.
e	10,807.		7,121.	3,686.
f	50,000.		44,676.	5,324.
g	435,000.		389,666.	45,334.
h	511,919.		777,108.	-265,189.
i	50,000.		29,959.	20,041.
j	10,101.		5,365.	4,736.
k	131,809.		97,332.	34,477.
l	6,492.		6,596.	-104.
m	89,970.		115,174.	-25,204.
n	110,565.		98,177.	12,388.
o	82,068.		50,893.	31,175.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
a				-3,449.
b				238.
c				25,339.
d				-249.
e				3,686.
f				5,324.
g				45,334.
h				-265,189.
i				20,041.
j				4,736.
k				34,477.
l				-104.
m				-25,204.
n				12,388.
o				31,175.

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	
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) If (loss), enter "-0-" in Part I, line 8	3	

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05-01-10

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	780 SHS. FORD MOTOR CO.	P	VARIOUS	VARIOUS
b	693 SHS. FRANKLIN RESOURCES, INC.	P	VARIOUS	VARIOUS
c	2,770 SHS. GENERAL ELECTRIC CORP.	P	VARIOUS	VARIOUS
d	141 SHS. GOOGLE, INC.	P	VARIOUS	VARIOUS
e	360 SHS. HALLIBURTON COMPANY	P	VARIOUS	VARIOUS
f	1,200 SHS. HESS CORP.	P	VARIOUS	VARIOUS
g	3,930 SHS. HEWLETT-PACKARD CO.	P	VARIOUS	VARIOUS
h	4,300 SHS. HOME DEPOT INC.	P	VARIOUS	VARIOUS
i	360 SHS. HONEYWELL INTERNATIONAL, INC.	P	VARIOUS	VARIOUS
j	2,200 SHS. HOSPIRA INC.	P	VARIOUS	VARIOUS
k	560 SHS. HUMAN GENOME SCIENCES INC.	P	VARIOUS	VARIOUS
l	140 SHS. INFORMATICA CORP.	P	VARIOUS	VARIOUS
m	4,000 SHS. INTEL CORP.	P	09/13/10	VARIOUS
n	139 SHS. INTERNATIONAL BUSINESS MACHINES CORP.	P	VARIOUS	VARIOUS
o	740 SHS. J.P. MORGAN CHASE & CO.	P	VARIOUS	VARIOUS

	(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	12,897.		14,219.	-1,322.
b	76,469.		35,817.	40,652.
c	51,171.		100,074.	-48,903.
d	79,727.		64,197.	15,530.
e	15,035.		8,359.	6,676.
f	95,868.		70,233.	25,635.
g	159,350.		174,420.	-15,070.
h	154,301.		117,847.	36,454.
i	19,658.		12,586.	7,072.
j	121,105.		83,479.	37,626.
k	13,883.		16,243.	-2,360.
l	6,416.		5,078.	1,338.
m	83,410.		71,560.	11,850.
n	21,915.		12,848.	9,067.
o	31,964.		35,237.	-3,273.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-1,322.
b				40,652.
c				-48,903.
d				15,530.
e				6,676.
f				25,635.
g				-15,070.
h				36,454.
i				7,072.
j				37,626.
k				-2,360.
l				1,338.
m				11,850.
n				9,067.
o				-3,273.

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	
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) If (loss), enter "-0-" in Part I, line 8	3	

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	2,930 SHS. KBR INC.	P	VARIOUS	VARIOUS
b	4,070 SHS. LIMITED BRANDS, INC.	P	VARIOUS	VARIOUS
c	320 SHS. MCKESSON CORP.	P	VARIOUS	VARIOUS
d	3,960 SHS. MEDTRONIC, INC.	P	VARIOUS	VARIOUS
e	2,070 SHS. MERCK & CO., INC.	P	VARIOUS	VARIOUS
f	9,000 SHS. MICROSOFT CORP.	P	VARIOUS	VARIOUS
g	480 SHS. MORGAN STANLEY	P	VARIOUS	VARIOUS
h	1,048.571 SHS. MOTOROLA INC.	P	08/17/10	VARIOUS
i	900 SHS. MOTOROLA MOBILITY HOLDINGS-W	P	08/17/10	VARIOUS
j	630 SHS. NEWELL RUBBERMAID, INC.	P	VARIOUS	VARIOUS
k	1,550 SHS. NEWS CORP CL A	P	VARIOUS	VARIOUS
l	110 SHS. NEXTERA ENERGY INC.	P	VARIOUS	VARIOUS
m	240 SHS. NORDSTROM, INC.	P	VARIOUS	VARIOUS
n	300 SHS. NORFOLD SOUTHERN CORP.	P	VARIOUS	VARIOUS
o	419 SHS. OCCIDENTIAL PETROLEUM CORP.	P	VARIOUS	VARIOUS

	(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	71,607.		63,364.	8,243.
b	136,845.		78,053.	58,792.
c	23,493.		20,321.	3,172.
d	138,628.		144,697.	-6,069.
e	74,434.		54,900.	19,534.
f	236,568.		276,835.	-40,267.
g	13,463.		13,728.	-265.
h	45,282.		34,161.	11,121.
i	21,447.		24,482.	-3,035.
j	12,045.		12,077.	-32.
k	25,880.		18,941.	6,939.
l	6,024.		6,019.	5.
m	10,073.		9,091.	982.
n	18,799.		14,954.	3,845.
o	40,406.		24,228.	16,178.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				8,243.
b				58,792.
c				3,172.
d				-6,069.
e				19,534.
f				-40,267.
g				-265.
h				11,121.
i				-3,035.
j				-32.
k				6,939.
l				5.
m				982.
n				3,845.
o				16,178.

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

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)
If (loss), enter "-0-" in Part I, line 8 } 3

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	330 SHS. OMNICOM GROUP, INC.	P	VARIOUS	VARIOUS
b	720 SHS. ORACLE CORPORATION	P	VARIOUS	VARIOUS
c	1,440 SHS. PARKER HANNIFIN CORP.	P	VARIOUS	VARIOUS
d	360 SHS. PEPSICO INC.	P	VARIOUS	VARIOUS
e	4,880 SHS. PFIZER INC.	P	VARIOUS	VARIOUS
f	1,420 SHS. PHILIP MORRIS INTERNATIONAL	P	VARIOUS	VARIOUS
g	130 SHS. PRAXAIR, INC.	P	VARIOUS	VARIOUS
h	290 SHS. PROCTER & GAMBLE CO.	P	VARIOUS	VARIOUS
i	6,200 SHS. PUBLIC SERVICE ENTERPRISE GROUP INC.	P	VARIOUS	VARIOUS
j	320 SHS. QUALCOMM, INC.	P	VARIOUS	VARIOUS
k	1,200 SHS. RAYTHEON CO.	P	VARIOUS	VARIOUS
l	3,780 SHS. TARGET CORP.	P	VARIOUS	VARIOUS
m	40 SHS. TERRADATA CORPORATION	P	VARIOUS	VARIOUS
n	610 SHS. TEXTRON INC.	P	VARIOUS	VARIOUS
o	4,460 SHS. THE GAP, INC.	P	VARIOUS	VARIOUS

	(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	15,404.		16,190.	-786.
b	23,219.		13,042.	10,177.
c	88,486.		50,331.	38,155.
d	23,598.		20,131.	3,467.
e	95,460.		87,589.	7,871.
f	93,000.		54,499.	38,501.
g	12,196.		10,193.	2,003.
h	18,664.		16,073.	2,591.
i	192,463.		200,496.	-8,033.
j	17,366.		15,608.	1,758.
k	59,264.		54,537.	4,727.
l	205,679.		160,522.	45,157.
m	2,009.		2,000.	9.
n	15,491.		28,208.	-12,717.
o	86,856.		90,565.	-3,709.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-786.
b				10,177.
c				38,155.
d				3,467.
e				7,871.
f				38,501.
g				2,003.
h				2,591.
i				-8,033.
j				1,758.
k				4,727.
l				45,157.
m				9.
n				-12,717.
o				-3,709.

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

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)
If (loss), enter "-0-" in Part I, line 8 } 3

JAMES H. CUMMINGS FOUNDATION, INC.

CONTINUATION FOR 990-PF, PART IV
16-0864200 PAGE 7 OF 7

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	400 SHS. THERMO FISHER SCIENTIFIC INC.	P	VARIOUS	VARIOUS
b	2,410 SHS. TIME WARNER INC.	P	VARIOUS	VARIOUS
c	1,700 SHS. TYCO INTERNATIONAL LTD.	P	VARIOUS	VARIOUS
d	690 SHS. UNILEVER PLC ADR	P	VARIOUS	VARIOUS
e	560 SHS. VALE SA-SP ADR	P	VARIOUS	VARIOUS
f	1,620 SHS. VERTEX PHARMACEUTICALS INC.	P	VARIOUS	VARIOUS
g	800 SHS. VISA INC.	P	VARIOUS	VARIOUS
h	740 SHS. WELLS FARGO & CO.	P	VARIOUS	VARIOUS
i	980 SHS. WHIRLPOOL CORP.	P	VARIOUS	VARIOUS
j	3,417 SHS. XTO ENERGY, INC.	P	VARIOUS	VARIOUS
k	22,893.77 SHS. WILLIAM BLAIR INTERNATIONAL GROWTH	P	VARIOUS	VARIOUS
l	REDPOINT PARTNERS, L.P. ID #13-4078178			
m	INTEREST IN REDPOINT PARTNERS LP	P	03/29/06	03/31/11
n	CAPITAL GAINS DIVIDENDS			
o				

	(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	22,633.		18,137.	4,496.
b	70,019.		63,703.	6,316.
c	67,008.		67,040.	-32.
d	20,548.		21,326.	-778.
e	19,136.		11,531.	7,605.
f	58,668.		42,460.	16,208.
g	58,189.		49,626.	8,563.
h	23,750.		27,537.	-3,787.
i	74,275.		64,045.	10,230.
j	148,309.		122,455.	25,854.
k	500,000.		378,398.	121,602.
l			73,120.	-73,120.
m	846,689.		717,267.	129,422.
n	82,253.			82,253.
o				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				4,496.
b				6,316.
c				-32.
d				-778.
e				7,605.
f				16,208.
g				8,563.
h				-3,787.
i				10,230.
j				25,854.
k				121,602.
l				-73,120.
m				129,422.
n				82,253.
o				

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	655,607.
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) If (loss), enter "-0-" in Part I, line 8		3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BNY MELLON, N.A.	228.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	228.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BNY MELLON, N.A.	545,040.	82,253.	462,787.
LSF PARTNERS, LP ID # 26-4319874	10,739.	0.	10,739.
REDPOINT PARTNERS, L.P. ID #13-4078178	1,383.	0.	1,383.
TOTAL TO FM 990-PF, PART I, LN 4	557,162.	82,253.	474,909.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
LSF PARTNERS, LP ID # 26-4319874	70.	70.	
GRANT PAID IN PRIOR YEAR REFUNDED	25,000.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	25,070.	70.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HADLEY & ASSOCIATES	12,650.	6,325.		6,325.
TO FORM 990-PF, PG 1, LN 16B	12,650.	6,325.		6,325.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LIPPER ADVISORY SERVICES, INC.	54,569.	54,569.		0.
BNY MELLON WEALTH MANAGEMENT	125,422.	125,422.		0.
COURIER CAPITAL CORPORATION	29,212.	29,212.		0.
TO FORM 990-PF, PG 1, LN 16C	209,203.	209,203.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL	4,475.	2,237.		2,238.
2010 EXCISE TAX ON NET INVESTMENT INCOME	8,095.	0.		0.
TO FORM 990-PF, PG 1, LN 18	12,570.	2,237.		2,238.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	4,031.	2,016.		2,015.
TELEPHONE	2,743.	1,371.		1,372.
MISCELLANEOUS	3,312.	1,535.		1,777.
REDPOINT PARTNERS, L.P. ID #13-4078178	20,513.	20,513.		0.
LSF PARTNERS, LP ID # 26-4319874	5,652.	5,652.		0.
TO FORM 990-PF, PG 1, LN 23	36,251.	31,087.		5,164.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
7,793 SHS. SEQUOIA FUND, INC.	760,461.	1,131,303.
27,041 SHS. DREYFUS/STANDISH MELLON GLOBAL FIXED INCOME FUND	523,085.	573,540.
24,372 SHS. COLUMBIA ACORN TRUST USA CL Z	364,458.	772,107.
39,381 SHS. HARRIS ASSOCIATES INVESTMENT TRUST OAKMARK INTERNATIONAL FUND	521,642.	808,493.
6,855 SHS. DODGE & COX STOCK FUND	759,045.	801,480.
9,870 SHS. PFIZER INC.	149,763.	211,712.
22,887 SHS. DREYFUS/THE BOSTON CO SMALL CAP VALUE FUND	336,224.	559,584.
14,320 SHS. BANK OF AMERICA CORP.	178,925.	168,260.
16,380 SHS. DODGE & COX INTERNATIONAL STOCK FUND	266,031.	615,568.
10,890 SHS. GENERAL ELECTRIC CORP.	171,153.	213,880.
2,320 SHS. CONOCOPHILLIPS	142,688.	169,870.
4,600 SHS. J.P. MORGAN CHASE & CO.	149,921.	198,904.
3,900 SHS. TEXTRON INC.	76,669.	89,232.
2,970 SHS. OMNICOM GROUP, INC.	133,046.	138,907.
28,339 SHS. T. ROWE PRICE GROWTH STOCK FUND, INC.	708,933.	971,755.
2,572 SHS. TYCO INTERNATIONAL LTD.	78,546.	126,928.
22,565 SHS. VANGUARD CAPITAL OPPORTUNITY FUND ADMIRAL SHARES	905,057.	1,860,268.
35,996 SHS. WILLIAM BLAIR INTERNATIONAL GROWTH FUND CL 1	594,952.	826,822.
5,180 SHS. AT&T, INC.	161,884.	163,481.
2,940 SHS. MORGAN STANLEY	85,532.	71,030.
3,190 SHS. QUALCOMM, INC.	135,965.	186,902.
1,003 SHS. APPLE COMPUTER INC.	150,378.	348,873.
28,234 SHS. LONGLEAF PARTNERS FUNDS	1,000,000.	889,074.
3,526 SHS. MERCK & CO., INC.	90,920.	129,581.
7,170 SHS. ORACLE CORPORATION	147,625.	245,357.
25,790 SHS. FAIRHOLME FUND	777,939.	846,424.
9,670 SHS. NEWS CORP. CL A	118,168.	182,376.
1,710 SHS. PHILIP MORRIS INTERNATIONAL	72,788.	122,693.
7,780 SHS. WELLS FARGO & CO.	209,194.	220,719.
820 SHS. AUTOLIVE INC.	19,552.	63,124.
1,990 SHS. AMERIPRISE FINANCIAL INC.	66,602.	121,848.
4,780 SHS. CHARLES SCHWAB CORP.	78,391.	86,088.
1,457 SHS. CUMMINS INC.	49,677.	153,335.
1,310 SHS. DUPONT E I DENEMOURS & CO	35,118.	69,823.
4,850 SHS. EMC CORP.	82,669.	138,080.
1,530 SHS. HESS CORP.	85,000.	120,916.
1,364 SHS. INTERNATIONAL BUSINESS MACHINES CORP.	144,860.	230,421.
1,770 SHS. NORFOLK SOUTHERN CORP.	87,879.	129,759.
2,501 SHS. OCCIDENTAL PETROLEUM CORP.	194,795.	269,733.
3,240 SHS. PEPSICO INC.	183,700.	230,429.
86,950 SHS. SENTINEL SMALL COMPANY FUND CL 1	451,000.	778,205.

17,203 SHS. T. ROWE PRICE NEW ERA FUND	951,942.	941,339.
1,773 SHS. TIME WARNER INC.	29,368.	64,590.
1,280 SHS. ALLIANCE DATA SYSTEMS CORP.	67,510.	120,230.
1,549 SHS. APACHE CORP.	133,600.	193,005.
26,818 SHS. BNY MELLON BOND FUND CL M	346,048.	356,137.
209,355 SHS. BNY MELLON EMERGING MARKETS FUND CL M	1,858,182.	2,503,889.
82,101 SHS. BNY MELLON INT US GOVT CL M	824,359.	831,680.
42,354 SHS. BNY MELLON INTERMEDIATE BOND FUND CL M	542,366.	551,455.
102,932 SHS. BNY MELLON INTERNATIONAL FUND CL M	993,025.	1,183,718.
138,921 SHS. BNY MELLON MID CAP STOCK FUND CL M	1,195,014.	1,874,049.
32,805 SHS. BNY MELLON SMALL CAP STOCK FUND CL M	312,535.	418,594.
3,360 SHS. CAPITAL ONE FINANCIAL CORP.	138,494.	182,582.
1,590 SHS. CHUBB CORP.	74,205.	104,288.
1,590 SHS. CIGNA CORP.	38,391.	79,325.
1,510 SHS. DANAHER CORP.	46,752.	82,340.
32,026 SHS. DREYFUS/NEWTON INTERNATIONAL EQUITY FUND	475,700.	593,120.
38,690 SHS. DREYFUS PREMIER LIMITED TERM HIGH YIELD FUND CL I	236,941.	263,092.
2,800 SHS. EXXON MOBIL CORP.	199,199.	233,716.
257 SHS. GOOGLE, INC.	110,438.	135,958.
2,220 SHS. HALLIBURTON COMPANY	51,551.	111,333.
2,240 SHS. HONEYWELL INTERNATIONAL, INC.	78,313.	133,392.
3,500 SHS. HUMAN GENOME SCIENCES INC.	99,729.	95,795.
1,880 SHS. LIMITED BRANDS, INC.	33,265.	75,125.
2,010 SHS. MCKESSON CORP.	114,958.	172,076.
910 SHS. PRAXAIR, INC.	71,346.	96,314.
1,840 SHS. PROCTER & GAMBLE CO.	101,900.	123,280.
23,383 SHS. STRATEGIC INTERNATIONAL STOCK FUND	255,055.	340,450.
2,550 SHS. THERMO FISHER SCIENTIFIC INC.	114,694.	166,898.
5,810 SHS. UNILEVER PLC ADR	172,170.	189,348.
3,500 SHS. VALE SA-SPR ADR	72,069.	112,910.
42,603 SHS. BUFFALO SCIENCE & TECHNOLOGY FUND	550,000.	723,393.
3,280 SHS. ALLSCRIPTS - MISYS HEALTHCARE SOLUTION	56,033.	65,961.
512 SHS. AMAZON.COM INC.	102,923.	100,705.
2,610 SHS. AMERICAN EXPRESS CO.	109,929.	134,676.
930 SHS. ANADARKO PETROLEUM CORP.	39,559.	73,954.
2,280 SHS. B M C SOFTWARE INC.	113,882.	127,292.
24,570 SHS. BNY MELLON SHORT-TERM U.S. GOVERNMENT SECURITIES FUND	301,225.	301,470.
1,730 SHS. CARNIVAL CORP.	54,028.	67,141.
1,173 SHS. CATERPILLAR INC.	75,480.	124,103.
2,970 SHS. CBS CORP.	79,712.	83,012.
1,490 SHS. CITIGROUP INC.	72,043.	61,313.
2,280 SHS. COMERICA INC.	83,614.	82,331.
2,300 SHS. COVIDIEN PLC	108,768.	126,500.
930 SHS. ENERGIZER HOLDINGS INC.	65,579.	71,656.
2,330 SHS. ENSCO PLC	134,055.	124,236.
7,590 SHS. FORD MOTOR CO.	128,728.	113,243.
1,530 SHS. INFORMATICA CORP.	46,485.	89,750.
6,880 SHS. NEWELL RUBBERMAID, INC.	123,931.	122,533.

3,110 SHS. NEXTERA ENERGY INC.	172,449.	180,224.
2,190 SHS. NORDSTROM, INC.	73,878.	102,558.
2,940 SHS. PPL CORP.	75,980.	82,879.
2,580 SHS. ST. JUDE MEDICAL INC.	134,340.	130,729.
1,660 SHS. TERRADATA CORPORATION	81,520.	92,611.
1,370 SHS. ZIMMER HOLDINGS INC.	94,710.	92,831.
37,651 SHS. WILLIAM BLAIR INTERNATIONAL SMALL CAP GROWTH FUND	500,000.	530,497.
TOTAL TO FORM 990-PF, PART II, LINE 10B	24,368,205.	32,172,510.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LSF PARTNERS	COST	610,290.	1,140,064.
TOTAL TO FORM 990-PF, PART II, LINE 13		610,290.	1,140,064.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN N. WALSH, JR. 120 WEST TUPPER STREET BUFFALO, NY 14201	DIRECTOR 1.00	1,500.	0.	0.
ROBERT J.A. IRWIN 120 WEST TUPPER STREET BUFFALO, NY 14201	TREAS.-DIR. 1.00	12,500.	0.	0.
JOHN NAUGHTON, M.D. 120 WEST TUPPER STREET BUFFALO, NY 14201	DIRECTOR 1.00	3,000.	0.	0.
THEODORE I. PUTNAM, M.D. 120 WEST TUPPER STREET BUFFALO, NY 14201	DIRECTOR 1.00	12,500.	0.	0.
CHARLES F. KREINER, JR. 120 WEST TUPPER STREET BUFFALO, NY 14201	PRES.-DIR. 1.00	12,500.	0.	0.

RICHARD C. BRYAN, JR. 120 WEST TUPPER STREET BUFFALO, NY 14201	V. PRES.-DIR. 1.00	12,500.	0.	0.
WILLIAM L. JOYCE 120 WEST TUPPER STREET BUFFALO, NY 14201	SECT'Y.-E. DIR. 30.00	43,265.	11,223.	0.
CHRISTOPHER T. GREENE 120 WEST TUPPER STREET BUFFALO, NY 14201	DIRECTOR 1.00	6,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		103,765.	11,223.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 11
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WILLIAM L. JOYCE, EXECUTIVE DIRECTOR, JAMES H. CUMMINGS FOUNDATION, INC.
120 WEST TUPPER STREET
BUFFALO, NY 14201

TELEPHONE NUMBER

716-874-0040

FORM AND CONTENT OF APPLICATIONS

NAME, ADDRESS OF TAX-EXEMPT ORGANIZATION WHICH WOULD BE THE RECIPIENT IF A GRANT WERE MADE; LIST OF CURRENT DIRECTORS (ONE COPY ONLY); ORGANIZATION'S TAX-EXEMPT CERTIFICATION FROM THE U.S. INTERNAL REVENUE SERVICE OR THE DEPARTMENT OF NATIONAL REVENUE, OTTAWA (ONE COPY ONLY); STATE AMOUNT REQUESTED AND THE SPECIFIC PURPOSE OF THE GRANT; WHAT THE GRANT IS EXPECTED TO ACCOMPLISH AND THE NEED OF THE PROJECT; A BUDGET OF THE COSTS AND HOW THE MONEY, IF GRANTED, WOULD BE SPENT; ORGANIZATION'S MOST RECENTLY AUDITED FINANCIAL STATEMENTS (ONE COPY ONLY); EVIDENCE THAT THE ORGANIZATION IS QUALIFIED TO COMPLETE THE PROJECT SUCCESSFULLY; STATE WHETHER AID HAS BEEN SOUGHT DURING THE PRECEDING TWO YEARS FROM OTHER FOUNDATIONS AND AMOUNT RECEIVED, IF ANY; LIST THE NAMES OF FOUNDATIONS THE ORGANIZATION PLANS TO APPROACH ON CURRENT PROJECT; A COVER LETTER SIGNED BY AN OFFICER OF THE ORGANIZATION TO THE EXECUTIVE DIRECTOR WITH A CONCISE SUMMARY PRESENTATION OF THE ESSENTIAL FACTS STATING THE APPROXIMATE TIME THE GRANT FUNDS WOULD BE NEEDED.

ANY SUBMISSION DEADLINES

EIGHT PROPOSALS SHOULD BE SUBMITTED BY THE MIDDLE OF THE MONTH PRECEDING A QUARTERLY MEETING WHICH ARE HELD IN THE MONTHS OF FEB., MAY, SEPT. AND DEC.

RESTRICTIONS AND LIMITATIONS ON AWARDS

LIMITS SUPPORT TO THE CITIES OF BUFFALO, NEW YORK, TORONTO, ONTARIO, CANADA AND HENDERSONVILLE, NORTH CAROLINA. GRANTS ARE TO BE USED AND APPLIED EXCLUSIVELY FOR CHARITABLE PURPOSES IN ADVANCING MEDICAL SCIENCE, RESEARCH AND EDUCATION IN THE U.S. AND CANADA AND ERECTION OF SUITABLE BUILDINGS, AND FOR CHARTIABLE WORK AMONG UNDER-PRIVILEGED BOYS & GIRLS AND AGED & INFIRM. FUNDS ARE DISTRIBUTED ONLY TO NOT-FOR-PROFIT TAX-EXEMPT ORGANIZATIONS WITH THE GREAT MAJORITY OF GRANTS AWARDED BEING OF A CAPITAL NATURE, PARTICULARLY EQUIPMENT NEEDS OF VARIOUS KINDS. THEY CONSIDER HIGHER PRIORITY TO PROJECTS WHICH ARE NOT NORMALLY FINANCED BY PUBLIC TAX FUNDS. APPLICATIONS FOR ENDOWMENTS, CONTINGENCY, RESERVE PURPOSES, OPERATING EXPENSES OR DEFICIT FINANCING, ARE NOT CONSIDERED. REQUESTS FOR GRANTS TO INDIVIDUALS ARE NOT CONSIDERED NOR DOES THE FOUNDATION FUND SCHOLARSHIPS OR FELLOWSHIPS.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN RED CROSS 786 DELAWARE AVENUE BUFFALO, NY 14209	INFORMATION TECHNOLOGY UPGRADES	PUBLIC	10,000.
BLUE RIDGE COMMUNITY HEALTH SERVICES 2579 CHIMNEY ROCK ROAD HENDERSONVILLE, NC 28793	MEDICAL FACILITY	PUBLIC	50,000.
BUFFALO HEARING & SPEECH CENTER 50 E NORTH STREET BUFFALO, NY 14202	CAPITAL EQUIPMENT IMPROVEMENTS	PUBLIC	25,000.
BUFFALO MUSEUM OF SCIENCE 1020 HUMBOLDT PARKWAY BUFFALO, NY 14211	CREATION OF SCIENCE STUDIO PROGRAM	PUBLIC	40,000.
BUFFALO SEMINARY 205 BIDWELL PARKWAY BUFFALO, NY 14222	HIGH TECH CLASSROOM AND LEARNING CENTER	PUBLIC	75,000.
BUFFALO URBAN OUTDOOR EDUCATION P.O. BOX 168 BUFFALO, NY 14213	SCIENCE AND EDUCATION EQUIPMENT	PUBLIC	7,000.
CANISIUS COLLEGE 2001 MAIN STREET BUFFALO, NY 14208	DEVELOPMENT OF AN INTERDISCIPLINARY SCIENCE CENTER	PUBLIC	166,000.
CATHOLIC CHARITIES OF BUFFALO NY 525 WASHINGTON STREET BUFFALO, NY 14203	RENOVATION	PUBLIC	20,000.

CMH COUNSELING 153 W UTICA BUFFALO, NY 14222	REPLACE ROOF AND CHIMNEY	PUBLIC	10,000.
COMMUNITY SERVICES FOR THE DEVELOPMENTALLY DISABLED 509 DODGE ROAD GETZVILLE, NY 14068	EQUIPMENT FOR SENSORY ROOMS	PUBLIC	5,000.
CYSTIC FIBROSIS FOUNDATION OF WNY 4976 TRANSIT ROAD DEPEW, NY 14043	THERAPEUTIC DEVELOPMENT PROGRAM	PUBLIC	100,000.
DAEMEN COLLEGE 4380 MAIN STREET AMHERST, NY 14226	STIMULATORS FOR WOUND TREATMENT EDUCATION AND RESEARCH	PUBLIC	30,000.
FORST LAWN HERITAGE FOUNDATION 1411 DELAWARE AVENUE BUFFALO, NY 14209	TROLLEY	PUBLIC	138,000.
GILDA'S CLUB WESTERN NEW YORK 1140 DELAWARE AVENUE BUFFALO, NY 14209	STORM WINDOWS	PUBLIC	19,000.
HAUPTMAN-WOODWARD MEDICAL RESEARCH INSTITUTE, INC. 700 ELLICOTT BUFFALO, NY 14203	UV MICROSCOPE	PUBLIC	30,000.
HILBERT COLLEGE 5200 SOUTH PARK AVENUE HAMBURG, NY 14075	PURCHASE OF COMPUTERIZED MANAGEMENT SYSTEM	PUBLIC	50,000.
HORIZON VILLAGE 3020 BAILEY AVENUE BUFFALO, NY 14215	LAND	PUBLIC	50,000.
HOSPITAL FOR SICK CHILDREN 555 UNIVERSITY AVENUE TORONTO, ONTARIO, CANADA M5G 1X8	LEVEL 1 RAPID INFUSER	PUBLIC	23,000.

JUST BUFFALO LITERARY CENTER INC. 617 MAIN STREET BUFFALO, NY 14203	BUILDING RENOVATIONS	PUBLIC	30,000.
MEALS ON WHEELS FOR WESTERN NEW YORK 100 JAMES E. CASEY DRIVE BUFFALO, NY 14206	CONSTRUCTION OF COMMISSARY FOR FOOD PREPARATION	PUBLIC	75,000.
MEDAILLE COLLEGE 2228 MAIN STREET BUFFALO, NY 14214	MOLECULAR BIOLOGY EQUIPMENT	PUBLIC	25,000.
MERCY FLIGHT 100 AMHERST VILLA ROAD BUFFALO, NY 14225	ZOLL PROPAQ MD PATIENT MONITOR	PUBLIC	36,000.
MT. SINAI HOSPITAL FOUNDATION 1001-522 UNIVERSITY AVENUE TORONTO, ONTARIO, CANADA M5G 1W7	INTAVIS BIOLANE HT1V16 GENE PROCESSOR	PUBLIC	45,000.
NATIONAL CENTER FOR MISSING & EXPLOITED CHILDREN 610 MAIN STREET BUFFALO, NY 14202	2 CROSS MATCH CHILD IDENTIFICATION KITS	PUBLIC	12,000.
NIAGARA LUTHERAN HEALTH FOUNDATION 64 HAGER STREET BUFFALO, NY 14208	SPRINKLER SYSTEM	PUBLIC	15,000.
NICHOLS SCHOOL 1250 AMHERST STREET BUFFALO, NY 14216	CONTRIBUTION	PUBLIC	1,500.
OLMSTED CENTER FOR THE VISUALLY IMPAIRED 1170 MAIN STREET BUFFALO, NY 14209	MERGER WITH CENTRAL REFERRAL SERVICE/211	PUBLIC	25,000.
PARDEE MEMORIAL HOSPITAL FOUNDATION 800 NORTH JUSTICE STREET HENDERSONVILLE, NC 28791	RENOVATION OF ORTHOEPEDIC AND SPINE PROGRAM	PUBLIC	25,000.

PARK RIDGE HOSPITAL 100 HOSPITAL DRIVE HENDERSONVILLE, NC 28792	ULTRASOUND UNIT	PUBLIC	25,000.
PEOPLE, INC. 1219 N FOREST ROAD WILLIAMSVILLE, NY 14221	RENOVATION OF BUILDING	PUBLIC	10,000.
REACH OUT AND READ BUFFALO, NY	BOOKS	PUBLIC	8,000.
ROSWELL PARK CANCER INSTITUTE ELM AND CARLTON BUFFALO, NY 14263	ROBOTIC SURGERY SUITE	PUBLIC	75,000.
SABAH, INC. 1200 EAST AND WEST ROAD WEST SENECA, NY 14224	3 RIFTON WALKERS	PUBLIC	5,000.
TORONTO REHAB INSTITUTE FOUNDATION 439 UNIVERSITY AVENUE, 5TH FLOOR TORONTO, ONTARIO, CANADA M5G 1Y8	CEAL PROGRAM	PUBLIC	50,000.
UNITED CHURCH HOME 398 LINCOLN PARKWAY BUFFALO, NY 14216	ALARM AND SECURITY SYSTEM	PUBLIC	22,000.
UNITED WAY OF BUFFALO AND ERIE COUNTY 742 DELAWARE AVENUE BUFFALO, NY 14209	ANNUAL APPEAL	PUBLIC	45,000.
UNITED WAY OF BUFFALO AND ERIE COUNTY 742 DELAWARE AVENUE BUFFALO, NY 14209	ANNUAL APPEAL	PUBLIC	48,000.
UNIVERSITY AT BUFFALO FLINT AND SERVICE CENTER ROAD BUFFALO, NY 14226	PURCHASE OF EQUIPMENT	PUBLIC	100,000.

UPSTATE NEW YORK TRANSPLANT SERVICES 110 BROADWAY BUFFALO, NY 14203	FOUR APHERESIS BLOOD COLLECTION MACHINES	PUBLIC	22,000.
WESTERN NEW YORK GRANTMAKERS ASSOCIATION P. O. BOX 1333 BUFFALO, NY 14205	ANNUAL FEE	PUBLIC	2,000.
WESTMINSTER EARLY CHILDHOOD PROGRAMS 724 DELAWARE AVENUE BUFFALO, NY 14209	IMPROVEMENT OF ITS PLAYGROUND AND BUILDING	PUBLIC	100,000.
YORK UNIVERSITY FOUNDATION 4700 KEEL STREET TORONTO, ONTARIO, CANADA M3J 1P3	FLOW CYTOMETER	PUBLIC	50,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			1,699,500.

FORM 990-PF GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALCOHOL AND DRUG DEPENDENCY SERVICES, INC. 291 ELM STREET BUFFALO, NY 14203	EXPANSION OF FACE TO FACE PROGRAM	PUBLIC	50,000.
BOYS AND GIRLS CLUB OF BUFFALO 282 BABCOCK STREET BUFFALO, NY 14210	ROOF REPLACEMENT	PUBLIC	40,000.
BROTHERS OF MERCY 10570 BERGTOLD ROAD CLARENCE, NY 14031	CREATION OF TEACHING AND RESEARCH CENTER	PUBLIC	50,000.
BUFFALO MUSEUM OF SCIENCE 1020 HUMBOLDT PARKWAY BUFFALO, NY 14211	CREATION OF SCIENCE STUDIO PROGRAM	PUBLIC	40,000.
CATHOLIC HEALTH SYSTEM 2121 MAIN STREET, SUITE 300 BUFFALO, NY 14214	MONITORING SYSTEM	PUBLIC	75,000.
CENTRE FOR ADDITION AND MENTAL HEALTH 901 KING STREET WEST, SUITE 502 TORONTO, ONTARIO, CANADA M5V 3H5	GENETIC EXPRESSION MICROARRAYS	PUBLIC	50,000.
CHARTER SCHOOL FOR APPLIED TECHNOLOGY 2303 KENMORE AVENUE BUFFALO, NY 14207	CONSTRUCTION OF GREENHOUSE PROJECT	PUBLIC	100,000.
CHILD AND FAMILY SERVICES 330 DELAWARE AVENUE BUFFALO, NY 14202	RESTORATION OF HISTORIC BUILDING	PUBLIC	30,000.

CRADLE BEACH 8038 LAKE SHORE ROAD ANGOLA, NY 14006	WINTERIZE ARTS AND CRAFTS BUILDING	PUBLIC	36,000.
CYSTIC FIBROSIS FOUNDATION OF WNY 4976 TRANSIT ROAD DEPEW, NY 14043	THERAPEUTIC DEVELOPMENT PROGRAM	PUBLIC	200,000.
D'YOUVILLE COLLEGE 320 PORTER AVENUE BUFFALO, NY 14201	SIMULATION MANNEQUIN	PUBLIC	83,000.
GOODWILL INDUSTRIES OF WNY, INC. 2655 DELAWARE AVENUE BUFFALO, NY 14216	SPECIALIZATION VOCATIONAL EQUIPMENT	PUBLIC	11,000.
HAUPTMAN-WOODWARD MEDICAL RESEARCH INSTITUTE, INC. 700 ELLICOTT BUFFALO, NY 14203	UV MICROSCOPE	PUBLIC	30,000.
HOSPICE FOUNDATION 225 COMO PARK BOULEVARD CHEEKTOWAGA, NY 14227	ACUTE CARE EXPANSION	PUBLIC	50,000.
INTERNATIONAL INSTITUTE OF BUFFALO 864 DELAWARE AVENUE BUFFALO, NY 14209	NEW BOILER	PUBLIC	15,000.
KEVIN GUEST HOUSE 782 ELLICOTT BUFFALO, NY 14203	EXPANSION PROJECT	PUBLIC	25,000.
MEALS ON WHEELS FOR WESTERN NEW YORK 100 JAMES E. CASEY DRIVE BUFFALO, NY 14206	CONSTRUCTION OF COMMISSARY FOR FOOD PREPARATION	PUBLIC	75,000.
NARDIN ACADEMY 135 CLEVELAND AVENUE BUFFALO, NY 14218	SCIENCE CLASSROOMS AND LABS	PUBLIC	75,000.

NIAGARA FALLS MEMORIAL MEDICAL CENTER 621 10TH STREET NIAGARA FALLS, NY 14301	TELEMETRY SYSTEM	PUBLIC	50,000.
NIAGARA UNIVERSITY 5795 LEWISTON ROAD NIAGARA FALLS, NY 14305	CONSTRUCTION OF AN INTEGRATED SCIENCE CENTER	PUBLIC	100,000.
PARK SCHOOL OF BUFFALO 4625 HARLEM ROAD AMHERST, NY 14226	RENOVATION OF GYMNASIUM	PUBLIC	50,000.
PEACE OF THE CITY 567 HERTEL AVENUE BUFFALO, NY 14207	THEATER LIGHTING EQUIPMENT	PUBLIC	10,000.
PLANNED PARENTHOOD OF WNY 2697 MAIN STREET BUFFALO, NY 14214	INTEGRATION OF INFORMATION TECHNOLOGY SYSTEMS EQUIPMENT	PUBLIC	20,000.
ROSWELL PARK CANCER INSTITUTE ELM AND CARLTON BUFFALO, NY 14263	CONSTRUCTION OF CLINICAL SCIENCE CENTER	PUBLIC	200,000.
SALVATION ARMY 960 MAIN STREET BUFFALO, NY 14202	HEATING AND AIR CONDITIONING UNIT	PUBLIC	22,000.
SOUTHEAST WORKS 145 COLUMBIA AVENUE DEPEW, NY 14043	INSTALLATION OF NEW ROOFS	PUBLIC	27,000.
SPCA 205 ENSMINGER ROAD TONAWANDA, NY 14150	NEW CONSTRUCTION	PUBLIC	100,000.
TORONTO GENERAL & WESTERN HOSPITAL FOUNDATION 190 ELIZABETH STREET TORONTO, ONTARIO, CANADA M5G 2C4	EQUIPMENT FOR PETER MUNK CARDIAC CENTRE	PUBLIC	38,000.

UPSTATE NEW YORK TRANSPORT SERVICES 110 BROADWAY BUFFALO, NY 14203	WALK-IN REFRIGERATOR AND FREEZER CONSTRUCTION	PUBLIC	30,000.
WEINBURG CAMPUS 2700 N FOREST ROAD GETZVILLE, NY 14068	TOWN SQUARE PROJECT	PUBLIC	100,000.
WEST PARK HEALTHCARE CENTRE 82 BUTTONWOOD AVENUE TORONTO, ONTARIO, CANADA M6M 2J5	ELVIRA INJECTION SIMULATOR	PUBLIC	30,000.
WEST SIDE COMMUNITY SERVICES 161 VERMONT BUFFALO, NY 14213	VAN	PUBLIC	10,000.
WNY ASSOCIATION OF HOMES AND SERVICES FOR THE AGING 8455 CLARENCE CENTER ROAD CLARENCE, NY 14032	TRAINING OF PERSONNEL	PUBLIC	15,000.
WNY PUBLIC BROADCASTING ASSOCIATION (WNED) P.O. BOX 1263 BUFFALO, NY 14240	REPLACEMENT OF LIGHTING SYSTEM	PUBLIC	25,000.
YMCA OF HENDERSONVILLE AND HENDERSON COUNTY, INC. 810 WEST 6TH AVENUE HENDERSONVILLE, NC 28739	HEATING AND AIR CONDITIONING UNIT	PUBLIC	50,000.
YWCA TORONTO, ELM CENTRE 80 WOODLAWN AVENUE EAST TORONTO, ONTARIO, CANADA M4T 1C1	SUPPORT SERVICES	PUBLIC	25,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3B			1,937,000.